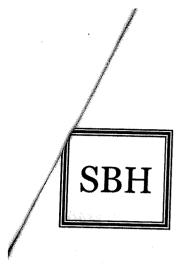
BANNING CULTURAL ALLIANCE

Auditors' Report and Financial Statements December 31, 2008

SIEBERT BOTKIN HICKEY & ASSOCIATES, LLP

Certified Public Accountants



Siebert Botkin Hickey & Associates, LLP

Board of Directors Banning Cultural Alliance Banning, California

Independent Auditors' Report

We have audited the accompanying statement of financial position of Banning Cultural Alliance as of December 31, 2008, and the related statements of activities, and cash flows for the year then ended. These financial statements are the responsibility of the Alliance's management. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of Banning Cultural Alliance as of December 31, 2008, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

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Siebert Bothin Hickey & Associates, LLP

September 14, 2009

Statement of Financial Position

As of December 31, 2008 Banning Cultural Alliance

		Temporarily				
	Unrestricted		Restricted		Total	
<u>ISSETS</u>			-			
Current Assets						
Cash and Cash Equivalents	\$	1,493	\$	50,498	\$	51,991
Investments		116,760		-		116,760
Accounts Receivable		14,678		-		14,678
Inventory		7,315		-		7,315
Total Current Assets	***************************************	140,246		50,498		190,744
Property and Equipment						
Buildings and Equipment, Net of Accumulated Depreciation of \$13,305	•					
as of December 31, 2008		343,185		•		343,185
Total Assets	\$	483,431	\$	50,498	\$	533,929
I ADII IMPEG I NEW AGGREG						
<u>IABILITIES and NET ASSETS</u> iabilities						
Accounts Payable	\$	15,901	\$	•	\$	15,901
Total Liabilities		15,901		-		15,901
let Assets						
Unrestricted		467,530		_		467,530
Temporarily Restricted		407,550		50,498		50,498
Total Net Assets		467,530	····	50,498		518,028
 	•	107,550		50,770		510,020
Total Liabilities and Net Assets	\$	483,431	\$	50,498	\$	533,929

Statement of Activities For the Year Ended December 31, 2008

	U	Unrestricted		Total	
OPERATING REVENUES	\$	20,136	\$ -	\$ 20,136	
Ticket and Concession Sales	ф	6,645	ф - -	6,645	
Alliance Dues		3,330	_	3,330	
Fee Revenues		8,367		8,367	
Rentals		3,805	_	3,805	
Vendor Revenue		3,003	228,052	228,052	
Grant Revenue		7,459	30,309	37,768	
Sponsors, Contributions, and Fund Revenue		1,780	-	1,780	
Interest Income		11,632		11,632	
Other Income			(310,341)	11,00-	
Net Assets Released From Restriction	**************************************	310,341		321,515	
Total Operating Revenues		373,495	(51,980)	321,313	
COST OF SALES		2,002	-	2,002	
New Merchandise		2,002		2,002	
Total Cost of Sales		371,493	(51,980)	319,513	
Gross Profit		3/1,493	(31,960)	317,313	
OPERATING EXPENSES		11 201	_	11,281	
Utilities		11,281 6,135	-	6,135	
Program Services		568	_	568	
Stores		8,545		8,545	
Supplies Expenses		8,070	-	8,070	
Grant Program Expenses		19,806	_	19,806	
Miscellaneous Expenses		18,545	-	18,545	
Marketing Expenses		7,115	-	7,115	
Rental Expense		126,658	-	126,658	
Contractors and Staff Expense		7,786	_	7,786	
Insurance		13,305	-	13,305	
Depreciation Expense		78	-	78	
Interest Expense		2,176	_	2,176	
Other Expenses		6,996		6,996	
Repairs, Improvements and Maintenance		237,064	-	237,064	
Total Operating Expenses		134,429	(51,980)	82,449	
Excess of Operating Revenues Over Expenses		137,743	(0.1,1.40)		
Net Assets, Beginning of Year		333,101	102,478	435,579	
	\$	467,530	\$ 50,498	\$ 518,028	
Net Assets, End of Year	i=				

Statement of Cash Flows

For the Years Ended December 31, 2008

Unrestricted		restricted	Temporarily Restricted		Total	
Cash Flows From Operating Activities:						
Excess of Revenues Over Expenses	\$	134,429	\$	(51,980)	\$ 82,449	
Adjustments to Reconcile Net Income						
to Net Cash Provided by Operating Activities:						
Depreciation		13,305		_	13,305	
Change in Assets and Liabilities:		•			,	
Change in Accounts Receivable		(14,678)		-	(14,678)	
Change in Accounts Payable		15,901		.	15,901	
Total Adjustments		14,528			14,528	
Cash Provided By Operations		148,957		(51,980)	96,977	
Change in Inventory		(7,315)		•	(7,315)	
Change In Investments		(116,760)		-	(116,760)	
Net (Purchases) Sale of Property and Equipment		(24,994)		•	(24,994)	
Cash (Used) By Investing Activities		(149,069)		-	(149,069)	
Net Increase (Decrease) In Cash		(112)		(51,980)	(52,092)	
Cash, Beginning of Year		1,605		102,478	104,083	
Cash, End of Year	\$	1,493	\$	50,498	\$ 51,991	

Notes to Financial Statements For the Year Ended December 31, 2008

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

General

Banning Cultural Alliance is a California nonprofit corporation located in Banning, California, formed under the general non-profit corporation laws of the State of California to provide education about and support for art and culture in Banning. It is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and has been classified as an organization that is not a private foundation. The organization accomplishes its mission by providing cultural and leisure time activities throughout the year. The Alliance operates an art gallery, art and music events, and community classes related to the arts in the City of Banning. The Alliance receives alliance dues and grants to help fund the operations.

Accounting Method

Banning Cultural Alliance maintains its books of account on the accrual basis of accounting. Under this method of accounting, revenue is recognized when assessments are earned, or billed, and expenses are recognized when goods or services are received, whether paid or not.

Adoption of Accounting Pronouncements

The Organization has adopted Statement of Financial Accounting Standards (SFAS) No. 117, Financial Statements of Not-for-Profit Organizations. Under SFAS 117, the Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted net assets. The unrestricted group of net assets represents unrestricted resources available for current support of Organization activities. The temporarily restricted net assets include gifts that may be fully expensed but have been restricted by donors for certain purposes, contributions of cash that must be used to acquire property and equipment, or donations of leased facilities where the lease agreement lasts more than one year. When the requirements of the restrictions are met, the Organization releases those funds to the unrestricted fund for current use. Permanently restricted net assets represent endowment funds which by donor restriction require that the corpus be invested in perpetuity and only the income be made available for program operations in accordance with donor restrictions.

The Organization had also adopted SFAS No. 116, Accounting for Contributions Received and Contributions Made. In accordance with SFAS No. 116, contributions received are reported as unrestricted, temporarily restricted or permanently restricted support, depending on the existence and /or nature of any donor restrictions. Under SFAS No. 116, such contributions that are required to be reported as temporarily restricted support are reclassified to unrestricted net assets upon expiration of the donor restrictions.

Restricted Contributions

The Alliance reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net worth is reclassified to unrestricted net worth as net worth released from restrictions.

The Alliance reports equipment donations as unrestricted support unless explicit donor stipulations specify how the donated asset must be used. Gifts of cash or other assets that must be used to acquire long-lived assets are reported as temporarily or permanently restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, the Alliance reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts of disclosures. Accordingly, actual results could differ from those estimates. Estimates included in the preparation of these financial statements include estimated lives of assets and related depreciation, and valuation of inventory.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash and cash equivalents include cash on hand, funds on deposit with financial institutions, and investments with original maturities of three months or less. The Alliance maintains bank accounts at financial institutions in several locations.

Notes to Financial Statements For the Years Ended December 31, 2008

NOTE 2 - PROPERTY AND EQUIPMENT:

Property, Plant and Equipment

Properties acquired by purchase are recorded at cost. Those acquired by gift are recorded at fair market values estimated at the time they are acquired. Buildings are depreciated over a life of 10 to 30 years, while improvements and major repairs are depreciated over lives of 10 to 20 years. All depreciation is computed on the straightline method.

Maintenance and repairs are expensed as incurred; major renewals and betterments are capitalized.

At December 31, 2008, the land and improvements located in downtown Banning is unrestricted and valued at \$343,185.

Detail of property and equipment at December 31, 2008:

Description	Amount
Land	\$250,000
Capital Improvements	106,490
Total Cost	356,490
Less: Accumulated	
Depreciation	(13,305)
Net Cost of Property &	
Equipment	\$343,185

Annual depreciation expense was \$13,305 for 2008.