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Independent Auditor's Report

To the Board of Directors of Stoked Mentoring, Inc.

I have audited the accompanying financial statements of Stoked Mentoring, Inc., which comprise the Statement of Financial Position as of June 30, 2015, and the related Statements of Activities, Cash Flows and Functional Expenses 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

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I 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 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, I 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. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Stoked Mentoring, Inc., as of June 30, 2015, 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

I have previously audited Stoked Mentoring, Inc.'s June 30, 2014 financial statements, and my report dated June 17, 2015 expressed an unmodified opinion on those audited financial statements. In my opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2014 is consistent, in all material respects, with the audited financial statements from which it has been derived.

May 6, 2016

Stoked Mentoring, Inc. Statement of Financial Position June 30, 2015 (With Summarized Financial Information for 2014)

	<u>2015</u>	<u>2014</u>
Assets		
Current Assets Cash Prepaid expenses Investments in marketable securities Pledges receivable Program service fees and other receivables Total Current Assets	\$ 229,576 3,435 18,814 16,500 66,650 334,975	\$ 119,863 4,506 - 37,394 - 161,763
Other Assets Security deposit Property and equipment, net Total Other Assets Total Assets	\$ 6,800 6,892 13,692 348,667	\$ 5,157 11,574 16,731
Liabilities and Net Assets Current Liabilities Accounts payable	\$ 61,604	\$ 58,416 58,416
Total Current Liabilities Net Assets Unrestricted Total Net Assets	 287,063 287,063	 58,416 120,078 120,078
Total Liabilities and Net Assets	\$ 348,667	\$ 178,494

Stoked Mentoring, Inc. Statement of Activities For the Year Ended June 30, 2015 (With Summarized Financial Information for 2014)

	<u>2015</u>	<u>2014</u>
Support and Revenue Contributions - cash Contributions - property, equipment and services Less: Direct costs of special events Program service income Investment income Total Support and Revenue	\$ 846,253 \$ 105,775 952,028 (29,430) 922,598 137,623 8,978 1,069,199	535,376 23,240 558,616 (38,876) 519,740 69,241 -
Expenses	751,437	458,171
Program services		
Supporting services: General and administrative Fund-raising	53,259 97,518 150,777	41,511 40,530 82,041
Total supporting services	902,214	540,212
Total Expenses	166,985	48,769
Change in Net Assets	120,078	71,309
Beginning Net Assets	\$ 287,063 \$	120,078
Ending Net Assets	Ψ	

Stoked Mentoring, Inc. Statement of Cash Flows For the Year Ended June 30, 2015 (With Summarized Financial Information for 2014)

		<u>2015</u>	<u>2014</u>
Cash Flows from Operating Activities			
Change in Net Assets Adjustments to reconcile changes in net assets to net cash provided by operating activities:	\$	166,985 \$	48,769
Depreciation		4,682	2,347
Unrealized gain on investments		(8,952)	-
Donation of stocks		(9,862)	2-
Donation of a car		-	(10,000)
(Increase) decrease in operating assets:		4.074	000
Prepaid expenses		1,071	903
Pledges receivable	×	20,894	(19,169)
Program service fees and other receivables		(66,650)	11,725
Security deposit		(1,643)	(257)
Increase in operating liabilities:		3,188	15,340
Accounts payable Net cash provided by operating activities	-	109,713	49,658
Net cash provided by operating activities		100,110	10,000
Increase in Cash		109,713	49,658
Beginning Cash		119,863	70,205
Ending Cash	\$	229,576 \$	119,863
Supplemental Disclosure of Cash Flow Information: Non-Cash Operating Activities:			
In-kind contributions of property and services	\$	105,775 \$	23,240

Stoked Mentoring, Inc.
Statement of Functional Expenses
Year Ended June 30, 2015
(With Summaried Financial Information for 2014)

	Progr	Program Services		Supp	orting	Supporting Services	"			
			Ю	General and	Ē	Fund-	Dir.	Direct Costs of Special	Total	
			Adm	<u>Administrative</u>	Ra	Raising	ш,	Events	2015	2014
Salaries and wages	↔	304,409	₩	27,349	% ₩	33,690	↔	↔	365,448 \$	248,885
Payroll taxes and employee benefits		35,910		3,461	.,	3,894		ì	43,265	41,539
Supplies and other		86,402		6,680	, -	7,510		į	100,592	8,403
Program and educational supplies		90,324		ı		. 1		1	90,324	51,035
Advertising and marketing		63,528		6,058	•	6,815		ī	76,401	12,530
Occupancy and utilities		48,496		4,666	4,	5,549		1	58,711	50,786
Professional fees		46,985		1,464	•	3,317		ī	51,766	35,363
Bad debt		1			ä	32,575		1	32,575	ī
Travel, meals and entertainment		28,635		135		245		ī	29,015	55,081
Insurance		20,567		1,391		1,565		ī	23,523	16,420
Event production		1		1		1		20,051	20,051	17,157
Venue and catering		880		ı		1		9,379	10,259	8,741
Payroll processing fees		6,245		602		219		ī	7,524	6,538
Telephone and internet expenses		6,545		437		492		ı	7,474	7,628
Bank expenses and other		5,704		531		265		ī	6,832	9,331
Depreciation		3,900		350		432		,	4,682	2,347
Printing and reproduction		2,021		114		137		1	2,272	352
Postage and mailings		517		21		23			561	2,594
Storage		369		ı		,			369	4,358
		751,437		53,259	6	97,518		29,430	931,644	579,088
Less: Direct costs of special events deducted from income on Statement of Activities		•		,		į		(20 430)	(00 / 30)	(928 82)
		ı						79,400)	(29,430)	(00,00)
Total Expenses	છ	751,437	s	53,259	<u>.</u> 6	97,518	ઝ	↔ '	902,214 \$	540,212

See independent auditor's report and accompanying notes to the financial statements.

Note 1 - Nature of Activities and Summary of Significant Accounting Policies

Nature of Activities

STOKED Mentoring, Inc. (the Organization), is a not for profit organization whose mission is to promote personal development, academic achievement, and healthy living to under-served youth through action sports culture. Since its inception, the Organization has provided programs to over 3,500 youth in New York City and Los Angeles. The Organization uses the culture and lifestyle of snowboarding, skateboarding, and surfing to provide high potential youth from underserved communities with the skills, relationships, and experiences to close the opportunity gap.

Stoked Mentoring, Inc., was incorporated in the State of New York in 2005.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Financial Statement Presentation

The Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Unrestricted net assets represent revenues and expenses related to the operations and management of the Organization's primary programs and supporting services. If funds are raised and set aside by the Board for future use, these are considered unrestricted. Temporarily restricted contributions that are expended for their restricted purpose in the same reporting period as received may be recorded as unrestricted.

Temporarily restricted net assets represent resources available for use, but expendable only for the purpose specifically stated by the donor. As of June 30, 2015, there were no temporarily restricted net assets.

Permanently restricted net assets are assets subject to donor-imposed stipulations that they be maintained permanently by the Organization. Generally, the donors of these assets permit the Organization to use all or part of the income earned on only related investments for general or specific purpose. As of June 30, 2015, there were no permanently restricted net assets.

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 the reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

<u>Cash</u>

Cash consists of demand deposit accounts held at major financial institutions and may at times exceed the insurable amount. Management believes it mitigates its risk by investing in a major financial institution and in funds that are currently U.S. federal government insured. Recoverability of investments is dependent upon the performance of the issuer.

Note 1 - (Continued)

Cash Equivalents

For purposes of the statement of cash flows, the Organization considers all highly liquid investments purchased with original maturities of three months or less when purchased to be cash equivalents.

Investments

Investments are recorded at fair value. Investments, in general, are exposed to various risks such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investments will occur in the near term, based on the markets' fluctuations, and that such changes could materially affect the amounts reported in the Organization's financial statements.

Revenue Recognition

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted depending on the existence and / or nature of any donor restrictions. The Organization, has not received any contributions with donor-imposed restrictions that would result in permanently restricted net assets.

Income is recognized on an accrual basis when earned.

Pledges and Program Fees Receivable

Pledges and program fees receivable are stated at the amount management expects to collect. Management provides for probable uncollectible amounts through adjustments to valuation allowances based on its assessment of the current status of individual receivables. Balances still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance. For the year ended June 30, 2015, the allowance for doubtful accounts was \$0.

Property and Equipment

Property and equipment are recorded at cost or, if donated, the approximate fair value at the date of donation. Depreciation is provided on the straight line method over the estimated useful lives of the assets as follow:

Automobile Equipment and furniture

3 years 5 years

Expenditures for maintenance and repairs are charged to operations as incurred. Significant renovations and replacements, which improve and extend the life of the assets, are capitalized.

Reclassifications

Certain reclassifications have been made to prior year amounts to conform to the current year presentations.

Note 1 - (Continued)

Income Taxes

The Organization is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code. Therefore, no provision for income taxes has been provided for in the accompanying financial statement.

Tax Uncertainties

The Organization's policy is to record interest expense and penalties in operating expenses. For the year ended June 30, 2015, there was no interest and penalties expense recorded.

The Organization's Federal Forms 990 are open for examination for the years ended June 30, 2012 and thereafter.

Functional Allocation of Expenses

The costs of providing various programs and other activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated between the programs and supporting services benefited.

Subsequent Events

In preparing these financial statements, Stoked Mentoring, Inc., has evaluated subsequent events and transactions for potential recognition or disclosure in the financial statements through May 6, 2016, the date the financial statements were available to be issued.

Donated Services

Donated services are recognized as contributions if the services (1) create or enhance nonfinancial assets or (2) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization. Volunteers also provide various services that are not recognized as contributions in the financial statements since the recognition criteria were not met.

Note 2 - Employee benefits

Stoked Mentoring, Inc., maintains a 401(k) retirement plan for the benefit of eligible employees. Contributions are made at the discretion of Stoked Mentoring, Inc. No employer contributions are made by Stoked Mentoring, Inc.

Note 3 - Property and Equipment

Property and equipment consist of:

Automobile	\$10,000
Office equipment and furniture	6.738
Property and equipment at cost	16,738
Less: accumulated depreciation	(9,846)

Property and Equipment, Net \$6,892

Depreciation expense was \$4,682 for the year ended June 30, 2015.

Note 4 - Donated Property, Equipment and Services

Donated property, equipment and services consisted of:

Program materials	\$40,830
Marketing	57.500
Equipment rental	1,445
Rental space	6,000
Total	\$105,775

Note 5 - Commitments

Lease #1

The Organization leases office space in Los Angeles on a month to month basis.

Rent expense for the office space during the year ended June 30, 2015 was \$6,000, which was donated by a company .

Lease #2

On December 10, 2014, the Organizer entered into a lease for office space in New York under an operating lease for a term of three years that commenced January 1, 2015 and expires on December 31, 2017.

As of June 30, 2015, future minimum annual lease obligations are:

Year ending June 30, 2016	\$42,024
2017	44,364
2018	_22,740
	\$109,128

Rent expense for this lease for the year ended June 30, 2015 was \$ 20,400.

Note 6 - Investments

The Organization's financial assets carried at fair value have been classified, for disclosure purposes, based on a hierarchy defined by U.S. generally accepted accounting principles.

Level 1 assets have observable market prices.

Level 2 assets do not have observable prices, but have inputs that are based on observable prices.

Level 3 assets have inputs that do not have observable prices.

The Organization's Investments consist of the following at market value as of June 30, 2015:

	<u>Level 1</u>	Level 2	Level 3	Total
Large Cap US equities	\$18,814	\$ -	\$ -	\$18,814