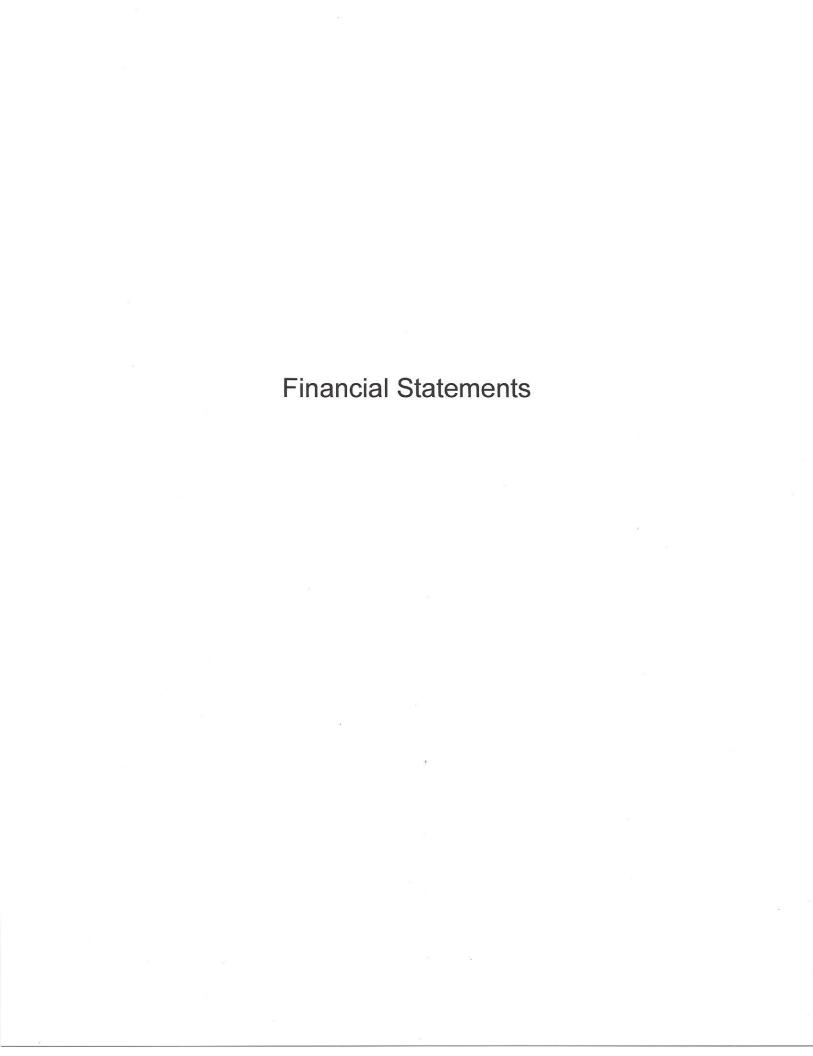
Financial Statements
Years Ended December 31, 2016 & 2015

Financial Statements Year Ended December 31, 2016 & 2015

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MICHAEL J. MORLEY, II

CERTIFIED PUBLIC ACCOUNTANT

7900 East Union Ave. Suite 1100 Denver, CO 80237 303-835-4757

To the Board of Trustees of HEADstrong Foundation, Inc.

We have audited the accompanying financial statements of HEADstrong Foundation, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2016 and 2015, and the related statements of activities, functional expenses and cash flows 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 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 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 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 financial statements referred to above present fairly, in all material respects, the financial position of HEADstrong Foundation, Inc.as of December 31, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

ales t, CPA

Michael J. Morley, II

Certified/Public Accountant

Denver, CO July 18, 2017

HEADstrong Foundation Statement of Financial Position December 31,

ASSETS

Current Assets		2016		2015
Cash	\$	658,590	\$	475,405
Marketable Securities		29,351		26,326
Accounts Receivable		21,706		6,550
Inventory		65,614		118,009
Total Current Assets		775,261		626,290
Fixed Assets				
Buildings		876,072		223,433
Equipment		13,234		13,837
Accumulated Depreciation		(40,120)		(31,997)
Land		80,000		10,000
Total Fixed Assets	-	929,186	-	215,273

Total Assets	\$	1,704,447	\$	841,563
LIABILITIES and NET ASSETS				
Current Liabilities				
Accounts Payable	\$	9,045	\$	33,870
Total Current Liabilities		9,045		33,870
Long Town Linkillator				
Long Term Liabilities		560,027		
Mortgage Payable Total Long Term Liabilities		560,027		
Total Long Term Liabilities		300,027		_
Total Liabilities		569,072		33,870
Not Assets - Reginning of year		807,693		727 205
Net Assets - Beginning of year Excess of Revenues over Expenditures		327,682		737,295 70,398
Net Assets - End of year	-	1,135,375		807,693
Net Assets - Life of year		1,133,373		007,093
Total Liabilities and Net Assets	\$	1,704,447	\$	841,563

HEADstrong Foundation Statement of Activitites December 31,

		<u>% of</u>		
9	2016	Revenue	2015	Revenue
Contributions	\$ 741,942		\$ 702,481	
Program Service Revenue	810,703		752,695	
Unrealized Appreciation of Investments		_	606	
Total Revenue	1,552,645	100.00%	1,455,782	100.00%
				95
Grants and Contributions	106,977	6.89%	258,199	17.74%
Program Costs	1,097,734	70.70%	1,082,857	74.38%
General & Administration		0.00%		
Payroll	16,608	1.07%	43,295	2.97%
Office Expense	1,135	0.07%	1,033	0.07%
Total Expenses	1,222,454	78.73%	1,385,384	95.16%
Excess of Revenue over expenditures	\$ 330,191	21.27%	\$ 70,398	4.84%

HEADstrong Foundation Statement of Functional Expenses December 31,

	2016		2015	
Grants to Organizations	\$	-	\$	131,494
Grants to Individuals		106,977		126,705
Compensation & Employee Benefits		408,498		398,847
Professional fees		10,315		11,114
Advertising & Promotion		100,683		85,807
Program Services		478,669		352,270
Office Expenses		39,627		20,662
Information Technology		31,685		18,003
Occupancy		18,674		10,716
Travel		17,277		8,721
Conferences, conventions & meetings		10,049		6,648
Total	\$	1,222,454	\$	1,170,987

HEADstrong Foundation Statement of Cash Flows December 31,

Cash flows from operating activities		2016	2015
Change in Net Assets	\$	327,682	\$ 70,398
Adjustments to reconcile change in net assets to net cash			
provided by operating activities:			
Depreciation		8,123	6,910
(Increase) decrease in:			
Accounts Receivable		(15,156)	3,857
Inventories		52,395	76,732
Increase (decrease) in:			
Accounts payable		(24,825)	29,583
Other accrued liabilities			
Net cash (used) provided by operating activities		348,219	187,480
Cash flows from investing activities			
Purchase of Marketable Securities		(3,025)	
Purchase of Fixed Assets	-	(722,036)	
Net cash (used) provided by investing activities		(725,061)	
Cook Flavor frame Financian activities			
Cash Flows from Financing activities		ECO 027	
Borrowing for Mortgage Loan		560,027	
Net cash provided by financing activities		560,027	
Net increase (decrease) in cash and cash equivalents		183,185	187,480
Cash and cash equavilents, beginning of year		475,405	287,925
Cash and cash equavilents, end of year	\$	658,590	\$ 475,405

Notes to Financial Statements December 31, 2016 & 2015

Note 1 Nature of Operations

The HEADstrong Foundation (the "Foundation") is a non-profit Pennsylvania corporation established in memory of Nicholas "HEAD" Colleluori to promote blood cancer awareness, support research efforts and provide quality of life service programs to those affected by the disease. The Foundation receives substantially all their revenue from individual donations, awareness events and the sale of branded awareness apparel.

Note 2 Summary of Significant Accounting Policies

Basis of Presentation

The basic financial statements are prepared using the accrual basis of accounting.

Classification of Net Assets

Net assets and revenue, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Foundation and changes therein are classified and reported as follows:

Unrestricted Net Assets - Net assets that are not subject to donor-imposed stipulations or where donor-imposed stipulations are met in the year of the contribution.

Temporarily Restricted Net Assets - Net assets subject to donor-imposed stipulations that may or may not be met, either by actions of the Foundation and/or the passage of time. When a restriction expires, temporarily restricted net assets are transferred to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Permanently Restricted Net Assets - Net assets subject to donor-imposed stipulations that they be maintained permanently by the Foundation. Generally, the donors of these assets permit the Foundation to use all or part of the income earned on any related investments for general or specific purposes. The Foundation does not have any permanently restricted net assets.

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

Notes to Financial Statements December 31, 2016 & 2015

Note 2 Summary of Significant Accounting Policies (Continued)

Revenue Recognition

Contributions are recognized when received. Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support.

Contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the statements of activities as released from restrictions.

Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized.

Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional.

Property and Equipment

Property and equipment are recorded at cost and depreciated using the straight-line method over the estimated useful life of the asset. HEADstrong Foundation considers items with a cost greater than \$5,000 and a useful life greater than one year to be property and equipment.

Income Taxes

HEADstrong Foundation is a nonprofit organization and is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and a similar section of the state code.

Notes to Financial Statements December 31, 2016 & 2015

Note 3 Property and Equipment

Property and equipment consists of the following at December 31:

	<u>2016</u>	2015
Land	\$ 80,000	\$ 10,000
Buildings	876,072	223,433
Transportation equipment	13,234	13,837
	973,306	247,270
Accumulated depreciation	40,120	31,997
Total	\$ 929,186	\$ 222,789
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Note 4 Concentrations

The Foundation maintains its cash balances at two financial institutions. The balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. Balances in excess of \$250,000 are not insured. The uninsured balance at December 31, 2016 and 2015 was \$158,590 and \$0, respectively.