PROJECT PEANUT BUTTER

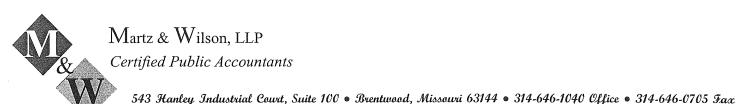
FINANCIAL STATEMENTS

FOR THE YEARS ENDED

DECEMBER 31, 2012 and 2011

DECEMBER 31, 2012 and 2011

Table of Contents	Page
INDEPENDENT AUDITOR'S REPORT	1 - 2
FINANCIAL STATEMENTS	
Statements of Financial Position	3
Statements of Activities and Changes in Net Assets	4
Statements of Cash Flows	5
Notes to Financial Statements	6 – 10



INDEPENDENT AUDITOR'S REPORT

The Board of Directors
Project Peanut Butter
St. Louis, Missouri

We have audited the accompanying financial statements of Project Peanut Butter (a Missouri nonprofit organization), which comprise the statements of financial position as of December 31, 2012 and 2011, and the related statements of activities and changes in net assets 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 Project Peanut Butter as of December 31, 2012 and 2011, 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.

MARTZ & WILSON, LLP Certified Public Accountants

July 16, 2013

STATEMENTS OF FINANCIAL POSITION

Assets

	Decemb	per 31,
	2012	2011
Current Assets Cash and cash equivalents Due from officer Promises to give	\$ 94,980 12,155 1,400,000	\$ 816,208 - -
Total Current Assets	1,507,135	816,208
Property and Equipment, net	1,182	2,206
Total Assets	\$ 1,508,317	\$ 818,414
Liabilities and Net	Assets	
Current Liabilities Accounts payable	\$ -	\$ -
Total Current Liabilities	-	-
Net Assets Restricted Unrestricted	1,400,000 108,317	593,115 225,299
Total Net Assets	1,508,317	818,414
Total Liabilities and Net Assets	\$ 1,508,317	\$ 818,414

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

	Year er	Year ended December 31, 2012	31, 2012	Yearen	Year ended December 31, 2011	31, 2011
	Unrestricted	Temporarily	- - - -	1.000	Temporarily	ŀ
Public Support		1		51	Restricted	lotal
Contributions Grants	\$ 697,721 540,658	\$ 1,462,969	\$ 697,721 2 003 627	\$ 1,197,904 491,280	\$ 48,241	\$ 1,246,145
Total Public Support	1,238,379	1,462,969	2,701,348	1,689,184	481,991	2,171,175
Investment Income	1 6	1 3	•	2,926	1	2,926
Total Bosonso	656,084	(656,084)		321,259	(321,259)	•
i otal Revenues	1,894,463	806,885	2,701,348	2,013,369	160,732	2,174,101
Expenses						
Programs						
Vitamins and minerals	111,499	i	111,499	483,078	•	483,078
Ingredients and supplies	826,433	į	826,433	1,054,507	1	1,054,507
Factory renovation and machinery	791,928	•	791,928	485,345	•	485,345
lravel	20,563	ı	20,563	20,810	•	20,810
Kental	•	ı	•	16,600	1	16,600
Volunteer expenses	58,642	ı	58,642	41,403	•	41,403
Lab fees	36,104	•	36,104	15,905	,	15,905
Payroll	127,667	•	127,667	74,500	1	74,500
Payroll taxes	7,627		7,627	6,148	•	6,148
Total program expenses	1,980,463	F	1,980,463	2,198,296	1	2,198,296
Administrative Expenses						
Accounting	11 940	,	11 940	11 180		74 700
Bank charges	2.774	•	2 7 7 7	1 242		11,109
Depreciation	1,024	,	1,024	1,203	•	1 203
Office expense	1,053		1,053	489	1	489
Office supplies	3,392	•	3,392	35		35
Postage	32	•	32	771	1	771
Insurance	5,383	•	5,383	1,724	•	1,724
Payroll fees	1,479	1	1,479	962	1	962
Total administrative expenses	27,077	P	27,077	17,449	*	17,449
Fundraising Expenses						
Advertising	3,905	•	3,905	10,240	,	10,240
Total Expenses	2,011,445	•	2,011,445	2,225,985		2,225,985
Change in Net Assets	(116,982)	806,885	689,903	(212,616)	160,732	(51,884)
Net Assets, Beginning of Year	225,299	593,115	818,414	437,915	432,383	870,298
Net Assets, End of Year	\$ 108,317	\$ 1,400,000	\$ 1,508,317	\$ 225,299	\$ 593,115	\$ 818,414

STATEMENTS OF CASH FLOWS

	Years ended December 31,		
	2012	2011	
Operating Activities			
Change in net assets	\$ 689,903	\$ (51,884)	
Adjustments to reconcile change in net assets to net cash provided by operating activities			
Depreciation and amortization	1,024	1,203	
Decrease (increase) in due from officer	(12,155)	-	
Decrease (increase) in promise to give	(1,400,000)	-	
Increase (decrease) in accounts payable	-	(7,921)	
Net cash used by operating activities	(721,228)	(58,602)	
Net Decrease in Cash and Cash Equivalents	(721,228)	(58,602)	
Cash-and Cash Equivalents, Beginning of Year	816,208	874,810	
Cash and Cash Equivalents, End of Year	\$ 94,980	\$ 816,208	

NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

NOTE 1 - ORGANIZATION

Project Peanut Butter is a therapeutic feeding program for malnourished children in Malawi and Sierra Leone, on the continent of Africa. Project Peanut Butter, founded in 2004, is a Missouri not-for-profit corporation and exempt from income taxes under Internal Revenue Code Section 501(c)(3). Project Peanut Butter purchases equipment, vitamins and minerals, and peanuts and provides them to a local charity to manufacture a ready-to-use therapeutic food (RUTF).

Donations to the Organization qualify for the charitable contribution deduction under Section 170(b)(1)(A) and the Organization is not a private foundation.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Financial Statement Presentation

The financial statements of the Organization have been prepared on the accrual basis of accounting and accordingly, reflect all significant receivables, payables, and other liabilities. The Organization receives public support from donations by private donors and grants from private foundations and public charities.

The financial statements are presented in accordance with Statement of Financial Accounting Standards No. 117, Financial Statements of Not-for-Profit Organizations.

Cash

The Organization considers, as cash equivalents, all highly liquid investments with a maturity at the date of purchase of three months or less.

Cash includes four checking accounts, and a PayPal account.

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 (CONTINUED)

December 31, 2012 and 2011

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property and Equipment

Property and equipment are stated at cost or at estimated fair-value at the date of the gift. Depreciation is computed on the straight-line method over the estimated useful lives of the assets. The Organization capitalizes all assets with a useful life of three years or above that cost \$250 or above.

Advertising

The costs of advertising are expensed as incurred. Advertising expense was \$3,905 and \$10,240 for the years ended December 31, 2012 and 2011, respectively.

Income Taxes

The Organization is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and applicable state codes. The Organization has also been classified as an entity that is not a private Organization within the meaning of Section 509(a) and qualified for deductible contributions as provided in Section 170(b)(1)(A)(vi).

The Organization has adopted FASB ASC 740-10-25, *Accounting for Uncertainty in Income Taxes*. The Organization will record a liability for uncertain tax positions when it is more likely than not that a tax position would not be sustained if examined by the taxing authority. The Organization continually evaluates expiring statutes of limitations, audits, proposed settlements, changes in tax law and new authoritative rulings.

The Organization has evaluated its tax positions for all open tax years. Currently, the tax years open and subject to examination by the Internal Revenue Service are the 2009, 2010, and 2011 tax years. However, the Organization is not currently under audit nor has the Organization been contacted by any jurisdiction. Based on the evaluation of the Organization's tax positions, management believes all tax positions taken would be upheld under an examination. Therefore, no provision for the effects of uncertain tax positions have been recorded for the years ended December 31, 2012 and 2011.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2012 and 2011

NOTE 3 - NET ASSETS

Net assets of the Organization and changes therein are classified and reported as follows:

Unrestricted Net Assets include all of the unrestricted support and revenue of the Organization, all of the expenses of the Organization, and transfers from temporarily restricted net assets for reimbursement of expenditures that meet the restrictions of the donors. Restricted contributions whose restrictions are met in the same reporting period are recorded as unrestricted contributions.

Temporarily Restricted Net Assets include all the restricted support and revenue of the Organization. Transfers are made from this fund to unrestricted net assets as expenditures are incurred which meet the restrictions of the donors.

NOTE 4 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted assets as of December 31, 2012 and 2011 are composed of:

Restricted Net Assets, December 31, 2010	Grants \$ 400,000	Contributions 32,383	Total \$ 432,383
Restricted Contributions - 2011 Hickey Foundation Arla Foods Private contributions	433,750 - - - 433,750	.14,973 .33,268 48,241	433,750 14,973 33,268 481,991
Expenditures to meet restrictions Restricted Net Assets, December 31, 2011	300,000	21,259	321,259
	533,750	59,365	593,115
Restricted Contributions - 2012 Hershey Foundation Hickey Foundation	1,400,000	-	1,400,000
	62,969	-	62,969
	1,462,969	-	1,462,969
Expenditures to meet restrictions Restricted Net Assets, December 31, 2012	596,719	59,365	656,084
	\$ 1,400,000	\$ -	\$1,400,000

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2012 and 2011

NOTE 5 - PROMISES TO GIVE

In December 2012, the Hershey Foundation committed to funding the Organization's operations in Ghana. Total promises to give were \$1,400,000 and \$0 for the years ended December 31, 2012 and 2011, respectively. Under generally accepted accounting principles, the Organization must recognize these commitments as assets. Because the funding must be used for future operations, these assets are restricted. No allowance for uncollectible promises to give is considered necessary.

Unconditional promises to give at December 31, 2012 and 2011 are as follows:

2012		2011
\$ 1,150,000	\$	-
250,000		-
-		***
1,400,000		-
		-
\$ 1,400,000	\$	
	\$ 1,150,000 250,000 - 1,400,000	\$ 1,150,000 250,000 - 1,400,000

NOTE 6 – DUE FROM OFFICER

During 2012, the Organization advanced funds totaling \$12,155 to an officer. In 2013, the balance was repaid.

NOTE 7 - PROPERTY AND EQUIPMENT

Property and equipment consisted of the following:

	<u>2012</u>	<u>2011</u>
Computer	\$ 2,385	\$ 2,385
Software	260	260
Camera	2,727	2,727
Furniture	1,289	 1,289
	6,661	6,661
Less accumulated depreciation	 (5,479)	(4,455)
	\$ 1,182	\$ 2,206

Depreciation expense was \$1,024 and \$1,203 for the years ended December 31, 2012 and 2011, respectively.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2012 and 2011

NOTE 8 - SUBSEQUENT EVENTS

The Organization has evaluated subsequent events through July 16, 2013, the date which the financial statements were issued.

NOTE 9 - EXPANSION

During 2011, the Organization had received grants and private contributions in connection with the Mali expansion. As of December 31, 2011, \$593,115 was recorded as restricted net assets. During 2012, the Organization suspended the Mali expansion due to civil unrest in the country.

During 2012, the Organization continued the Payatas Project to introduce supplemental feeding to the Philippines.

As of December 31, 2012, the Organization had received a promise to give in the amount of \$1,400,000 in connection with expansion into Ghana.