(a Michigan nonprofit corporation)

FINANCIAL STATEMENTS

for the year ended December 31, 2014

MASON, KAMMERMANN & ROHRBACK, P.C. CERTIFIED PUBLIC ACCOUNTANTS CHARLEVOIX, MICHIGAN

CONTENTS

INDEPENDENT AUDITOR'S REPORT	1-2
STATEMENT OF FINANCIAL POSITION	3
STATEMENT OF ACTIVITIES	4
STATEMENT OF CASH FLOWS	5
NOTES TO FINANCIAL STATEMENTS	6-12
ADDITIONAL INFORMATION: SCHEDULE OF FINANCIAL POSITION BY FUND CLASSIFICATION	13-14
SCHEDULE OF ACTIVITIES BY FUND CLASSIFICATION	15-16

MASON, KAMMERMANN & ROHRBACK, P.C.

Certified Public Accountants

Velda K. Kammermann Todd P. Rohrback

Established 1988 www.northmicpa.com

Corey R. Bascom

June 1, 2015

INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees of Charlevoix County Community Foundation:

We have audited the accompanying financial statements of Charlevoix County Community Foundation (a nonprofit organization) which comprise the statement of financial position as of December 31, 2014, and the related statements of activities and cash flows for the year 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 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit 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 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 misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Foundation'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.

~ Boyne City ~ 109 Water Street Boyne City, MI 49712 p: 231-582-7211

~ Charlevoix ~ 110 Park Avenue Charlevoix, MI 49720 p: 231-547-4911 ~ Petoskey ~ 600 Charlevoix Avenue Petoskey, MI 49770 p: 231-348-6930 Charlevoix County Community Foundation Independent Auditor's Report June 1, 2015

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Charlevoix County Community Foundation as of December 31, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Charlevoix County Community Foundation's 2013 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated May 1, 2014. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2013, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the financial statements taken as a whole. Schedules listed as additional information in the table of contents are presented for purposes of additional analysis and are not a required part of the basic 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 audit 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.

Mason, Kammermann & Rohrback, P.C.

STATEMENT OF FINANCIAL POSITION

December 31, 2014

(with comparative totals as of December 31, 2013)

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	2014	2013
CURRENT ASSETS:		
Cash and cash equivalents	\$ 3,324,416	\$ 2,944,690
Pledges receivable (Note E)	31,500	26,700
Prepaid expenses	3,076	2,617
Total current assets	3,358,992	2,974,007
LONG-TERM ASSETS:		
Investments in marketable securities	26,730,861	25,666,292
Pledges receivable (Note E)	71,600	7,500
Other investment, land	44,585	44,585
Intangible asset, net accumulated amortization (Note G)	14,568	18,730
Land, building, furniture and equipment, net of accumulated depreciation (Note F)	479,556	497,801
Total assets	\$ 30,700,162	\$ 29,208,915
<u>LIABILITIES AND NET ASSETS</u>		
CURRENT LIABILITIES:		
Grants payable	\$ 552,504	\$ 277,306
Accounts payable and other		
accrued liabilities	12,204	12,681
Total current liabilities	564,708	289,987
OTHER LIABILITIES:		
Grants payable, long-term	17,250	17,000
Pass-through liabilities		
and special projects (Note K)	272,235	274,789
Funds held on behalf of agencies	1,741,561	1,578,460
Total liabilities	2,595,754	2,160,236
NET ASSETS:		
Unrestricted	675,667	647,926
Temporarily restricted for grant making	7,385,421	7,629,773
Permanently restricted for endowments	20,043,320	18,770,980
Total net assets	28,104,408	27,048,679
Total liabilities and net assets	\$ 30,700,162	\$ 29,208,915

STATEMENT OF ACTIVITIES

for the year ended December 31, 2014

(with comparative totals for the year ended December 31, 2013)

			2013		
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Total
REVENUES AND SUPPORT: Contributions Less gifts held on behalf	\$ 6,710	\$ 1,453,475	\$ 1,167,564	\$ 2,627,749	\$ 1,867,587
of agencies		134,569	5,275	139,844	87,843
Net contributions	6,710	1,318,906	1,162,289	2,487,905	1,779,744
Interest and dividends Rental income Net realized and unrealized	848,542 -	2,200	-	848,542 2,200	631,964 2,400
gains on investments Net assets released	(43,927)	-	-	(43,927)	3,275,602
from restrictions	1,455,407	(1,565,458)	110,051	-	
Total revenues and support	2,266,732	(244,352)	1,272,340	3,294,720	5,689,710
EXPENSES:					
Grants and scholarships	1,726,545	-	-	1,726,545	1,484,637
Administrative costs Charitable remainder	449,968	-	-	449,968	439,509
trusts distributions	62,478			62,478	53,111
Total expenses	2,238,991			2,238,991	1,977,257
Change in net assets	27,741	(244,352)	1,272,340	1,055,729	3,712,453
NET ASSETS, beginning of year	647,926	7,629,773	18,770,980	27,048,679	23,336,226
NET ASSETS, end of year	\$ 675,667	\$ 7,385,421	\$20,043,320	\$28,104,408	\$ 27,048,679

STATEMENT OF CASH FLOWS

for the year ended December 31, 2014

(with comparative totals as of December 31, 2013)

	2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	\$ 1,055,729	\$ 3,712,453
Adjustments to reconcile change in net assets		
to net cash provided (used) by operating activities:		
Noncash donations	(588,865)	(71,265)
Cash donations for endowments	(1,059,695)	(492,118)
Depreciation and amortization	22,407	13,587
Realized gains on sales of investments	(491,665)	(523,121)
Net unrealized (gains) losses on investments	535,592	(2,752,481)
Decrease (increase) in pledges receivable	(68,900)	33,062
Decrease (increase) in prepaid expenses	(459)	1,320
Decrease in accounts payable and		
other accrued liabilities	(477)	(6,818)
Decrease in pass-through liabilities and special projects	(2,554)	(9,102)
Increase in funds held on behalf of agencies	163,101	201,928
Increase in grants payable	275,448	46,058
Net cash flows provided (used) by operating activities	(160,338)	153,503
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of fixed and intangible assets	-	(420,484)
Retirement of leasehold improvements	_	18,223
Purchase of investments	(4,316,980)	(3,371,804)
Proceeds from sales of investments	3,689,480	3,037,342
Net cash flows used by investing activities	(627,500)	(736,723)
CASH FLOWS FROM FINANCING ACTIVITIES,		
Donations for endowments	1,167,564	563,383
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	379,726	(19,837)
CASH AND CASH EQUIVALENTS, beginning of year	2,944,690	2,964,527
CASH AND CASH EQUIVALENTS, end of year	\$ 3,324,416	\$ 2,944,690

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE A - NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES:

Nature of Activities

The Charlevoix County Community Foundation was incorporated as a Michigan nonprofit corporation on December 4, 1991. The Foundation's purpose is to manage various unrestricted, temporarily restricted and permanently restricted endowment funds. Income from these funds is used to support charitable organizations and activities primarily in the County of Charlevoix, Michigan. The Foundation is governed by a Board of Trustees representing each of the five school districts in Charlevoix County.

Basis of Accounting

Assets, liabilities, revenues and expenses are recognized on the accrual basis of accounting in accordance with generally accepted accounting principles.

Basis of Presentation

Financial statement presentation follows the recommendations of the Financial Accounting Standards Board in its Statement of Financial Accounting Standards (SFAS) No. 117, *Financial Statements of Not-for-profit Organizations*. Under SFAS No. 117, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted and permanently restricted net assets.

The financial statements include certain prior-year summarized comparative information in total but not by asset class. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Foundation's financial statements for the year ended December 31, 2013, from which the summarized information was derived.

Cash Equivalents

Cash and cash equivalents consist of bank accounts and investments with initial maturities of three months or less.

Fixed Assets

Property and equipment are recorded at cost for purchased items and estimated value on the date of donation for donated assets. Depreciation is recorded using the straight-line method based on the estimated life of the asset. The Foundation capitalizes property and equipment acquired in excess of \$1,000.

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE A - NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED):

Revenue Recognition

Contributions received are record as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. All donor-restricted contributions are reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a 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.

It is the Foundation's intent to honor donor instructions and stipulations regarding the use of gifts made to the Foundation. However, the Board has retained authority to vary the condition of any gift otherwise subject to donor-imposed conditions, if adherence to any such conditions or stipulations would, in the judgment of the Board, be unnecessary, incapable of fulfillment or inconsistent with the charitable needs of the communities served by the Foundation.

Income Tax Status

The Internal Revenue Service has determined that the Foundation qualifies as a public charity and is tax exempt under Section 501(c)(3) of the Internal Revenue Code. Also, the Foundation has received determination as "other than a private foundation" under Section 170(b)(1)(A)(vi) of the Internal Revenue Code.

Fund Administrative Fees

The Foundation charges a fee for management of each fund. Fees are charged quarterly and vary by type of fund ranging from 0 to 0.5 percent of the average quarterly market value.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that effect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Funds Held on Behalf of Agencies

The Foundation has adopted Statement of Financial Accounting Standard No. 136, *Transfers of Assets to a Not-for-Profit Organization or Charitable Trust that Raises or Holds Contributions for Others* (FAS 136). This statement establishes standards for transactions in which a community foundation accepts a contribution form a donor and agrees to transfer those assets, the return on investment of those assets or both to another entity that is specified by the donor.

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE A - NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED):

Funds Held on Behalf of Agencies (Continued)

FAS 136 guidelines state that if an organization establishes a fund at a community foundation with its own monies and specifies itself as the beneficiary of that fund, the community foundation must account for the transfer of such assets as a liability. The Foundation refers to such funds as agency or designated funds.

The Foundation maintains variance power and legal ownership of agency endowment funds and as such continues to report the funds as assets of the Foundation. However, in accordance with FAS 136, a liability has been established for the fair value of the funds, which is generally equivalent to the present value of future payments expected to be made to the organization.

The effect of this policy results in the reclassification of a portion of net assets to a liability entitled "funds held on behalf of agencies" found in the Statement of Financial Position.

NOTE B - DATE OF MANAGEMENT'S REVIEW:

In preparing the financial statements, the Organization has evaluated events and transactions for potential recognition or disclosures through June 1, 2015, the date the financial statements were available to be issued.

NOTE C - INVESTMENTS:

Investments are carried at estimated fair market value. Unrealized increases or decreases resulting in changes in market value of investments are included annually in the Statement of Activities. The Foundation's investments are held primarily by brokerage companies and consist of the following:

	MARKET VALUE	COST			
Mutual funds – equity Mutual funds – fixed income Hedge funds	\$21,818,982 3,506,710 1,405,169	\$16,807,817 3,553,739 1,161,056			
Totals	<u>\$26,730,861</u>	<u>\$21,522,612</u>			

The Statement of Activities reports interest and dividend income earned on investments plus interest earned on interest-bearing bank accounts. Investment income is reported net of management fees totaling \$40,246 for 2014.

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE D - FAIR VALUE MEASUREMENTS:

Financial Accounting Standards Board Codification 820.10 (FASB ASC 820.10) establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820.10 are described below:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Foundation has the ability to access.
- Level 2 Inputs to the valuation methodology include:
 - Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability;
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Fair values for mutual funds are determined by reference to quoted market prices and other relevant information by market transactions. Fair values for hedge funds are based on meaningful third-party transactions and comparable public market valuations.

At December 31, 2014, the Foundation's investments, measured on a recurring basis, are as follows:

	Level 1	Lev	el 2	Le	vel 3	Total		
Mutual funds - equity Mutual funds – fixed income Hedge funds	\$21,818,982 3,506,710	\$	- - -	\$ 1,40	- - 0 <u>5,169</u>	\$21,818,982 3,506,710 1,405,169		
Totals	\$25,325,692	<u>\$</u>	_	<u>\$1,40</u>	<u>05,169</u>	<u>\$26,730,861</u>		

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE D - FAIR VALUE MEASUREMENTS (CONTINUED):

Following is a summary of changes in Level 3 investments during the year.

\$ 2,192,919
243,674
(246,014)
, ,
(785,410)

Valuation, end of year

<u>\$ 1,405,169</u>

NOTE E - PLEDGES RECEIVABLE

As of December 31, 2014, the Foundation has received unconditional promises to give, consisting of pledges as follows:

2015	\$ 31,500
2016	25,600
2017	22,000
2018	22,000
2019	 2,000
Total	\$ 103,100

NOTE F - LAND, BUILDING, FURNITURE AND EQUIPMENT:

Fixed assets consist of the following at December 31, 2014:

Building and improvements	\$ 439,190
Office furnishings and equipment	<u>72,325</u>
	511,515
Less accumulated depreciation	(56,959)
·	454,556
Land	25,000
Total	<u>\$ 479,556</u>

Depreciation expense totaled \$18,245 for the year ended December 31, 2014.

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE G - INTANGIBLE ASSET:

The Foundation contracted the development of a new website totaling \$20,811 during 2013. The website is being amortized using the straight-line method over five years. Amortization expense totaled \$4,162 for the year ended December 31, 2014.

NOTE H - GRANTS PAYABLE:

Grants payable consist of grants approved for distribution and awarded, but not yet paid, to local nonprofit organizations or individual scholarship recipients. Amounts payable are scheduled as follows:

2015	\$ 552,504
2016	<u>17,250</u>
Total	\$ 569,754

NOTE I - EMPLOYEE RETIREMENT PLAN:

The Foundation has adopted a tax sheltered annuity plan. The plan provides retirement benefits for all employees and is a defined contribution retirement plan. For 2014, the Foundation's contributions to the plan totaled 5 percent of compensation and aggregated \$12,040 for the year. Employees, at their option, may make contributions to the plan.

NOTE J - CONCENTRATION OF CREDIT RISK:

Financial instruments that potentially subject the Foundation to a significant concentration of credit risk consist primarily of cash and investments. Cash is deposited in banks and brokerage accounts with satisfactory credit ratings.

At December 31, 2014, management believes any credit risk associated with cash is minimal even though cash in bank exceeds the FDIC insurance limit by approximately \$1,814,782. The Foundation's cash balances are maintained at the level deemed appropriate by management for near-term grant making and pass-through funding for special projects, as described in Note K.

Investments are subject to market fluctuations but are spread among a number of different investments in order to minimize risk. At December 31, 2014, investments were in mutual funds funded with corporate bonds and common stock issues. No one investment class comprises more than 80 percent of total investments.

NOTES TO FINANCIAL STATEMENTS

for the year ended December 31, 2014

NOTE K - PASS-THROUGH LIABILITIES, SPECIAL PROJECTS:

Several nonprofit organizations are presently working on capital campaigns or special projects. The Foundation has agreed to receive contributions on behalf of these activities and disburse them upon adequate funding for appropriate costs. These contributions are recorded as pass-through liabilities.

NOTE L - SPLIT-INTEREST AGREEMENTS:

The Foundation is the trustee for charitable remainder unitrusts included in investments with a market value of \$1,302,619. The Foundation is to pay 5 percent of the value of the trusts from the income of the assets and the principal, if needed. Upon the deaths of the income beneficiaries, the Foundation receives all assets remaining in the trusts.

CHARLEVOIX COUNTY COMMUNITY FOUNDATION SCHEDULE OF FINANCIAL POSITION BY FUND CLASSIFICATION

December 31, 2014

Total	\$ 3,324,416 31,500 -	3,358,992	26,730,861 71,600 44,585	14,568	479,556	\$30,700,162	\$ 552,504	12,204	564,708	17,250	272,235 1,741,561	2,595,754	675,667	7,385,421 20,043,320	28,104,408	\$ 30,700,162
Eliminations	. (117,113)	(117,113)	1 1 1	ı	ı	\$ (117,113)		(117,113)	(117,113)	1	1 1	(117,113)	ı	1 1		\$ (117,113)
Operations	\$ 65,518 - 117,113 3,076	185,707	1 1 1	14,568	- 1	\$ 679,831	ı ₩	4,164	4,164	ı	1 1	4,164	675,667	1 1	675,667	\$ 679,831
Unrestricted	\$ 48,483	48,483	2,046,165	1	1	\$ 2,094,648	\$ 16,445	3,240	19,685	t	f 1	19,685	•	774,099	2,074,963	\$ 2,094,648
Scholarships	\$ 699,051	719,151	4,600,617	ı		\$ 5,379,868	\$ 15,224	22,300	37,524	ı	1 1	37,524	i	1,109,452	5,342,344	\$ 5,379,868
Organizational Endowment	\$ 682,199 8,400	690,599	3,748,050	ı		\$ 4,438,649	· Ө	10,564	10,564	i	237,748	1,856,944	1	712,258 1,869,447	2,581,705	\$ 4,438,649
Donor Designated	\$ 261,869 2,000	263,869	3,680,883 8,000 44,585	t	- 1	\$ 3,997,337	\$ 15,269	8,000	34,594	ı	34,481 132,929	202,004	1	809,610 2,985,723	3,795,333	\$ 3,997,337
Donor	\$ 1,338,925	1,338,925	5,979,974		1	\$ 7,318,899	\$ 372,462	40 30,077	402,579	•	1 1	402,579	•	2,904,787	6,916,320	\$ 7,318,899
Field of Interest	\$ 228,371	229,371	6,675,172 3,500	1	1	\$ 6,908,043	\$ 133,104	39,607	172,711	17,250	9 '	189,967	1	1,075,215 5,642,861	6,718,076	\$ 6,908,043
	ASSETS CURRENT ASSETS: Cash and cash equivalents Pledges receivable Due from other funds Prepaid expenses	Total current assets	LONG-TERM ASSETS: Investments in marketable securities Pledges receivable Other investment, land	accumulated amortization and huilding firmfiltie and equipment.	net of accumulated depreciation	Total assets	LIABILITIES AND FUND BALANCES CURRENT LIABILITIES: Grants payable, current	Accounts payable and other accrued liabilities Due to other funds	Total current liabilities	OTHER LIABILITIES: Grants payable, long term	Pass-through liabilities and special projects Funds held as agency endowments	Total liabilities	NET ASSETS: Unrestricted	remporarily restricted for grain, making Permanently restricted endowment	Total net assets	Total liabilities and fund balances

SCHEDULE OF ACTIVITIES BY FUND CLASSIFICATION

for the year ended December 31, 2014

Field of Interest	REVENUES: S 144,215 Donations Interest and dividends Fees (133,361)	Net realized and unrealized gallis on investments (16,8)	Total revenues 199,242	EXPENSES: Grants and scholarships Administrative costs Charitable remainder trusts distributions	Total expenses 334,044	EXCESS (DEFICIENCY) OF REVENUES OVER EXPENSES (134,802)	NET ASSETS: January 1, 2014 6,807,979 Interfund transfers 44,899	NET ASSETS, December 31, 2014
- + -		(16,860)	242	6,738	044	802)	07,979 44,899	
Donor Advised	\$ 1,389,021 184,893 (119,039)	(18,990)	1,435,885	954,261	959,052	476,833	6,589,536 (150,049)	\$ 6,916,320
Donor Designated	\$ 557,335 110,528 (44,836) 2,200	(21,315)	603,912	129,526 13,038 943	143,507	460,405	3,205,447	\$ 3,795,333
Organizational Endowment	\$ 27,317 117,354 (41,615)	(40,073)	62,983	127,677	127,918	(64,935)	2,635,640	\$ 2,581,705
Scholarships	\$ 353,247 161,838 (88,112)	55,566	482,539	155,975 606 61,535	218,116	264,423	5,077,421	\$ 5,342,344
Unrestricted	\$ 10,060 63,075 (12,955)	(2,255)	57,925	31,800	31,861	26,064	2,084,730 (35,831)	\$ 2,074,963
Operations	\$ 6,710 5,606 439,918	1	452,234	424,493	424,493	27,741	647,926	\$ 675,667
Total	\$ 2,487,905 848,542 - 2,200	(43,927)	3,294,720	1,726,545 449,968 62,478	2,238,991	1,055,729	27,048,679	\$ 28,104,408