DECEMBER 31, 2011 AND 2010

SHINING HOPE FOR COMMUNITIES, INC.

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Independent Auditors' Report

To the Board of Directors Shining Hope for Communities, Inc. New York, New York

We have audited the accompanying statements of financial position of Shining Hope for Communities, Inc. (the Organization) as of December 31, 2011 and 2010, and the related statements of activities, functional expenses and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. 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 audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Shining Hope for Communities, Inc., as of December 31, 2011 and 2010, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Blum, Stapino + Company, P.C.

November 14, 2012

SHINING HOPE FOR COMMUNITIES, INC. STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2011 AND 2010

	_	2011	_	2010
ASSETS				
Current Assets Cash and cash equivalents Contributions receivable, net Prepaid expenses Total current assets	\$	945,264 242,519 8,054 1,195,837	\$ _	390,579 31,239 - 421,818
Property and Equipment, Net		201,606	_	80,562
Total Assets	\$_	1,397,443	\$_	502,380
LIABILITIES AND NET ASSET	ΓS			
Current Liabilities Accrued liabilities	\$_	8,153	\$_	5,000
Net Assets Unrestricted: Designated Undesignated Total unrestricted net assets Temporarily restricted Total net assets	_	750,000 503,015 1,253,015 136,275 1,389,290	- -	375,000 102,469 477,469 19,911 497,380
Total Liabilities and Net Assets	\$_	1,397,443	\$_	502,380

SHINING HOPE FOR COMMUNITIES, INC. STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
Changes in Unrestricted Net Assets		
Revenues, gains and other support:		
Contributions	\$ 666,219	\$ 188,297
Foundation contributions	528,014	340,100
Sponsorships	41,428	18,425
Other income	10,369	5,373
Donated legal services	-	41,167
Net assets released from restriction	18,172	-
Total revenues, gains and other support	1,264,202	593,362
Expenses:		
Program services:		
Kibera School for Girls	125,144	22,183
Johanna Justin-Jinich Community Clinic	105,609	57,566
Shining Hope Community Center	70,738	10,417
Water and sanitation project	40,583	3,045
Research initiative project	31,588	4,978
Margaret's Safe Place Project	7,273	2,952
Total program services	380,935	101,141
Supporting services:		
General and administrative	66,865	64,540
Fund raising	40,856	8,277
Total supporting services	107,721	72,817
Total expenses	488,656	173,958
Increase in unrestricted net assets	775,546	419,404
Changes in Temporarily Restricted Net Assets		
Contributions	134,536	19,911
Net assets released from restriction	(18,172)	-
Total changes in temporarily restricted net assets	116,364	19,911
Increase in Net Assets	891,910	439,315
Net Assets - Beginning of Year	497,380	58,065
Net Assets - End of Year	\$ 1,389,290	\$ 497,380

SHINING HOPE FOR COMMUNITIES, INC. STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2011

	Program Services					Suppor	rting Services	<u> </u>			
		Johanna									
	Kibera	Justin-Jinich	Shining Hope	Water and	Research	Margaret's		General			
	School	Community	Community	Sanitation	Initiative	Safe Place		and	Fund		Grand
	for Girls	Clinic	Center	Project	Project	Project	Total	Administrative	Raising	Total	Total
Salaries with benefits and taxes	\$ 37,352	\$ 56,962 5	\$ 35,184 \$	5 14,317 \$	18,212	\$ 875 \$	162,902	\$ 25,467 \$	21,197 \$	46,664 \$	209,566
Repairs and maintenance	53,480	638	1,941	10,730	-	-	66,789	1,998	-	1,998	68,787
Professional fees	4,142	4,095	4,095	4,095	4,095	-	20,522	4,964	4,095	9,059	29,581
Travel	2,675	2,675	2,675	2,675	2,675	-	13,375	2,628	2,675	5,303	18,678
Rent	-	2,109	2,109	2,109	2,109	2,804	11,240	2,094	2,109	4,203	15,443
Occupancy and services	2,141	2,154	2,154	2,154	2,154	13	10,770	2,139	2,154	4,293	15,063
Meals and entertainment	5,635	2,277	1,761	168	329	1,771	11,941	2,040	260	2,300	14,241
Medical supplies	52	12,023	-	-	-	-	12,075	-	-	-	12,075
Marketing and promotions	846	712	879	484	10	529	3,460	897	6,235	7,132	10,592
Bank charges	577	577	577	577	577	-	2,885	6,912	577	7,489	10,374
Transportation	1,099	1,085	1,305	28	21	373	3,911	5,369	9	5,378	9,289
Program supplies	758	908	5,181	784	471	-	8,102	541	-	541	8,643
Office supplies	292	795	711	-	-	-	1,798	5,093	269	5,362	7,160
Program food	1,471	2,112	1,274	4	-	164	5,025	1,542	95	1,637	6,662
Uniforms	1,726	405	894	-	-	-	3,025	-	-	-	3,025
Insurance	427	427	427	427	427	-	2,135	424	427	851	2,986
Event and training costs	168	164	1,874	164	-	164	2,534	164	164	328	2,862
Classroom supplies	1,771	207	85	-	-	-	2,063	-	-	-	2,063
Utilities	67	96	96	96	96	29	480	95	96	191	671
Organizational dues	44	48	48	48	48	4	240	47	48	95	335
Miscellaneous expenses	6,503	12,724	7,220	665	364	547	28,023	3,847	446	4,293	32,316
Total expenses before depreciation	121,226	103,193	70,490	39,525	31,588	7,273	373,295	66,261	40,856	107,117	480,412
Depreciation	3,918	2,416	248	1,058			7,640	604	<u> </u>	604	8,244
Total	\$ 125,144	\$ 105,609 \$	5 70,738 \$	40,583 \$	31,588	\$ 7,273 \$	380,935	\$ 66,865 \$	40,856 \$	107,721 \$	488,656

SHINING HOPE FOR COMMUNITIES, INC. STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2010

Program Services					Suppo	rting Service	S					
	Justi Con	hanna n-Jinich nmunity Clinic	Kibera School for Girls	Shining Hope Community Center	Research Initiative Project	Margaret's Safe Place Project	Water and Sanitation Project	Total	General and Administrative	Fund Raising	Total	Grand Total
Salaries with benefits and taxes	\$	25,286	\$ 8,158	\$ 3,864 5	\$ 2,408 \$	\$ 113 \$	s 441 \$	40,270	\$ 4,156 \$	1,206 \$	5,362 \$	45,632
Professional fees		_	_	_	_	-	_	-	5,413	-	5,413	5,413
Travel		12,000	-	-	-	-	-	12,000	771	1,440	2,211	14,211
Rent		-	-	-	-	1,213	-	1,213	85	-	85	1,298
Occupancy and services		3,441	4,825	3,140	669	1,027	329	13,431	1,494	1,921	3,415	16,846
Meals and entertainment		643	4,089	83	691	583	31	6,120	79	852	931	7,051
Medical supplies		9,286	-	-	-	-	-	9,286	-	-	-	9,286
Bank charges		-	-	-	-	-	-	-	1,239	-	1,239	1,239
Transportation		231	524	467	985	16	134	2,357	580	429	1,009	3,366
Office supplies		147	1,301	100	225	-	3	1,776	2,249	2,429	4,678	6,454
Insurance		-	-	-	-	-	-	-	1,002	-	1,002	1,002
Classroom supplies		-	2,580	-	-	-	-	2,580	-	-	-	2,580
Organizational dues		6	64	525	-	-	131	726	923	-	923	1,649
Legal in-kind		-	-	-	-	-	-	-	41,167	-	41,167	41,167
Medications		5,148	383	-	-	-	-	5,531	-	-	-	5,531
Other		91	84	-				175	5,382		5,382	5,557
Total expenses before depreciation		56,279	22,008	8,179	4,978	2,952	1,069	95,465	64,540	8,277	72,817	168,282
Depreciation		1,287	175	2,238			1,976	5,676		<u> </u>		5,676
Total	\$	57,566	\$ 22,183	\$ 10,417	4,978	2,952	3,045 \$	101,141	\$ 64,540 \$	8,277 \$	72,817 \$	173,958

SHINING HOPE FOR COMMUNITIES, INC. STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	_	2011	-	2010
Cash Flows from Operating Activities				
Increase in net assets	\$	891,910	\$	439,315
Adjustments to reconcile increase in net assets to net cash				
provided by operating activities:				
Depreciation and amortization expense		8,244		5,676
(Increase) decrease in operating assets:				
Contributions receivable		(211,280)		(31,239)
Prepaid expenses		(8,054)		-
Other assets		-		3,667
Increase in operating liabilities:				
Accrued liabilities		3,153		5,000
Net cash provided by operating activities	-	683,973	-	422,419
Cash Flows from Investing Activities				
Purchase of property and equipment		(129,288)		(51,412)
Net cash used in investing activities	-	(129,288)	-	(51,412)
Net Increase in Cash and Cash Equivalents		554,685		371,007
Cash and Cash Equivalents - Beginning of Year	_	390,579	-	19,572
Cash and Cash Equivalents - End of Year	\$_	945,264	\$	390,579

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization - Shining Hope for Communities, Inc. (the Organization) was incorporated in 2009 as a not-for-profit organization with the primary mission to empower local, marginalized communities throughout the world to formulate their own solutions by providing those communities with the skills, tools and resources necessary for sustainable solutions. The Organization combats intergenerational cycles of poverty and gender inequality by linking tuition-free schools for girls to essential social services for all through a holistic, community-driven approach in the Kibera slum of Nairobi, Kenya.

Basis of Presentation - The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified and reported as follows:

Unrestricted Net Assets - Unrestricted net assets represent available resources other than donor-restricted contributions. These resources may be expended at the discretion of the Board of Directors. The Organization's undesignated net assets are primarily available for support of general operations. The Board of Directors has designated unrestricted net assets for the Shining Hope Fund for the primary purpose of ensuring continued growth of the Kibera School for Girls. It is also the objective of the Board of Directors to utilize these resources to ensure that the Organization will be able to uphold the commitments made to the students and Kibera community in a sustainable way.

Temporarily Restricted Net Assets - Temporarily restricted net assets represent contributions that are restricted by the donor as to purpose or time of expenditure.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

Cash and Cash Equivalents - Cash equivalents are defined as highly liquid investments with original maturities of 90 days or less. The Organization maintains deposits in financial institutions that may, at times, exceed federal depository insurance limits. Management believes that the Organization's deposits are not subject to significant credit risk.

Property and Equipment - Property and equipment acquisitions and improvements thereon that exceed \$300 are capitalized at cost and depreciated on a straight-line basis over their estimated useful lives. Repairs and maintenance are charged to expense as incurred.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Contributions - Unconditional contributions, including foundation grants, are recognized when pledged or received, as applicable, and are considered to be available for unrestricted use unless specifically restricted by the donor. 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 net assets released from restrictions. Contributions received whose restrictions are met in the same period are presented with unrestricted net assets. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Donated Services - Contributed services are recognized in the financial statements if they enhance nonfinancial assets or require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation. General volunteer services do not meet these criteria for recognition. However, many volunteers have donated significant amounts of time in supporting the Organization's mission.

Functional Allocation of Expenses - The costs of providing the various programs and other activities have been reported on a functional basis in the statements of activities and functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefitted.

Income Taxes - The Organization is exempt from federal and state income taxes as a public charity under Section 501(c)(3) of the Internal Revenue Code. The Organization's informational returns for the years ended December 31, 2009 through December 31, 2011 are subject to examination by the Internal Revenue Service and the State of Connecticut.

Subsequent Events - In preparing these financial statements, management has evaluated subsequent events through November 14, 2012, which represents the date the financial statements were available to be issued.

NOTE 2 - CONTRIBUTIONS RECEIVABLE

Unconditional contributions receivable as of December 31, 2011 and 2010, are expected to be collected as follows:

	_	2011		2010
Receivable in less than one year Receivable in one to five years	\$	213,719 30,000	\$	31,239
Total contributions receivable	_	243,719	= ,	31,239
Less discounts to net present value	_	1,200	= .	
Net Contributions Receivable	\$_	242,519	\$	31,239

Contributions receivable in more than one year are discounted at 2% as of December 31, 2011.

NOTE 3 - PROPERTY AND EQUIPMENT

A summary of property and equipment at December 31, 2011 and 2010, is as follows:

	_	2011		2010
Land	\$	2,537	\$	2,537
Furniture and fixtures		4,591		-
Equipment		23,904		16,028
Buildings and improvements		68,073		68,072
Construction in progress	_	116,820	_	-
		215,925		86,637
Less accumulated depreciation	_	14,319		6,075
Net Property and Equipment	\$_	201,606	\$_	80,562

Depreciation expense for the years ended December 31, 2011 and 2010, totaled \$8,244 and \$5,676, respectively. Total capital outlay for the purchase of property and equipment for the years ended December 31, 2011 and 2010, was \$129,288 and \$51,412, respectively.

Construction in progress as of December 31, 2011 relates to the construction of a new building for the Kibera School for Girls as well as a safe drinking water tower and kiosk. It is anticipated that the projects will be completed by December 31, 2012.

NOTE 4 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets as of December 31, 2011 and 2010, are available for the following purposes or time periods:

	_	2011		2010
Sustainable growth and expansion	\$	128,800	\$	-
Disaster relief		5,736		-
Other projects		1,739		963
Kibera School for Girls		-		14,124
Margaret's Safe Place Project		-		4,048
Community health workers	_	-		776
Total Temporarily Restricted Net Assets	\$_	136,275	\$_	19,911

NOTE 5 - NET ASSETS RELEASED FROM RESTRICTIONS

Net assets were released from restrictions by incurring expenses satisfying the following purpose restrictions for the years ended December 31, 2011 and 2010:

	 2011	· ·	2010
Kibera School for Girls Margaret's Safe Place Project	\$ 14,124 4,048	\$	- -
	\$ 18,172	\$	

NOTE 6 - DONATED LEGAL SERVICES

Donated legal services with an estimated value of \$41,167 were used in connection with drafting and reviewing the Organization's governing documents as of December 31, 2010. There were no services of this nature received as of December 31, 2011.

NOTE 7 - FOREIGN OPERATIONS

In connection with its mission, the Organization maintains facilities in the Kibera slum of Nairobi, Kenya, outside the United States. As of December 31, 2011 and 2010, assets in other countries, including cash and prepaid expenses, totaled \$28,927 and \$36,436; property and equipment, net of accumulated depreciation, amounted to \$201,606 and \$80,562; and liabilities in other countries were \$3,003, respectively. There were no outstanding liabilities in other countries as of December 31, 2010. Total overseas support and revenue received from foreign sources amounted to \$9,479 and \$4,230 for the years ended December 31, 2011 and 2010, respectively. Account balances relating to foreign operations are reflected in the financial statements in United States dollars.