LOVE WITHOUT BOUNDARIES FOUNDATION FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2011 & 2010

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors

Love Without Boundaries Foundation

We have audited the accompanying statements of financial position of Love Without Boundaries Foundation (a non-profit organization) as of December 31, 2011 and 2010, and the related statements of activities and changes in net assets, and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. 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 audits 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 provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Love Without Boundaries Foundation as of December 31, 2011 and 2010, and the changes in net assets and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Medford, New Jersey May 31, 2012 Padden Cooper Lawson Denn Drewry, LLC Certified Public Accountants



Statements of Financial Position As of December 31

Assets	 2011	2010
Current assets:		
Cash and cash equivalents	\$ 912,624	\$ 813,221
Total assets	\$ 912,624	\$ 813,221
Liabilities and Net Assets		
Current liabilities:		
Accrued expenses	\$ 18,488	\$ 13,326
Net assets:		
Unrestricted net assets	590,267	529,866
Temporarily restricted net assets	303,869	270,029
Total net assets	894,136	799,895
Total liabilities and net assets	\$ 912,624	\$ 813,221

Statements of Activities & Changes in Net Assets For The Year Then Ended December 31, 2011

Revenues	Un	restricted]	Restricted	Total				
Contributions	\$	292,262	\$	1,437,088	\$	1,729,350			
Fundraising		88,816		-		88,816			
Grants		-		27,124		27,124			
Promotion Sales		12,244		-		12,244			
Investment Income		272		-		272			
Net assets released from									
restrictions		1,430,372	(1,430,372)		-			
Total revenue		1,823,966	1,857,806						
Expenses									
Program		1,621,790		-		1,621,790			
Administration		108,037		-		108,038			
Fundraising		33,738		-	33,737				
Total expenses		1,763,565			1,763,565				
Changes in net assets		60,401		33,840		94,241			
Net assets as of beginning of									
year		529,866		270,029		799,895			
Net assets as of end of year	\$	590,267	\$	303,869	\$	894,136			

Statements of Activities & Changes in Net Assets For The Year Then Ended December 31, 2010

			T	emporarily					
Revenues	Ur	restricted]	Restricted	Total				
Contributions	\$	302,943	\$	1,124,032	\$	1,426,975			
Fundraising		88,119		-		88,119			
Grants		-		45,000		45,000			
Promotion Sales		16,745		-		16,745			
Investment Income		444		-		444			
Net assets released from									
restrictions		1,130,056	(1,130,056)		-			
Total revenue		1,538,307		38,976		1,577,283			
Expenses									
Program		1,311,491		-		1,311,491			
Administration		93,306		-		93,306			
Fundraising		40,921		-		40,921			
Total expenses		1,445,718				1,445,718			
Changes in net assets		92,589		38,976		131,565			
Net assets as of beginning of									
year		437,277		231,053		668,330			
Net assets as of end of year	\$	529,866	\$	270,029	\$	799,895			

Statements of Cash Flows For The Years Then Ended December 31

	2011		2010
Change in net assets	\$ 94,241	\$	131,565
Adjustments to reconcile change in net assets to net			
cash provided by operating activities:			
Inventory and other assets	-		458
Accrued Expenses	5,162	_(19,889)
Net cash provided by operating activities	5,162	(19,431)
Net increase/ (decrease) in cash and cash equivalents	99,403		112,134
Cash and cash equivalents as of beginning of year	813,221		701,087
Cash and cash equivalents as of end of year	\$ 912,624	\$	813,221

LOVE WITHOUT BOUNDARIES FOUNDATION NOTES TO FINANCIAL STATEMENTS Years Then Ended December 31, 2011 and 2010

NOTE 1: NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

Love Without Boundaries Foundation (LWB) is a non-profit organization that provides humanitarian aid to orphaned children in China. LWB administers aid in education, foster care, healing homes, medical, and orphanage assistance, which enables children to receive families through adoption or to become self-sustaining members of their communities.

Basis of Presentation

The accompanying financial statements of LWB are prepared on the accrual basis.

The net assets of LWB and changes therein are classified and reported as follows:

- Unrestricted net assets are utilized to account for support and revenues that are absent of donor-imposed restrictions. Included in unrestricted net assets are legally unrestricted board appropriated or designated amounts.
- Temporarily restricted net assets consist of donations restricted by donors for designated program or asset acquisitions within LWB.

Revenue and recognition

LWB recognizes revenues when they are constructively received or unconditionally pledged and records these revenues as unrestricted or restricted support according to donor stipulations that limit the use of these funds due to time or purpose. In addition, LWB generates revenues from special events, interest income and other activities. These revenues are used to support general operations and programs of LWB.

Cash and cash equivalents

LWB considers all highly liquid investments with an original maturity date of three months or less to be cash equivalents.

The functional currency of LWB is the applicable local currency. The translation of the applicable foreign currencies into U.S. dollars is performed for assets and liabilities using current exchange rates in effect at the balance sheet date, for equity accounts using historical exchange rates, and for revenue and expense activity using the applicable month's average exchange rates.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosures at the date of the financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.

Income Taxes

LWB is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue code and related Oklahoma State Tax statutes. Therefore, LWB has made no provision for federal or state income taxes in the accompanying financial statements. There was no taxable unrelated business income for 2011 or 2010.

NOTE 2: TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes: (note: all funds restricted for medical purposes have been utilized for medical purposes)

	2011	 2010
Foster Care	\$ 158,637	\$ 113,727
Education	82,777	98,475
Orphanage Assistance	35,913	32,220
Healing Homes	26,542	25,607
Total temporarily restricted net assets	\$ 303,869	\$ 270,029

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or occurrence of events specified by the donors.

NOTE 3: DONATED SERVICES AND MATERIALS

LWB receives a substantial amount of services donated by its members in carrying out its mission. No amounts have been recorded in the financial statement for those services since they do not meet the criteria for recognition under SFAS No. 116. Auction items valued at \$ 11,750 and \$22,597 for 2011 and 2010, respectively have been included in contributions and expenses in the statement of activities.

NOTE 4: FUNCTIONAL ALLOCATION OF EXPENSES

LWB has functionalized its expenses according to two main categories. These categories include program and administrative. Program expenses are costs directly incurred by LWB to provide special care for orphaned children. The program expenses are divided into further categories. These categories include medical, foster care, healing homes, education, special projects, and orphanage assistance.

Included in administrative expenses are those costs necessary to run the LWB office. This consists of insurance, office supplies and other miscellaneous expenses associated with the daily operations of LWB administrative offices.

Functional expenses for the year then ended December 31, 2011 were comprised of the following:

548,793 \$

267,663 \$

	Program															
	Healing Special										•					
	N	Medical	Fo	ster care		homes Education		lucation	Projects		Orphanage		Adn	ninistrative		Total
Program	\$	2,113	\$	198,133	\$	128,942	\$	58,951	\$	18,525	\$	142,305	\$	-	\$	548,969
Medical		418,714		1,790		58,341		-		-		4,179		-		483,024
China Staff		36,391		40,049		124,389		80,404		-		20,797		-		302,030
Salaries		18,540		9,059		12,891		5,903		585		7,422		31,900		86,300
Transportation & travel		25,014		6,200		20,325		11,137		-		2,547		11,124		76,347
Bank & credit card fees		12,440		6,199		8,529		3,975		387		4,912		4,314		40,756
Caregiver		19,744		103		3,108		-		-		5,989		-		28,944
Clothing		94		412		691		1,407		-		26,121		-		28,725
Professional fees		-		-		-		-		-		-		25,298		25,298
Website & computer		-		-		-		-		-		-		16,683		16,683
Meals		8		4		13,837		838		-		3		-		14,690
Supplies		4,133		133		1,796		4,980		-		3,356		-		14,398
Insurance		2,186		1,067		3,361		2,587		69		968		3,758		13,996
Printing & publication		1,853		881		1,290		595		-		733		6,872		12,224
Postage & delivery		375		56		148		146		2		3,621		5,131		9,479
Telephone & internet		1,554		1,055		1,397		1,182		17		1,140		669		7,014
Payroll taxes		1,510		737		1,050		481		48		604		2,424		6,854
Training		2,022		482		686		1,355		_		2,294		-		6,839
Miscellaneous		1,361		601		1,933		535		_		479		1,382		6,291
IRA Contribution		542		265		376		173		17		217		957		2,547
Office expense		199		437		120		119		1		18		559		1,453
Foreign exchange		-		-		-		-		-		-	(3,034)	(3,034)

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174,768 \$

19,651 \$

227,705 \$

108,037

\$1,729,827

383,210 \$

Functional expenses for the year then ended December 31, 2010 were comprised of the following:

Program																
					H	Healing				Special						
	N	Medical	Foster care homes		Education			Projects		phanage	Administrative			Total		
Program	\$	1,684	\$	157,071	\$	154,750	\$	85,674	\$	26,263	\$	100,235	\$	-	\$	525,677
Medical		253,470		3,009		87,574		-		-		3,767		-		347,820
China Staff		21,429		34,885		74,678		52,191		-		18,112		-		201,295
Salaries		17,426		11,263		19,715		8,943		1,538		8,729		26,500		94,114
Transportation & travel		22,444		2,667		14,787		10,113		-		2,927		8,402		61,340
Bank & credit card fees		7,360		4,839		8,294		3,853		647		3,827		3,956		32,776
Clothing		-		40		924		637		-		23,217		-		24,818
Website & computer		-		-		-		-		-		-		23,379		23,379
Professional fees		-		-		-		-		-		-		16,355		16,355
Caregiver		9,795		189		2,673		145		23		1,462		-		14,287
Insurance		229		588		1,144		2,067		20		203		4,501		8,752
Supplies		82		-		2,739		3,550		-		3,645		-		10,016
Meals		10		6		8,139		521		-		5		-		8,681
Payroll taxes		1,339		865		1,514		687		118		671		2,027		7,221
Telephone & internet		1,204		1,083		1,611		1,146		32		1,090		649		6,815
Miscellaneous		1,225		483		1,197		698		-		870		1,096		5,569
Postage & delivery		355		312		311		201		20		2,365		1,089		4,653
Training		722		438		767		1,604		-		339		-		3,870
Printing & Publication		120		59		103		69		-		139		2,554		3,044
Foreign exchange		-		-		-		-		-		-		2,602		2,602
Office expense		238		17		348		855		-		59		196		1,713
-	\$	339,132	\$	217,814	\$	381,268	\$	172,954	\$	28,661	\$	171,662	\$	93,306	\$	1,404,797

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NOTE 5: CONCENTRATION OF CREDIT RISK

LWB maintains several depository accounts at various financial institutions. Accounts at an institution are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 thru December 31, 2011. The amount in excess of the FDIC limit was \$270,759 and \$331,366 as of December 31, 2011 and 2010, respectively.

Foreign exchange risk represents exposures to changes in the values of current holdings and future cash flows denominated in other currencies. The types of instruments exposed to this risk are cash held by foreign facilitators or banks and future cash flows in foreign currencies arising from foreign exchange transactions whose values fluctuate with changes in currency exchange rates.

NOTE 6: INVENTORY

At the end of 2009, the LWB Board of Directors decided to write off all items that remained in inventory and close LWB's online store. LWB recorded a loss on inventory write off of \$82,591. Online sales were outsourced to a vendor who produces and ships items as ordered and submits the proceeds to LWB.

NOTE 7: SUBSEQUENT EVENTS

LWB did not have any other subsequent events through May 31, 2012, which is the date the financial statements were available to be issued for events requiring recording or disclosure in the financial statements for the year ended December, 31, 2011.