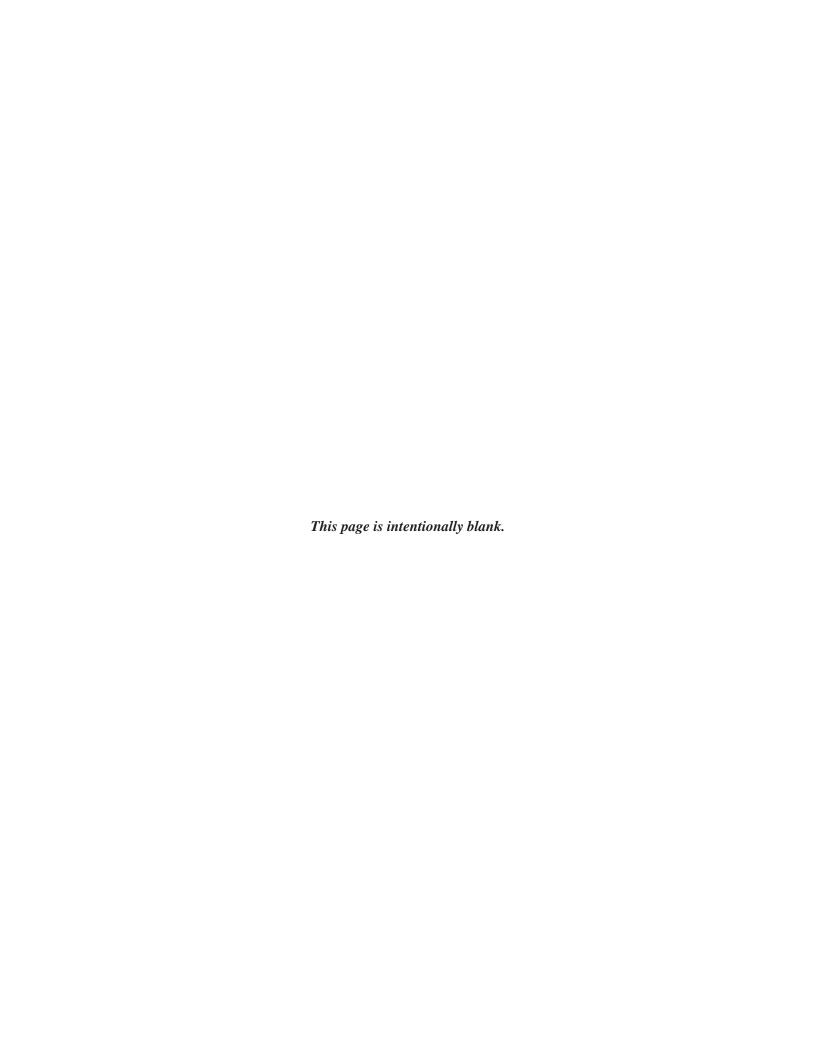
FINANCIAL STATEMENTS

FOR THE 15 MONTHS ENDED DECEMBER 31, 2013

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Independent Auditor's Report

The Board of Trustees of Outside Las Vegas Foundation Las Vegas, Nevada

We have audited the accompanying financial statements of Outside Las Vegas Foundation (a nonprofit organization), which comprise the statement of financial position as of December 31, 2013, and the related statements of activities and cash flows for the 15 months 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 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 Outside Las Vegas Foundation as of December 31, 2013, and the changes in its net assets and its cash flows for the 15 months then ended in accordance with accounting principles generally accepted in the United States of America.

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 10 is presented for purposes of additional analysis and is not a required part of the 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.

HintonBurdick, PLLC

Hinter Freder, PLIC

Mesquite, Nevada May 27, 2014

Statement of Financial Position December 31, 2013

ASSETS

Current assets		
Cash and cash equivalents	\$	168,936
Accounts receivable		20,360
Prepaid expenses		6,542
Total current assets		195,838
Property and equipment		
Furniture and equipment		12,934
Accumulated depreciation	-	(2,302)
Total property and equipment		10,632
Other assets		
Restricted cash		4,914
Deposits		2,200
Website design/development costs, net of		
accumulated amortization of \$19,430		16,946
Total other assets		24,060
Total assets	\$	230,530
LIABILITIES AND NET ASSETS		
Current liabilities		
Accounts payable	\$	9,639
Accrued expenses		11,364
Total current liabilities		21,003
Net assets		
Unrestricted		204,613
Temporarily restricted		4,914
Total net assets		209,527
Total liabilities and net assets	\$	230,530

Statement of Activities For the 15 Months Ended December 31, 2013

	Temporarily					
	Unrestricted			estricted	Total	
Revenues, gains and other support:						_
Contracts and agreements	\$	351,887	\$	-	\$	351,887
Donations and grants		123,521		4,914		128,435
In-kind donations		12,813		-		12,813
Program service revenue		51,496		-		51,496
Event income		8,147		-		8,147
Other income		57		-		57
Net assets released from restrictions:						
Satisfaction of program restrictions		69,098		(69,098)		
Total revenues, gains and other support		617,019		(64,184)		552,835
Expenses and losses:						
Program		442,574		-		442,574
Management and general		76,214		-		76,214
Fundraising		21,071				21,071
Total expenses		539,859				539,859
Change in net assets		77,160		(64,184)		12,976
Net assets at beginning of period		127,453		69,098		196,551
Net assets at end of period	\$	204,613	\$	4,914	\$	209,527

Statement of Cash Flows For the 15 Months Ended December 31, 2013

Cash flows from operating activities:		
Cash received from contracts and agreements	\$	400,928
Cash received from donations and grants		128,435
Cash received from program service revenue		20,996
Cash received from events and other income		8,204
Payments for employee expenses		(249,420)
Payments for other expenses		(267,426)
Net cash flows from operating activities		41,717
Cash flows from investing activities:		
Acquisition of property and equipment		(4,443)
Acquisition of other assets		(17,786)
Net cash flows from investing activities		(22,229)
Change in cash and cash equivalents		19,488
Cash and cash equivalents, including restricted cash,		
beginning of period		154,362
Cash and cash equivalents, including restricted cash,	Φ.	450.050
end of period	\$	173,850
Reconciliation of change in net assets to net cash		
flows from operating activities:		
Change in net assets	\$	12,976
Adjustments to reconcile change in net assets		
to net cash from operating activities:		
Amortization and depreciation		6,667
In-kind donations of property and equipment Changes in operating assets and liabilities:		(4,075)
Decrease/(increase) in accounts receivable		49,041
Decrease/(increase) in prepaid expenses		19,003
Decrease/(increase) in deposits		(1,100)
Increase/(decrease) in accounts payable		(4,918)
Increase/(decrease) in accrued expenses		(5,377)
Increase/(decrease) in deferred revenue		(30,500)
Net cash flows from operating activities		\$41,717
Supplemental schedule of non-cash investing activities		
Donations of property and equipment received	\$	4,075

The accompanying notes are an integral part of the financial statements

Notes to Financial Statements December 31, 2013

NOTE 1. Significant Accounting Policies

Nature of Operations

The Outside Las Vegas Foundation (the Organization), a 501(c)(3) non-profit organization, was formed in August 2000 to enhance the connections between people and the public lands in Southern Nevada. By helping to build collaborative systems, processes and partnerships that support better stewardship of public lands, the Organization works to encourage citizens to look at the landscape in a more holistic manner and to enhance educational and recreational experiences for the visiting public.

The Organization's primary focus areas are connected trails and open space systems, conservation programs and outdoor education. The Organization works with Southern Nevada citizens, the business community, educators, advocacy organizations and governmental entities to reach shared goals. The Organization supports effective collaboration to solve important community issues regarding quality if life and stewardship of public lands in Southern Nevada.

The Organization's major sources of revenues consist of contributions and government contracts and agreements.

Date of Management's Review

In preparing these financial statements, the Organization has evaluated events and transactions for potential recognition or disclosure through May 27, 2014, the date the financial statements were available to be issued.

Provision for Income Tax

No provision has been made for Federal income taxes because the Organization is exempt from Federal income tax as a public charity organization under Section 501(c)(3) of the Internal Revenue Code. The Organization has implemented accounting guidance associated with accounting for uncertainty in income taxes. There was no impact to the Organization's financial statements as a result of the implementation of this guidance.

Cash and Cash Equivalents

The Organization's cash and cash equivalents are considered to be cash-on-hand, demand deposits and short-term investments with original maturities of three months or less from the date of acquisition for purposes of the statement of cash flows. Restricted cash, if any, is included in the cash balances of the statement of cash flows.

Notes to Financial Statements December 31, 2013

NOTE 1. Significant Accounting Policies (Continued)

Property and Equipment and Other Assets

The Organization capitalizes property and equipment that have estimated useful lives greater than two years. Purchased property and equipment is capitalized at cost. Donations of property and equipment are recorded as contributions at their estimated fair value. Such donations are reported as unrestricted contributions unless the donor has restricted the donated asset to a specific purpose. Furniture and equipment are depreciated using the straight-line method over an estimated useful life of five years.

The Organization also capitalizes significant website design and development costs that are amortized over three years.

For the period ended December 31, 2013, amortization expense was \$4,659 and depreciation expense was \$2,008.

Contributions

Contributions are recognized as revenue when they are received. Contributions with donor-imposed restrictions are reported as temporarily restricted or permanently restricted revenues. Temporarily restricted net assets are reclassified to unrestricted net assets when the donor restrictions are met. Restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted contributions.

Contributions of services are recognized when received if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The Organization reports such contributions at their estimated fair value when received.

Advertising Costs

Advertising costs are expensed as incurred. Advertising and promotion expense for the period ended December 31, 2013 was \$5,887.

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.

NOTE 2. Accounts Receivable

The majority of the receivables at period end relates to program contracts and agreements. Management considers all receivables to be collectible; therefore, an allowance for doubtful account is not considered necessary.

Notes to Financial Statements December 31, 2013

NOTE 3. Restricted Net Assets

As of December 31, 2013, temporarily restricted net assets consist of the following:

River Mountain Loop \$ 4,914

Total temporarily restricted net assets \$ 4,914

The restricted cash balance at December 31, 2013 relates to the temporarily restricted net assets.

NOTE 4. In-kind Contributions

For the period ended December 31, 2013, the Organization recognized \$12,813 of in-kind donations as shown on the statement of activities. These in-kind donations relate to capital assets (\$4,075) and other expenses (\$8,738).

NOTE 5. Change in Accounting Period

The trustees of the Organization approved to change from a September 30th period end to a December 31st period end. This change is effective beginning for the 15 months ended December 31, 2013. Consequently, these financial statements cover a 15 month period instead of a 12 month period.

SUPPLEMENTARY INFORMATION

Schedule of Functional Expenses For the 15 Months Ended December 31, 2013

				nagement				
Expense category	<u>F</u>	Program	<u>&</u>	& General Fundraising		ndraising	Total	
Advertising and promotion	\$	3,628	\$	839	\$	1,420	\$	5,887
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Amortization and depreciation		4,445		1,111		1,111		6,667
Contractual expenses		96,396		467		26		96,889
Donations to others		3,000		-		-		3,000
Employee benefits		23,063		1,498		807		25,368
Event expense		_		-		4,387		4,387
Insurance		1,603		6,399		-		8,002
Legal and accounting		2,495		19,379		-		21,874
Occupancy		21,198		5,598		5,300		32,096
Office expense		4,701		8,948		572		14,221
Organization development services		225		16,229		-		16,454
Payroll taxes		16,696		1,084		584		18,364
Printing and copying		7,859		290		29		8,178
Program expenses		19,171		-		-		19,171
Salaries and wages		188,931		12,272		6,608		207,811
Training and meetings		23,144		563		200		23,907
Travel		26,019		1,537		27		27,583
Total	\$	442,574	\$	76,214	\$	21,071	\$	539,859