# W.C. and A.N. Miller Companies Balance Sheet October 31, 2012

		Current Month		Prior Month
		ASSETS	5	
Current Assets				
Cash and Cash Equivalents	\$	6,176,094.12	\$	1,434,683.07
Accounts Receivable		169,066.52		277,884.17
Straightline Rent		3,512,731.89		3,512,731.89
Miscellaneous Receivables		129,235.10		128,646.40
Provision for Loss		0.00		0.00
Other Receivables		965,360.81		969,120.19
Inventory		37,318.04		37,318.04
Prepaid Expenses	-	410,724.78		439,762.31
Total Current Assets		11,400,531.26		6,800,146.07
Fixed Assets				
Land		6,310,994.50		6,310,994.50
HLP, II Land		538,905.48		538,905.48
Buildings		49,332,507.10		49,317,516.27
Property and Equipment		67,504.02		64,244.02
Capital Improvements - Opt		1,876.00		1,876.00
Improvements		12,913,943.51		12,906,198.75
Less: Accumulated Depreciation		20,702,188.20		20,551,320.26
Net Fixed Assets		48,463,542.41		48,588,414.76
Other Assets				
Deferred Leasing Commissions,		1,335,248.82		1,300,883.14
Deferred Ecasing Commissions, Deferred Finance Charges, net		1,030,736.16		549,602.41
Deposit		17,630.05		17,630.05
Deferred Taxes		7,573,883.00		7,573,883.00
Deposit on Refinance		0.00		600,000.00
Real Estate Tax Escrow		171,399.20		115,779.97
Total Other Assets	•	10,128,897.23	•	10,157,778.57
TOTAL ASSETS	\$	69,992,970.90	\$	65,546,339.40

# W.C. and A.N. Miller Companies Balance Sheet October 31, 2012

Current Month

Prior Month

# LIABILITIES AND STOCKHOLDERS' DEFICIT

Current Liabilities Accounts Payable Accrued Income Taxes Accrued Expenses Security Deposits Prepaid RE Income Prepaid Rent Income	\$	66,384.24 0.00 1,023,000.80 385,568.92 80,091.16 532,432.97 2,087,478.09	\$	106,300.70 0.00 1,164,334.71 393,683.92 80,091.16 450,457.20 2,194,867.69
Total Current Liabilities		2,007,470.09		2,194,807.09
Long-Term Liabilities				
Notes Payable (1)		91,512,989.13		87,068,529.76
Guaranty Reserve	,	0.00		0.00
Total Long-Term Liabilities		91,512,989.13	,	87,068,529.76
Total Liabilities	,	93,600,467.22		89,263,397.45
M. i. I		(6.546.020.70)		(6.545.000.02)
Minority Interest (2)		(6,546,020.79)		(6,545,900.82)
Total Minority Interest		(6,546,020.79)		(6,545,900.82)
Stockholders' Deficit Common Stock		200 200 00		200 200 00
Dividend		800,200.00 (50,000.00)		800,200.00 (200,000.00)
Retained Earnings (Deficit)		(17,811,675.53)		(17,771,357.23)
Total Stockholders' Deficit		(17,061,475.53)		(17,171,157.23)
TOTAL LIABILITIES & STOCKHOLDERS' DEFI	\$	69,992,970.90	\$	65,546,339.40

<sup>1.</sup> Notes Payable of 8,250,229.96 is offset by a Notes Receivable of 825,023 which is the cash of the 8,250,229.96 from Haymount Limited Partnership to W.C. and A.N. Miller Development Company.

<sup>2.</sup> W.C. and A.N. Miller Development Company owns 85% of Haymount Limited Partnership.

# W.C. and A.N. Miller Companies Long Term Debt October 31, 2012

	Current Month		Budget	Prior Month
N/P MetLife	\$ 0.00	\$	0.00	25,492,553.17
Key Bank Loan	17,239,998.22		17,239,998.22	17,261,516.48
N/P - TIAA Loan	21,578,760.30		21,578,760.30	21,600,484.54
N/P - Haymount Mezz	8,250,229.83		8,250,229.83	8,250,229.83
N/P - Cardinal Loan - SVR	14,444,000.78		14,443,982.28	14,463,745.74
Guardian Loan	 30,000,000.00	_	30,000,000.00	0.00
Total Long Term Debt	\$ 91,512,989.13	\$	91,512,970.63	87,068,529.76

# Notes Repayment Schedule

- 1. MetLife 1/1/2013
- 2. Key Bank Loan 6/30/2021
- 3. TIAA 10/1/2018
- 4. Cardinal Bank 8/14/2021
- 5. Guardian Loan 10/2022

# W.C. and A.N. Miller Development Company

# **Income Statement**

for the period ending October 31, 2012

	October 2012 Actual	October 2012 Budget	October 2012 Variance	October 2011 Actual	Year to Date Actual	Year to Date Budget	Year to Date Variance	Year to Date Prior Year
Rental Activities								
Rent Income	\$ 1,255,393.67	1,282,591.00	(27,197.33)	1,180,840.75	1,255,393.67	1,282,591.00	(27,197.33)	1,180,840.75
Rent Expenses	(323,710.45)	(373,760.00)	50,049.55	(304,093.39)	(323,710.45)	(373,760.00)	50,049.55	(304,093.39)
Real Estate Taxes	(113,437.55)	(113,310.00)	(127.55)	(109,827.61)	(113,437.55)	(113,310.00)	(127.55)	(109,827.61)
Depreciation	(176,011.72)	(163,335.00)	(12,676.72)	(167,325.40)	(176,011.72)	(163,335.00)	(12,676.72)	(167,325.40)
Debt Service-Interest	(394,664.15)	(381,444.00)	(13,220.15)	(421,012.61)	(394,664.15)	(381,444.00)	(13,220.15)	(421,012.61)
Net Rental Income	247,569.80	250,742.00	(3,172.20)	178,581.74	247,569.80	250,742.00	(3,172.20)	178,581.74
Revenues								
Total Revenues	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cost of Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
COGS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Corporate Gross Profit	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Gross Profit	247,569.80	250,742.00	(3,172.20)	178,581.74	247,569.80	250,742.00	(3,172.20)	178,581.74
Operating Expenses								
Bank Charges	24.19	25.00	(0.81)	(10.00)	24.19	25.00	(0.81)	(10.00)
Computer Consultant	800.00	800.00	0.00	800.00	800.00	800.00	0.00	800.00
Office Administration	8,500.00	8,500.00	0.00	6,000.00	8,500.00	8,500.00	0.00	6,000.00
Equipment Rental	549.37	600.00	(50.63)	729.28	549.37	600.00	(50.63)	729.28
Legal - General	7,993.19	5,000.00	2,993.19	1,965.55	7,993.19	5,000.00	2,993.19	1,965.55
Legal - Haymount	14,647.90	0.00	14,647.90	33,836.71	14,647.90	0.00	14,647.90	33,836.71

	October 2012 Actual	October 2012 Budget	October 2012 Variance	October 2011 Actual	Year to Date Actual	Year to Date Budget	Year to Date Variance	Year to Date Prior Year
Management Meals	364.21	300.00	64.21	616.99	364.21	300.00	64.21	616.99
Office Supplies	433.93	500.00	(66.07)	661.31	433.93	500.00	(66.07)	661.31
Other Taxes and Licenses	0.00	0.00	0.00	1,405.01	0.00	0.00	0.00	1,405.01
Payroll Taxes	954.75	900.00	54.75	459.00	954.75	900.00	54.75	459.00
Postage	444.26	375.00	69.26	290.20	444.26	375.00	69.26	290.20
Accounting	245.00	750.00	(505.00)	180.00	245.00	750.00	(505.00)	180.00
Review/Tax Returns/Fin St.	0.00	0.00	0.00	9,122.75	0.00	0.00	0.00	9,122.75
Promotion and Entertainment	1,541.40	0.00	1,541.40	508.00	1,541.40	0.00	1,541.40	508.00
Charitable Contribution	0.00	500.00	(500.00)	500.00	0.00	500.00	(500.00)	500.00
Rent	6,831.27	7,500.00	(668.73)	7,204.69	6,831.27	7,500.00	(668.73)	7,204.69
Executive Compensation	21,000.00	21,000.00	0.00	18,000.00	21,000.00	21,000.00	0.00	18,000.00
Benefits	1,595.10	2,833.34	(1,238.24)	1,498.00	1,536.00	2,833.34	(1,297.34)	1,498.00
Telephone	650.36	425.00	225.36	394.31	650.36	425.00	225.36	394.31
Management Travel	2,059.78	3,000.00	(940.22)	1,216.13	2,059.78	3,000.00	(940.22)	1,216.13
Payroll Processiong Fees	507.51	300.00	207.51	164.82	507.51	300.00	207.51	164.82
Board of Directors Fees	19,500.00	19,500.00	0.00	13,500.00	19,500.00	19,500.00	0.00	13,500.00
Board Travel and Meals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Operating Expenses	88,642.22	72,808.34	15,833.88	99,042.75	88,583.12	72,808.34	15,774.78	99,042.75
Net Operating Income	158,927.58	177,933.66	(19,006.08)	79,538.99	158,986.68	177,933.66	(18,946.98)	79,538.99
Other Income and Expenses								
Interest Income	754.12	1,593.95	(839.83)	928.27	754.12	1,593.95	(839.83)	928.27
Total Other Income and Expenses	754.12	1,593.95	(839.83)	928.27	754.12	1,593.95	(839.83)	928.27
Net Income	\$ 159,681.70	179,527.61	(19,845.91)	80,467.26	159,740.80	179,527.61	(19,786.81)	80,467.26

# W.C. and A.N. MILLER COMPANIES STATEMENT OF CASH FLOW

For the Month Ended October 31, 2012

	Current Month	Year to Date
Cash Flows for Operating Activities:	150 692	150 692
Net Income	159,682	159,682
Adjustments to Reconcile Net Income to Net Cash		
Provided by Operating Activities		
Dividend	(50,000.00)	(50,000)
Depreciation and amortization	165,804	165,804
Loss on disposition of fixed assets		-
Income allocated to minority interest	(120)	(120)
Accounts receivable	108,229	108,229
Other receivables	3,759	3,759
Inventory	-	-
Deferred income taxes	-	-
Prepaid expenses	29,038	29,038
Current maturities of long term debt	,	-
Accounts payable	(39,916)	(39,916)
Accrued income taxes	, ,	-
Accrued expenses	(142,859)	(142,859)
Security deposits	(8,115)	(8,115)
Prior Tenant Clearing (SH)	1,525	1,525
Prepaid Real Estate Tax Income	-	, -
Prepaid rent income	81,976	81,976
Total Adjustments	149,320	149,320
Net Cash Provided by (Used for) Operating Activities	309,002	309,002
Cash Flow for Investing Activities:		
Acquisition of fixed assets	(22,736)	(22,736)
Acquisition of deferred financing charges	(481,134)	` ' '
Acquisition of deferred Leasing Commissions	(52,561)	(52,561)
Acquisition of real estate tax escrow	(55,619)	(55,619)
Acquisition of water escrow	(55,017)	(33,017)
Deposit on Refinance	_	_
Disposition of guaranty reserve	_	_
Disposition of generally reserve	600,000	600,000
Net Cash Used for Investing Activities	(12,050)	(12,050)
Cash Flow for Financing Activities:		
Disposition of long term debt	(25,555,541)	(25,555,541)
Acquisition of long term debt	30,000,000	30,000,000
Net Cash Used for Financing Activities	4,444,459	4,444,459
Net Increase (Decrease) in Cash and Cash Equivalents	4,741,411	4,741,411
Cash and cash equivalents, Beginning of Period	1,434,683	1,434,683
CASH AND CASH EQUIVALENTS, END OF YEAR	6,176,094	6,176,094

# W.C. and A.N. Miller Development Company 2012/2013 Cash Flow Statement **Summary**

	O	ctober 2012 Actual	October 2012 Budget	October 2012 Variance	October 2011 Actual	Year to Date Actual	Year to Date Budget	Year to Date Variance	Year to Date Prior Year
Rental Activities Rent Income Rent Expenses Real Estate Taxes Amortization/Depreciation Debt Service - Interest	\$	1,255,393.67 (323,710.45) (113,437.55) (176,011.72) (394,664.15)	1,282,591.00 (373,760.00) (113,310.00) (163,335.00) (381,444.00)	(27,197.33) 50,049.55 (127.55) (12,676.72) (13,220.15)	1,180,840.75 (304,093.39) (109,827.61) (167,325.40) (421,012.61)	1,255,393.67 (323,710.45) (113,437.55) (176,011.72) (394,664.15)	1,282,591.00 (373,760.00) (113,310.00) (163,335.00) (381,444.00)	(27,197.33) 50,049.55 (127.55) (12,676.72) (13,220.15)	1,180,840.75 (304,093.39) (109,827.61) (167,325.40) (421,012.61)
Net Rental Income		247,569.80	250,742.00	(3,172.20)	178,581.74	247,569.80	250,742.00	(3,172.20)	178,581.74
<b>Total Operating Expenses</b>	\$	88,642.22	74,725.01	13,917.21	99,042.75	88,642.22	74,725.01	13,917.21	99,042.75
<b>Total Other Income and Expenses</b>	\$	754.12	1,593.95	(839.83)	928.27	754.12	1,593.95	(839.83)	928.27
Net Income	\$	159,681.70	177,610.94	(17,929.24)	80,467.26	159,681.70	177,610.94	(17,929.24)	80,467.26
Total Adjustment to Reconcile Net Income to Cash	\$	187,269.98	317,437.20	(130,167.22)	96,502.08	187,269.98	317,437.20	(130,167.22)	96,502.08
Net Cash provided from Operations	\$	346,951.68	495,048.14	(148,096.46)	176,969.34	346,951.68	495,048.14	(148,096.46)	176,969.34
Increase or (Decrease) in Long Term Debt	\$ 4	1,444,459.37	4,401,168.61	(278,263.68)	(105,822.00)	4,444,459.37	4,401,168.61	(278,263.68)	(105,822.00)
Net Increase (Decrease) in Cash (Free Cash Flow)	\$ 4	4,791,411.05	4,896,216.75	(426,360.14)	71,147.34	4,791,411.05	4,896,216.75	(426,360.14)	71,147.34
Shareholder Dividend	\$	(50,000.00)	(50,000.00)	-	-	(50,000.00)	(50,000.00)	-	-
Cash Balance at Beginning of Period Increase (Decrease) in Cash during Period		1,434,683.07 4,741,411.05	1,434,683.07 4,846,216.75	(104,805.70)	2,563,644.63 71,147.34	1,434,683.07 4,741,411.05	1,434,683.07 4,846,216.75	(104,805.70)	2,563,644.63 71,147.34
Cash at End of Period	\$ (	6,176,094.12	6,280,899.82	(104,805.70)	2,634,791.97	6,176,094.12	6,280,899.82	(104,805.70)	2,634,791.97

#### W.C. and A.N. Miller Development Company 2012/2013 Cash Flow Statement Comparison

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	October 2012	October 2012	October 2012	October 2011	Year to Date	Year to Date	Year to Date	Year to Date
	Actual	Budget	Variance	Actual	Actual	Budget	Variance	Prior Year
Daniel Author								
Rental Activities Rent Income	\$ 1,255,393.67	1,282,591.00	(27,197.33)	1,180,840.75	1,255,393.67	1,282,591.00	(27,197.33)	1,180,840.75
Rent Expenses	(323,710.45)	(373,760.00)	50,049.55	(304,093.39)	(323,710.45)	(373,760.00)	50,049.55	(304,093.39)
Real Estate Taxes	(113,437.55)	(113,310.00)	(127.55)	(109,827.61)	(113,437.55)	(113,310.00)	(127.55)	(109,827.61)
Amortization/Depreciation	(176,011.72)	(163,335.00)	(12,676.72)	(167,325.40)	(176,011.72)	(163,335.00)	(12,676.72)	(167,325.40)
Debt Service - Interest	(394,664.15)	(381,444.00)	(13,220.15)	(421,012.61)	(394,664.15)	(381,444.00)	(13,220.15)	(421,012.61)
Net Rental Income	247,569.80	250,742.00	(3,172.20)	178,581.74	247,569.80	250,742.00	(3,172.20)	178,581.74
Operating Expenses								
Bank Charges	24.19	25.00	(0.81)	(10.00)	24.19	25.00	(0.81)	(10.00)
Computer Consultant	800.00	800.00	-	800.00	800.00	800.00	0.00	800.00
Computer Supplies		-	-		-	-	0.00	-
<b>Executive Compensation</b>	21,000.00	22,916.67	(1,916.67)	18,000.00	21,000.00	22,916.67	(1,916.67)	18,000.00
<b>Executive Bonus</b>		-	-		-	-	0.00	-
Office Administration	8,500.00	8,500.00	-	6,000.00	8,500.00	8,500.00	0.00	6,000.00
Payroll Burden	954.75	900.00	54.75	459.00	954.75	900.00	54.75	459.00
Equipment Rental	549.37	600.00	(50.63)	729.28	549.37	600.00	(50.63)	729.28
General Insurance	7,002,40	-	-	4 005 55	7 002 40	-	0.00	-
Legal - General	7,993.19	5,000.00	2,993.19	1,965.55	7,993.19	5,000.00	2,993.19	1,965.55
Legal - Loans/Lenders	14,647.90		- 14,647.90	33,836.71	- 14,647.90	-	0.00 14,647.90	- 33,836.71
Legal - Haymount  Benefits	1,595.10	2,833.34	(1,238.24)	1,498.00	1,595.10	2,833.34	(1,238.24)	1,498.00
Management Meals	364.21	300.00	64.21	616.99	364.21	300.00	64.21	616.99
Offices Supplies	433.93	500.00	(66.07)	661.31	433.93	500.00	(66.07)	661.31
Other Taxes and Licenses	133.33	300.00	-	1,405.01	-	-	0.00	1,405.01
Other Real Estate Taxes			_	1, 100101	_	_	0.00	-
Public Relations			-		-	-	0.00	-
Postage	444.26	375.00	69.26	290.20	444.26	375.00	69.26	290.20
Accounting	245.00	750.00	(505.00)	180.00	245.00	750.00	(505.00)	180.00
Promotion & Entertainment	1,541.40		1,541.40	508.00	1,541.40	-	1,541.40	508.00
Internal Control Audit/Review			-		-	-	0.00	-
Audit and Tax Returns			-	9,122.75	-	-	0.00	9,122.75
Rent	6,831.27	7,500.00	(668.73)	7,204.69	6,831.27	7,500.00	(668.73)	7,204.69
Telephone	650.36	425.00	225.36	394.31	650.36	425.00	225.36	394.31
Management Travel	2,059.78	3,000.00	(940.22)	1,216.13	2,059.78	3,000.00	(940.22)	1,216.13
Payroll Processing Fees	507.51	300.00	207.51	164.82	507.51	300.00	207.51	164.82
Board of Directors Fees	19,500.00	19,500.00	-	13,500.00	19,500.00	19,500.00	0.00	13,500.00
Shareholders Annual Meeting			-		-	-	0.00	-
Board Travel and Meals		F00.00	- (F00.00)	E00.00	-	-	0.00	-
Charitable Contributions  Total Operating Expenses	88,642.22	500.00 74,725.01	(500.00) 13,917.21	500.00 99,042.75	88,642.22	500.00 74,725.01	(500.00)	500.00 99,042.75
r	/-	,	-,	,-	,-	,	-,	/-

	October 2012	October 2012	October 2012	October 2011	Year to Date	Year to Date	Year to Date	Year to Date
	Actual	Budget	Variance	Actual	Actual	Budget	Variance	Prior Year
Net Operating Income	158,927.58	176,016.99	(17,089.41)	79,538.99	158,927.58	176,016.99	(17,089.41)	79,538.99
Other Income and Expenses Miscellaneous Income Unamortized Loan Fee's Accrued Interest HLP LOC Deferred Tax Expense Gain/Loss Sale of Asset Pr Yr Adj - 2007 Pay Tax Liability								
Interest Income	754.12	1,593.95	(839.83)	928.27	754.12	1,593.95	(839.83)	928.27
<b>Total Other Income and Expenses</b>	754.12	1,593.95	(839.83)	928.27	754.12	1,593.95	(839.83)	928.27
Net Income	159,681.70	177,610.94	(17,929.24)	80,467.26	159,681.70	177,610.94	(17,929.24)	80,467.26
Adjustments to reconcile net income to net cash provided by Operations								
Amortization/Depreciation Accounts receivable Required Building Improvements Outland Building Improvements	165,803.67 108,228.95 (14,990.83)	163,335.00	2,468.67 108,228.95 (14,990.83)	167,325.40 24,786.21 (29,413.10)	165,803.67 108,228.95 (14,990.83)	163,335.00 - -	2,468.67 108,228.95 (14,990.83)	167,325.40 24,786.21 (29,413.10)
Optional Building Improvements Tenant Improvements Leasing Commission	(7,744.76) (52,561.41)	(350.00)	(7,394.76) (52,561.41)	(13,008.39)	(7,744.76) (52,561.41)	(350.00)	(7,394.76) (52,561.41)	(13,008.39) -
Notes Receivable Real Estate Tax Escrows Escrow Fund Release	3,759.38 (55,619.23)	3,745.00 (76,521.00)	14.38 20,901.77 -	1,728.18 (63,427.52)	3,759.38 (55,619.23)	3,745.00 (76,521.00)	14.38 20,901.77 -	1,728.18 (63,427.52)
Accrued Real Estate Taxes Real-estate Tax Payments	74,645.00	113,310.00	(38,665.00)	72,786.00	74,645.00	113,310.00	(38,665.00)	72,786.00
Accrued Expenses 2007 Payroll tax payment Springvale Meadows expense	(215,978.91)		(215,978.91) - -	(42,600.06) (11,000.00)	(215,978.91) - -	- - -	(215,978.91) - -	(42,600.06) (11,000.00) -
Minority Interest Prepaid Expenses Prepaid Real Estate Taxes	(119.97) (16,233.90) 38,792.55		(119.97) (16,233.90) 38,792.55	(69.75) 38,810.34	(119.97) (16,233.90) 38,792.55	- - -	(119.97) (16,233.90) 38,792.55	(69.75) 38,810.34 -
Prepaid Insurance Accounts Payable Security Deposits	6,478.88 (39,916.46) (8,115.00)		6,478.88 (39,916.46) (8,115.00)	5,781.24 1,026.86 16,630.21	6,478.88 (39,916.46) (8,115.00)	- - -	6,478.88 (39,916.46) (8,115.00)	5,781.24 1,026.86 16,630.21
Prepaid RE Tax Income Prepaid Rent Income	81,975.77	C00 000 00	- 81,975.77	(72,853.54)		-	- 81,975.77	- (72,853.54)
Security Deposit on refinance Deferred Loan Charges Deferred Tax Asset	600,000.00	600,000.00	- - -		600,000.00 - -	600,000.00	- - -	- - -
Closing cost for refinance Total Adjustments	(481,133.75) 187,269.98	(486,081.80) 317,437.20	4,948.05 (130,167.22)	96,502.08	(481,133.75) 187,269.98	(486,081.80) 317,437.20	4,948.05 (130,167.22)	96,502.08

	October 2012 Actual	October 2012 Budget	October 2012 Variance	October 2011 Actual	Year to Date Actual	Year to Date Budget	Year to Date Variance	Year to Date Prior Year
Net Cash provided from Operations	346,951.68	495,048.14	(148,096.46)	176,969.34	346,951.68	495,048.14	(148,096.46)	176,969.34
Increase or (Decrease) in Long Term Debt	4,444,459.37	4,401,168.61	(278,263.68)	(105,822.00)	4,444,459.37	4,401,168.61	(278,263.68)	(105,822.00)
Net Increase (Decrease) in Cash (FREE CASH FLOW)	4,791,411.05	4,896,216.75	(426,360.14)	71,147.34	4,791,411.05	4,896,216.75	(426,360.14)	71,147.34
Shareholder Dividend	(50,000.00)	(50,000.00)	-	-	(50,000.00)	(50,000.00)	-	-
Cash Balance at Beginning of Period	1,434,683.07	1,434,683.07	-	2,563,644.63	1,434,683.07	1,434,683.07	-	2,563,644.63
Increase (Decrease) in cash during period	4,741,411.05	4,846,216.75	(104,805.70)	71,147.34	4,741,411.05	4,846,216.75	(104,805.70)	71,147.34
Cash at End of Period	6,176,094.12	6,280,899.82	(104,805.70)	2,634,791.97	6,176,094.12	6,280,899.82	(104,805.70)	2,634,791.97

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# W.C. and A.N. Miller Development Company 2012/2013 Cash Flow Statement

# CONSOLIDATED CASH FLOW STATEMENT

	October Actual	November Budget	December Budget	January Budget	February Budget	March Budget	April Budget	May Budget	June Budget	July Budget	August Budget	September Budget	Total Budget 2012/2013	Total Actual 2011/2012	Difference Budget v Actual
Dontal Activities															
Rental Activities Rent Income	\$ 1.255.393.67	\$ 1,292,122.00 \$	5 1.275.767.00 \$	1.278.813.00 \$	1.318.764.00 \$	1 488 870 00 \$	1.335.539.00 \$	1.357.250.00 \$	1.419.913.00 \$	1.491.078.00 \$	1,362,176.00 \$	1.507.802.00	\$ 16.383.487.67 \$	15,179,456.10	\$ 1,204,031.57
Rent Expenses	, , , , , , , , , , , , , , , , , , , ,	) \$ (423,723.00) \$	, ,	(392,441.00) \$	1,510,701.00 0	1,100,070.00 \$	(355,871.00) \$	,,	, .,	, . ,		, ,			
Real Estate Taxes		) \$ (113,310.00) \$	, , , , , ,	(113,310.00) \$		()	(,,	( ) )	(	()	(, , -	( / /- /			, , ,
Amortization/Depreciation		) \$ (163,335.00) \$		(163,335.00) \$	, ,					(163,335.00) \$			* * * * * * * * * * * * * * * * * * * *		, , ,
Debt Service - Interest		) \$ (382,921.00) \$	. , , , .	(381,981.00) \$	, , , , ,	, , , , ,	, , , , ,		. , , , .			, , ,			
Net Rental Income	\$ 247,569.80	\$ 208,833.00 \$	244,794.00 \$	227,746.00 \$	289,502.00 \$	456,746.00 \$	322,483.00 \$	320,100.00 \$	415,740.00 \$	496,571.00 \$	356,912.00 \$	533,447.00	\$ 4,120,443.80 \$	2,604,885.36	\$ 1,515,558.44
Revenues															
Sales(Lots and Homes) Cost of Sales															
Gross Profit	\$ 247,569.80	\$ 208,833.00 \$	244,794.00 \$	227,746.00 \$	289,502.00 \$	456,746.00 \$	322,483.00 \$	320,100.00 \$	415,740.00 \$	496,571.00 \$	356,912.00 \$	533,447.00	\$ 4,120,443.80 \$	2,604,885.36	\$ 1,515,558.44
Operating Expenses															
Bank Charges	\$ 24.19	\$ 25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00 \$	25.00	\$ 299.19 \$	120.48	\$ 178.71
Computer Consultant	\$ 800.00	\$ 800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00 \$	800.00	\$ 9,600.00 \$	14,525.00	\$ (4,925.00)
Computer Supplies	\$ -												\$ - \$	2,213.66	\$ (2,213.66)
Executive Compensation	\$ 21,000.00	\$ 22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67 \$	22,916.67			\$ 21,083.37
Executive Bonus (2011/2012 Fiscal Year)		\$ 100,000.00											\$ 100,000.00 \$	40,000.00	\$ 60,000.00
Office Administration	\$ 8,500.00	,	8,500.00 \$	8,500.00 \$	8,500.00 \$	8,500.00 \$	8,500.00 \$	8,500.00 \$	8,500.00 \$	- ,		- ,			
Payroll Burden	\$ 954.75		1,600.00 \$	3,400.00 \$	2,400.00 \$			2,200.00 \$	1,200.00 \$		900.00 \$			· · · · · · · · · · · · · · · · · · ·	
Equipment Rental	\$ 549.37		600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00 \$	600.00			
General Insurance		\$ 25,000.00											\$ 25,000.00 \$		
Legal - General	\$ 7,993.19	\$ 5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00 \$	5,000.00		· · · · · · · · · · · · · · · · · · ·	
Legal - Loans/Lenders	¢ 14.647.00	d	50,000,00	¢.	50,000,00	¢	¢.	25 000 00					\$ - \$		
Legal - Haymount Benefits	\$ 14,647.90 \$ 1,595.10		50,000.00 5 2.833.34 \$	\$ 2,833.34 \$	50,000.00 2.833.33 \$	2.833.33 \$	- \$ 2.833.33 \$	25,000.00 2.833.33 \$	2,833.33 \$	2.833.33 \$	2,833.33 \$	2,833.33	\$ 139,647.90 \$ \$ 32,761.76 \$		
Management Meals	\$ 1,393.10 \$ 364.21	, ,	,	2,833.34 \$ 300.00 \$	300.00 \$	,	,	300.00 \$	2,833.33 \$ 300.00 \$			,			
Offices Supplies	\$ 433.93			500.00 \$	500.00 \$		500.00 \$	500.00 \$	500.00 \$		500.00 \$				
Dues and Subscriptions	ψ +33.73	φ 500.00 4	500.00 ψ	300.00 φ	300.00 ψ	300.00 ψ	300.00 ¢	300.00 ψ	500.00 φ	300.00 ψ	300.00 φ	500.00	\$ - \$	,	* * * * * * * * * * * * * * * * * * * *
Other Taxes and Licenses		\$ 2,500.00	\$	10.00 \$	200.00 \$	10.00 \$	300.00 \$	600.00					\$ 3,620.00 \$		, ,
Other Real Estate Taxes		9 2,500.00	2.800.00	10.00 φ	200.00 \$	10.00 φ	200.00	\$	2,800.00				\$ 5,600.00 \$		
Public Relations			,					·	,				\$ - \$	· · · · · · · · · · · · · · · · · · ·	
Postage	\$ 444.26	\$ 375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00 \$	375.00	\$ 4,569.26 \$	4,748.54	\$ (179.28)
Accounting	\$ 245.00	\$ 750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00 \$	750.00	\$ 8,495.00 \$	4,378.38	\$ 4,116.62
Promotion & Entertainment	\$ 1,541.40												\$ 1,541.40 \$	2,903.80	\$ (1,362.40)
Internal Control Audit/Review		\$	6,000.00										\$ 6,000.00 \$	4,315.00	\$ 1,685.00
Audit and Tax Returns		\$	51,000.00										\$ 51,000.00 \$	45,507.63	\$ 5,492.37
Rent	\$ 6,831.27	\$ 7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00 \$	7,500.00	\$ 89,331.27 \$		\$ (149,055.91)
Telephone	\$ 650.36		425.00 \$	425.00 \$	425.00 \$	425.00 \$	425.00 \$	425.00 \$	425.00 \$		425.00 \$			· · · · · · · · · · · · · · · · · · ·	\$ 712.97
Management Travel	\$ 2,059.78			3,000.00 \$	3,000.00 \$	3,000.00 \$	3,000.00 \$	3,000.00 \$	3,000.00 \$		3,000.00 \$	3,000.00			
Payroll Processing Fees	\$ 507.51			300.00 \$	300.00 \$	300.00 \$	300.00 \$	300.00 \$	300.00 \$		300.00 \$				
Board of Directors Fees	\$ 19,500.00	\$ 19,500.00 \$	5 19,500.00 \$	19,500.00 \$	17,000.00 \$	17,000.00 \$	17,000.00 \$	17,000.00 \$	17,000.00 \$	17,000.00 \$	17,000.00 \$	17,000.00		· · · · · · · · · · · · · · · · · · ·	
Shareholders Annual Meeting		4 10 000 00	4	\$	7,000.00	\$	-		do .	10.000.00			\$ 7,000.00 \$		
Board Travel and Meals		\$ 10,000.00	\$	10,000.00		\$	10,000.00		\$	10,000.00			\$ 40,000.00 \$	· · · · · · · · · · · · · · · · · · ·	
Repairs and Maintenance Charitable Contributions	¢	s - s	φ.	500.00 ¢	¢	- \$	500 00 ¢	¢	¢	500 00 ¢	- \$		\$ - \$ \$ 1,500.00 \$		, ,
Total Operating Expenses	\$ - \$ 88,642.22	\$ - <u>\$</u> \$ 211,725.01 \$	, <u> </u>	500.00 \$ 87,235.01 \$	- <u>\$</u> 130,425.00 \$		500.00 \$ 83,825.00 \$	98,625.00 \$			Ψ		- <del></del>	· · · · · · · · · · · · · · · · · · ·	·
Net Operating Income	\$ 158,927.58	\$ (2,892.01) \$	59,168.99 \$	140,510.99 \$	159,077.00 \$	383,711.00 \$	238,658.00 \$	221,475.00 \$	340,915.00 \$	414,346.00 \$	285,187.00 \$	461,722.00	\$ 2,860,806.55 \$	1,115,404.76	\$ 1,745,401.79
Other Income and Expenses Miscellaneous Income Unamortized Loan Fee's															
Accrued Interest HLP LOC													\$ - \$	245,673.63	\$ (245,673.63)
Deferred Tax Expense													\$ - \$		
Gain/Loss Sale of Asset													\$ - \$		
Pr Yr Adj - 2007 Pay Tax Liability													\$ - \$	(13,878.85)	\$ 13,878.85
Interest Income	\$ 754.12	\$ 5,144.69	5,104.17 \$	3,982.97 \$	3,711.09 \$	3,727.51 \$	3,783.22 \$	3,981.09 \$	3,764.87 \$	3,844.43 \$	4,194.45 \$	4,399.30	\$ 46,391.90	4,237.80	\$ 42,154.10
<b>Total Other Income and Expenses</b>	\$ 754.12	\$ 5,144.69 \$	5,104.17 \$	3,982.97 \$	3,711.09 \$	3,727.51 \$	3,783.22 \$	3,981.09 \$	3,764.87 \$	3,844.43 \$	4,194.45 \$	4,399.30	\$ 46,391.90 \$	178,464.75	\$ (132,072.85)
Net Income	\$ 159,681.70	\$ 2,252.68 \$	64,273.16 \$	144,493.96 \$	162,788.09 \$	387,438.51 \$	242,441.22 \$	225,456.09 \$	344,679.87 \$	418,190.43 \$	289,381.45 \$	466,121.30	\$ 2,907,198.45 \$	1,293,869.51	\$ 1,613,328.94

	October Actual	November Budget	December Budget	January Budget	February Budget	March Budget	April Budget	May Budget	June Budget	July Budget	August Budget	September Budget	Total Budget 2012/2013	Total Actual 2011/2012	Difference Budget v Actual
	Actual	Budget	Budget	Duuget	Duaget	Duuget	Dudget	Duuget	Duaget	Dudget	Duuget	Duuget	Dudget 2012/2013	Actual 2011/2012	Budget v Actuar
Cash Flow from Operating Activities															
Net Income	\$ 159,681.70	\$ 2,252.68	64,273.16 \$	144,493.96 \$	162,788.09 \$	387,438.51 \$	242,441.22 \$	225,456.09 \$	344,679.87 \$	418,190.43 \$	289,381.45	\$ 466,121.30	\$ 2,907,198.45	\$ 1,293,869.51	\$ 1,613,328.94
Adjustments to reconcile net income to net cash provided by Operations															
Amortization/Depreciation	\$ 165,803.67	,	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00 \$	163,335.00	\$ 163,335.00	\$ 1,962,488.67		
Accounts receivable Required Building Improvements	\$ 108,228.95 \$ (14,990.83		\$ (47,237.00) \$	(276,532.00) \$	(32,300.00)	\$	(34,000.00)	\$	(55,000.00)				\$ 108,228.95 \$ (460,059.83)		
Optional Building Improvements	\$ (14,270.65	•	(47,237.00)	(270,332.00)	(32,300.00)	\$	. , ,	(380,000.00)	(55,000.00)	\$	(44,876.00)		\$ (430,376.00)		
Tenant Improvements	\$ (7,744.76	(61,211.00)	(156,474.00) \$	(201,785.00) \$	(158,790.00) \$	(33,235.00) \$	(7,310.00) \$	(120,608.00) \$	(108,000.00) \$	(41,635.00) \$			\$ (899,308.76)		\$ (573,850.77)
Leasing Commission	\$ (52,561.41	) \$ (39,558.00)	\$ (54,055.00) \$	(91,558.00) \$	(521.00) \$	(101,839.00) \$	(5,691.00) \$	(29,564.00) \$	(131,115.00) \$	(487.00) \$	. , ,				
Notes Receivable	\$ 3,759.38			-,	3,808.00 \$	-,	3,839.00 \$	3,856.00 \$	2,205.00 \$	2,222.00 \$	_,	\$ 2,255.00			
Real Estate Tax Escrows Escrow Fund Release	\$ (55,619.23	(76,521.00)	\$ (76,521.00) \$	(76,521.00) \$	(76,521.00) \$	143,581.00 \$	(76,521.00) \$	(76,580.00) \$	(76,580.00) \$	(76,580.00) \$	(76,580.00)	\$ 612,224.00		, ,	
Accrued Real Estate Taxes	\$ 74.645.00	\$ 113.310.00	§ 113.310.00 \$	113.310.00 \$	113.310.00 \$	113,310.00 \$	113.310.00 \$	113.310.00 \$	113.310.00 \$	114.880.00 \$	114.880.00	\$ 114.880.00	\$ - \$ 1,325,765.00		, ,
Real-estate Tax Payments	\$ 74,045.00	ф 113,310.00	р 113,510.00 ф	113,310.00 \$	\$ \$113,510.00 \$		113,310.00 \$	113,310.00 \$	113,310.00 \$	114,880.00 ф	,	\$ (916,567.00)			
Accrued Expenses	\$ (215,978.91	)			Ψ	(117,005.00)						¢ (>10,007.00)	\$ (215,978.91)	, ,	
2007 Payroll tax payment													\$ -	\$ (383,493.41)	\$ 383,493.41
Springvale Meadows expense													\$ -	\$ (147,995.78)	
Minority Interest	\$ (119.97	,											\$ (119.97)	, ,	
Prepaid Expenses	\$ (16,233.90	*											\$ (16,233.90)		
Prepaid Real Estate Taxes	\$ 38,792.55 \$ 6,478.88												\$ - \$ 6,478.88		
Prepaid Insurance Accounts Payable	\$ (39,916.46												\$ (39,916.46)		
Security Deposits	\$ (8,115.00	*											\$ (8,115.00)		
Prepaid RE Tax Income	\$ -	,											\$ -		, , ,
Prepaid Rent Income	\$ 81,975.77												\$ 81,975.77	\$ (142,382.10)	) \$ 224,357.87
Security Deposit on refinance	\$ 600,000.00												\$ 600,000.00	\$ (600,000.00)	\$ 1,200,000.00
Deferred Loan Charges													\$ -	. , ,	
Deferred Tax Asset	¢ (401 122 75	ν Φ.	<b>.</b>	¢.	ф	ф	¢	Φ.	¢.	ф		¢.	\$ - (491 122.75)		
Closing cost for refinance	\$ (481,133.75	<u> </u>				- \$	- \$	- \$	<del>_</del>	- \$	<del></del>	\$ -	\$ (481,133.75)		\$ (481,133.75)
Total Adjustments	\$ 187,269.98	\$ 103,115.00	(53,866.00) \$	(365,959.00) \$	12,321.00 \$	(158,888.00) \$	151,462.00 \$	(326,251.00) \$	(91,845.00) \$	161,735.00 \$	114,846.00	\$ (100,869.00)	\$ (405,721.57)	\$ (902,642.86)	) \$ 496,921.29
Net Cash provided from Operations	\$ 346,951.68	\$ 105,367.68	\$ 10,407.16 \$	(221,465.04) \$	175,109.09 \$	228,550.51 \$	393,903.22 \$	(100,794.91) \$	252,834.87 \$	579,925.43 \$	404,227.45	\$ 365,252.30	\$ 2,501,476.88	\$ 391,226.65	\$ 2,110,250.23
Cash Flows from Financing Activities															
Cardinal Bank (Spring Valley Retail)	\$ 14,444,000.78	\$ 14,426,098.60	\$ 14,406,196.71 \$	14,388,155.22 \$	14,370,038.38 \$	14,346,037.99 \$	14,327,745.25 \$	14,307,445.85 \$	14,288,991.94 \$	14,268,535.91 \$	14,249,919.49	\$ 14,231,225.33			
Guardian Life (Shops at Sumner Place)	\$ 30,000,000.00	\$ 29,957,388.00	\$ 29,914,631.00 \$	29,871,729.00 \$	29,828,682.00 \$	29,785,487.00 \$	29,742,146.00 \$	29,698,658.00 \$	29,655,022.00 \$	29,611,237.00 \$	29,567,304.00	\$ 29,523,221.00			
Key Bank Loan (Sumner Highland Apt)		\$ 17,218,363.94													
Teachers Loan (Spring Valley Office)	, , , , , , , , , , , , , , , , , , , ,	\$ 21,556,907.52	, , , , , , , , , , , ,	,- ,	, ,	,,	, -,	, -,	, ,	,,	, ,-	, , ,			
Haymount Mezz		\$ 8,250,229.83													
Total Long Term Debt	\$ 91,512,989.13	\$ 91,408,987.89	\$ 91,302,596.01 \$	91,197,672.20 \$	91,092,279.30 \$	90,980,604.70 \$	90,874,240.19 \$	90,765,469.02 \$	90,658,140.92 \$	90,548,405.83 \$	90,440,105.04	\$ 90,331,317.73			
Increase or (Decrease) in Long Term Debt	\$ 4,444,459.37	\$ (104,001.24)	\$ (106,391.88) \$	(104,923.81) \$	(105,392.90) \$	(111,674.60) \$	(106,364.51) \$	(108,771.17) \$	(107,328.10) \$	(109,735.09) \$	(108,300.79)	\$ (108,787.31)	\$ 3,262,787.97	\$ (1,320,188.21)	) \$ 4,582,976.18
Net Increase (Decrease) in Cash (FREE CASH FLOW)	\$ 4,791,411.05	\$ 1,366.44	(95,984.72) \$	(326,388.85) \$	69,716.19 \$	116,875.91 \$	287,538.71 \$	(209,566.08) \$	145,506.77 \$	470,190.34 \$	295,926.66	\$ 256,464.99	\$ 5,764,264.85	\$ (928,961.56)	) \$ 6,693,226.41
Shareholder Payments	\$ (50,000.00	(50,000.00)	\$ (1,250,000.00) \$	- \$	(50,000.00) \$	(50,000.00) \$	(50,000.00) \$	(50,000.00) \$	(50,000.00) \$	(50,000.00) \$	(50,000.00)	\$ (50,000.00)	\$ (1,750,000.00)	\$ (200,000.00)	) \$ (1,550,000.00)
Cash Balance at Beginning of Period	\$ 1.434.683.07	\$ 6.176.094.12	6.127,460.56 \$	4.781.475.84 \$	4.455.086.99 \$	4.474.803.18 \$	4.541.679.09 \$	4.779.217.80 \$	4.519.651.72 \$	4.615.158.49 \$	5.035,348.82	\$ 5.281.275.48	\$ 1,434,683.07	\$ 2,563,644,63	\$ (1,128,961.56)
Increase (Decrease) in cash during period	. , . ,	\$ (48,633.56)	, .,	, ,	,,	, . ,	,- ,	, ,	, ,	,,	- , ,-	, . ,	, , , , , , , , , , , , , , , , , , , ,		5,182,018.96
Cash at End of Period	\$ 6,176,094.12	\$ 6,127,460.56	\$ 4,781,475.84 \$	4,455,086.99 \$	4,474,803.18 \$	4,541,679.09 \$	4,779,217.80 \$	4,519,651.72 \$	4,615,158.49 \$	5,035,348.82 \$	5,281,275.48	\$ 5,487,740.47	\$ 5,487,740.47		\$ 4,053,057.40