

INTERNATIONAL BOOK PROJECT, INC.

AUDITED FINANCIAL STATEMENTS

DECEMBER 31, 2013 and 2012

ENDERLE & COMPANY, PLLC
CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

Board of Directors
International Book Project, Inc.
Lexington, Kentucky

We have audited the accompanying financial statements of International Book Project, Inc. (the Company), which comprise the statements of assets, liabilities, and net assets – modified cash basis as of December 31, 2013 and 2012 and the related statements of support, revenue, and expenses – modified cash basis and cash flows – modified cash basis for the years 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 the modified cash basis of accounting as described in Note B; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for 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 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 misstatement of the financial statements, whether due to fraud or error. 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

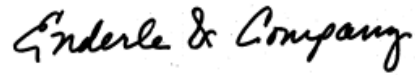
In our opinion, the combined financial statements referred to above present fairly, in all material respects, the assets, liabilities, and net assets of the Company as of December 31, 2013 and 2012 and its support, revenue, and expenses and cash flows for the years then ended in accordance with the modified cash basis of accounting as described in Note B.

Basis of Accounting

We draw attention to Note B of the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that matter.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of functional expenses on page 14, which is the responsibility of management, is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

A handwritten signature in cursive script that reads "Enderle & Company".

May 9, 2014

INTERNATIONAL BOOK PROJECT, INC.
STATEMENTS OF ASSETS, LIABILITIES, AND NET ASSETS - MODIFIED CASH BASIS
DECEMBER 31,

ASSETS	<u>2013</u>	<u>2012</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 77,578	\$ 179,587
Investment trust account	846,053	552,741
TOTAL CURRENT ASSETS	923,631	732,328
PROPERTY, PLANT, AND EQUIPMENT		
Building and improvements	212,618	212,618
Machinery and equipment	70,946	67,300
TOTAL PROPERTY, PLANT, AND EQUIPMENT	283,564	279,918
Accumulated depreciation	(215,601)	(208,292)
NET PROPERTY, PLANT, AND EQUIPMENT	67,963	71,626
TOTAL ASSETS	\$ 991,594	\$ 803,954
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Payroll taxes payable	\$ 3,813	\$ 2,760
TOTAL LIABILITIES	3,813	2,760
NET ASSETS		
Unrestricted	987,781	801,194
TOTAL NET ASSETS	987,781	801,194
TOTAL LIABILITIES AND NET ASSETS	\$ 991,594	\$ 803,954

See Independent Auditors' Report and Notes to Financial Statements.

INTERNATIONAL BOOK PROJECT, INC.
STATEMENT OF SUPPORT, REVENUE, AND EXPENSES - MODIFIED CASH BASIS
YEAR ENDED DECEMBER 31, 2013

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
SUPPORT AND REVENUE			
General and shipping contributions	\$ 235,880	\$ -	\$ 235,880
Grants and capital projects	162,658	-	162,658
Fundraising event	9,232	-	9,232
Sales	38,816	-	38,816
Interest	938	-	938
Books as Bridges	1,181	-	1,181
Net assets released from restriction:			
Satisfaction of program restrictions	-	-	-
TOTAL SUPPORT AND REVENUE	<u>448,705</u>	<u>-</u>	<u>448,705</u>
 INVESTMENT ACTIVITY			
Interest and dividends	15,069	-	15,069
Realized gains (losses)	5,283	-	5,283
Unrealized gains (losses)	72,960	-	72,960
TOTAL INVESTMENT ACTIVITY	<u>93,312</u>	<u>-</u>	<u>93,312</u>
 EXPENSES			
Program services	255,621	-	255,621
Supporting services:			
Management and general administration	40,006	-	40,006
Fundraising	59,803	-	59,803
TOTAL EXPENSES	<u>355,430</u>	<u>-</u>	<u>355,430</u>
CHANGE IN NET ASSETS	186,587	-	186,587
NET ASSETS - BEGINNING OF YEAR	<u>801,194</u>	<u>-</u>	<u>801,194</u>
NET ASSETS - END OF YEAR	<u>\$ 987,781</u>	<u>\$ -</u>	<u>\$ 987,781</u>

See Independent Auditors' Report and Notes to Financial Statements.

INTERNATIONAL BOOK PROJECT, INC.
STATEMENT OF SUPPORT, REVENUE, AND EXPENSES - MODIFIED CASH BASIS
YEAR ENDED DECEMBER 31, 2012

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
SUPPORT AND REVENUE			
General and shipping contributions	\$ 111,676	\$ -	\$ 111,676
Grants and capital projects	251,060	-	251,060
Fundraising event	10,630	-	10,630
Sales	46,358	-	46,358
Interest	1,440	-	1,440
Books as Bridges	1,843	-	1,843
Net assets released from restriction:			
Satisfaction of program restrictions	28,744	(28,744)	-
TOTAL SUPPORT AND REVENUE	<u>451,751</u>	<u>(28,744)</u>	<u>423,007</u>
 INVESTMENT ACTIVITY			
Interest and dividends	9,183	-	9,183
Realized gains (losses)	331	-	331
Unrealized gains (losses)	33,015	-	33,015
TOTAL INVESTMENT ACTIVITY	<u>42,529</u>	<u>-</u>	<u>42,529</u>
 EXPENSES			
Program services	246,627	-	246,627
Supporting services:			
Management and general administration	32,132	-	32,132
Fundraising	37,331	-	37,331
TOTAL EXPENSES	316,090	-	316,090
CHANGE IN NET ASSETS	178,190	(28,744)	149,446
NET ASSETS - BEGINNING OF YEAR	<u>623,004</u>	<u>28,744</u>	<u>651,748</u>
NET ASSETS - END OF YEAR	<u>\$ 801,194</u>	<u>\$ -</u>	<u>\$ 801,194</u>

See Independent Auditors' Report and Notes to Financial Statements.

INTERNATIONAL BOOK PROJECT, INC.
STATEMENTS OF CASH FLOWS - MODIFIED CASH BASIS
YEARS ENDED DECEMBER 31,

	<u>2013</u>	<u>2012</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	\$ 186,587	\$ 149,446
Adjustments to reconcile change in net assets to net cash flows from operating activities:		
Unrealized gain (loss)	(72,960)	(33,015)
Depreciation	7,309	7,308
Increase (decrease) in operating liabilities		
Payroll taxes	1,053	943
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>121,989</u>	<u>124,682</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of investments	(220,352)	(109,514)
Purchase of equipment	(3,646)	(60,508)
NET CASH FLOWS FROM INVESTING ACTIVITIES	<u>(223,998)</u>	<u>(170,022)</u>
NET CHANGE IN CASH FLOWS	(102,009)	(45,340)
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	<u>179,587</u>	<u>224,927</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 77,578</u>	<u>\$ 179,587</u>
SUPPLEMENTAL INFORMATION		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

See Independent Auditors' Report and Notes to Financial Statements.

INTERNATIONAL BOOK PROJECT, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE A - ORGANIZATION

International Book Project, Inc. (the Company) is a nonprofit organization whose purpose is to stimulate international communication and understanding and to broaden the education of people throughout the world through the distribution of literature. By providing needed quality books to the peoples of the developing world, the Company seeks to promote education and literacy in developing countries and in areas of need in the USA; to broaden Americans' understanding of their neighbors; and to foster global friendships and strengthen world unity.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES

Method of Accounting

These financial statements have been prepared on the modified cash basis of accounting. The Company maintains its accounting records on the basis of cash receipts and disbursements; consequently, certain revenue and related assets are recognized when paid rather than when the obligation is incurred. Also, book inventory is not recorded. The cash basis is modified to record property and equipment purchased as assets, record depreciation of capitalized assets and record liabilities arising from receipt of borrowed cash and for payroll holdings.

Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the Company considers all cash in banks and certificates of deposit to be cash equivalents.

Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values in the statement of assets, liabilities, and net assets. Unrealized gains and losses are included in the change in net assets. Investment income and gains are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the income and gains are recognized.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted net assets depending on the existence or nature of any donor restrictions.

Income Taxes

The Company is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and classified by the Internal Revenue Service as other than a private foundation.

The Company's Forms 990, *Return of Organization Exempt from Income Tax*, for the years ending 2010, 2011, 2012, and 2013 are subject to examination by the IRS, generally for three years after they were filed.

INTERNATIONAL BOOK PROJECT, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - continued

Financial Statement Presentation

The Company is required to report information regarding its financial position and activities according to three classes of net assets: permanently restricted (net assets which cannot be spent due to donor-imposed permanent restrictions on the use of funds), temporarily restricted (net assets can be expended but only in accordance with donor-imposed restrictions), or unrestricted (net assets may be spent in accordance with management and Board wishes). As of December 31, 2013 and 2012 there were no temporarily or permanently restricted net assets.

Donated Property and Services

Donated materials and equipment are reflected as contributions in the accompanying statements at their estimated values at date of receipt. No amounts have been reflected in the statements for donated services as no objective basis is available to measure the value of such services; however, a substantial number of volunteers have donated significant amounts of their time in the fundraising campaigns and operations. There was no donated property during the year. Volunteer hours of 4,316 and 3,898 were documented and, for purposes of disclosure in the footnotes only, management determined that this approximated \$71,284 and \$64,395 dollars of donated time during 2013 and 2012, respectively. In addition, for purpose of disclosure in the footnotes only, management determined shipment values of assorted books of \$6,044,062 and \$3,560,224 for 2013 and 2012, respectively.

Fixed Assets

Property is stated at cost, if purchased, and at estimated fair value if donated. Depreciation expense is computed using the straight-line method using the following asset lives: Buildings – 20 years, Equipment 3-7 years, and Building Additions – 7-10 years.

Date of Management's Review

Management has evaluated subsequent events through May 9, 2014, which is the date the financial statements were available to be issued.

NOTE C - TRUST - BANK OF THE BLUEGRASS TRUSTEE

The Company maintains a trust portfolio held at Bank of the Bluegrass. The Trustee shall apply the net income from the trust to the Company's use as directed by the Company. The Trustee may apply to the use of the Company as much or all of the principal of this Trust as the Company may direct.

The Trustee shall have, with respect to any property at any time held by it, the power to invest and reinvest in any one or more of the Common Trust Funds managed by the named Trustee.

At December 31, 2013 and 2012, the investment had a cost balance of \$685,590 and \$465,238 and market value of \$846,053 and \$552,741, respectively. Total fees paid for the year ended December 31, 2013 and 2012 were \$4,258 and \$2,258, respectively.

The following schedules summarize the investment return and its classification in the statement of support, revenue and expenses - modified cash basis for the years ended December 31, 2013 and 2012:

INTERNATIONAL BOOK PROJECT, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE C - TRUST - BANK OF THE BLUEGRASS TRUSTEE - continued

<u>Year ended December 31, 2013</u>	<u>Unrestricted</u>
Interest and Dividends	\$ 15,069
Realized gains (losses)	5,283
Unrealized gains (losses)	72,960
Total investment return	<u>\$ 93,312</u>
<u>Year ended December 31, 2012</u>	<u>Unrestricted</u>
Interest and Dividends	\$ 9,183
Realized gains (losses)	331
Unrealized gains (losses)	33,015
Total investment return	<u>\$ 42,529</u>

NOTE D – FAIR VALUE MEASUREMENTS

FASB ASC Topic 820 establishes 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 Topic 820 are described below.

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

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

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The following tables set forth by level, within the fair value hierarchy, the Company's investments at fair value at December 31, 2013:

<u>Description</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Cash and cash equivalents	\$ 26,277	\$ -	\$ -
Fixed income securities	294,490	-	-
Equities	525,286	-	-
	<u>\$ 846,053</u>	<u>\$ -</u>	<u>\$ -</u>

INTERNATIONAL BOOK PROJECT, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE D – FAIR VALUE MEASUREMENTS - continued

The following tables set forth by level, within the fair value hierarchy, the Company’s investments at fair value at December 31, 2012:

<u>Description</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Cash and cash equivalents	\$ 124,760	\$ -	\$ -
Fixed income securities	163,920	-	-
Equities	264,061	-	-
	<u>\$ 552,741</u>	<u>\$ -</u>	<u>\$ -</u>

NOTE E - FUNCTIONAL ALLOCATION OF EXPENSES

The costs of providing the various programs and other activities have been summarized on a functional basis in the statements of support, revenue, and expenses – modified cash basis. Accordingly, certain costs have been allocated among the programs and supporting services benefitted. The supplemental schedule of functional expenses presents the expenses by natural classification.

NOTE F - RETIREMENT FUND

The Company has a SIMPLE - IRA plan for all full-time employees administered by the Fidelity Management Trust Company. The Company contributed \$2,728 and \$2,485 to the plan during 2013 and 2012, respectively.

NOTE G - LEASES

The Company entered into a lease agreement with the Marlin Leasing Corporation for a copier. The lease term is 24 months and began in June of 2012. Expenses from the lease agreement for the years ended December 31, 2013 and 2012 totaled \$939 and \$677, respectively. The lease will mature in 2014 with future payments of \$370.

NOTE H – CONCENTRATIONS

The Company has a concentration of credit risk in that it periodically maintains cash deposits in a single financial institution in excess of amounts insured by the FDIC. The Company has not experienced any losses on such accounts and does not believe that it is subject to significant credit risk related to the accounts.

SUPPLEMENTAL INFORMATION

INTERNATIONAL BOOK PROJECT, INC.
SCHEDULE OF FUNCTIONAL EXPENSES - MODIFIED CASH BASIS
YEAR ENDED DECEMBER 31, 2013

	Program Services	Supporting Services		
	General	Management and General Administration	Fundraising General	Total
Salaries	\$ 62,555	\$ 16,178	\$ 29,121	\$ 107,854
Employee benefits	7,211	1,865	3,357	12,433
Payroll taxes	5,043	1,304	2,347	8,694
Professional fees	2,645	3,505	-	6,150
Volunteers	1,374	-	-	1,374
Supplies/office expense	3,894	2,336	1,558	7,788
Telephone	1,043	404	236	1,683
Postage and shipping	105,682	-	-	105,682
Bank fees	3,019	-	-	3,019
Utilities	2,695	1,043	608	4,346
Equipment leases	672	672	-	1,344
Printing	-	5,657	1,885	7,542
Travel	-	-	1,169	1,169
Miscellaneous expenses	-	669	-	669
Insurance	1,550	1,549	-	3,099
Depreciation	6,724	585	-	7,309
Staff training	-	2,110	-	2,110
Book acquisition	17,716	-	-	17,716
Marketing expense	19,522	-	19,522	39,044
Investment expense	2,129	2,129	-	4,258
Books as Bridges	12,147	-	-	12,147
	\$ 255,621	\$ 40,006	\$ 59,803	\$ 355,430
	71.9%	11.3%	16.8%	

See Independent Auditors' Report and Notes to Financial Statements.