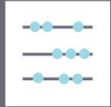


SERAPHIC FIRE, INC.
MIAMI, FLORIDA

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

MAY 31, 2019

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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Seraphic Fire, Inc.
Miami, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of Seraphic Fire, Inc. (the "Organization") (a nonprofit organization), which comprise the statement of financial position as of May 31, 2019, and the related statements of activities and change in net assets, 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

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 Organization'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 Organization'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 Seraphic Fire, Inc. as of May 31, 2019, 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.

A handwritten signature in blue ink that reads "Veedy-DeAnna Touyelle". The signature is written in a cursive style.

CERTIFIED PUBLIC ACCOUNTANTS

Coral Gables, Florida
September 16, 2019

SERAPHIC FIRE, INC.
STATEMENT OF FINANCIAL POSITION
MAY 31, 2019

ASSETS

ASSETS

Cash and cash equivalents (\$251,667 with donor restriction)	\$ 358,425
Grants receivable	157,727
Prepaid expenses	25,415
Investments (Substantially with donor restriction)	687,815
TOTAL ASSETS	<u>\$ 1,229,382</u>

LIABILITIES AND NET ASSETS

LIABILITIES

Accounts payable and accrued expenses	\$ 82,481
Deferred revenues	95,958
TOTAL LIABILITIES	<u>178,439</u>

NET ASSETS

Without donor restriction	248,391
With donor restriction	802,552
TOTAL NET ASSETS	<u>1,050,943</u>

TOTAL LIABILITIES AND NET ASSETS	<u>\$ 1,229,382</u>
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The accompanying notes are an integral part
of these financial statements.

SERAPHIC FIRE, INC.
STATEMENT OF ACTIVITIES AND CHANGE IN NET ASSETS
FOR THE YEAR ENDED MAY 31, 2019

	Without Donor Restriction	With Donor Restriction	Total
SUPPORT AND REVENUE			
Grants	\$ 430,107	\$ 266,250	\$ 696,357
Box office revenue	356,468	-	356,468
Contributions	588,716	-	588,716
Summer program	57,123	-	57,123
Contracted services and other income	247,109	-	247,109
Investment income, net	3,856	18,318	22,174
Net assets released from restrictions	119,112	(119,112)	-
TOTAL SUPPORT AND REVENUE	1,802,491	165,456	1,967,947
EXPENSES			
Program expenses	1,275,627	-	1,275,627
Administrative expenses	400,553	-	400,553
TOTAL EXPENSES	1,676,180	-	1,676,180
CHANGES IN NET ASSETS	126,311	165,456	291,767
NET ASSETS AT BEGINNING OF YEAR	30,012	729,164	759,176
RECLASSIFICATION	92,068	(92,068)	-
NET ASSETS AT END OF YEAR	\$ 248,391	\$ 802,552	\$ 1,050,943

The accompanying notes are an integral part of these financial statements.

SERAPHIC FIRE, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED MAY 31, 2019

CASH FLOWS FROM OPERATING ACTIVITIES:

Change in net assets	<u>\$ 291,767</u>
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Realized and unrealized gains	(22,178)
Increase in grants receivable	(56,826)
Decrease in prepaid assets	39,078
Decrease in accounts payable and accrued expenses	(72,303)
Decrease in deferred revenue	(51,724)
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>127,814</u>
INCREASE IN CASH AND CASH EQUIVALENTS	127,814
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	<u>230,611</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u><u>\$ 358,425</u></u>

The accompanying notes are an integral part
of these financial statements.

SERAPHIC FIRE, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED MAY 31, 2019

	Program			Supporting	
	Seraphic Fire Youth Initiative	Other Program Events	Total Program Expenses	Administrative	Totals
Advertising and Promotion	\$ -	\$ 165,388	\$ 165,388	\$ -	\$ 165,388
Auto Transportation	43	-	43	5,485	5,528
Equipment rental	-	14,767	14,767	6,943	21,710
Insurance	-	-	-	3,874	3,874
Office supplies	595	-	595	6,209	6,804
Other Expenses	296	10,418	10,714	25,849	36,563
Postage and printing	-	-	-	5,500	5,500
Professional fees	27,725	318,169	345,894	83,503	429,397
Rent	500	45,811	46,311	34,207	80,518
Salaries, taxes and benefits	69,136	277,290	346,426	193,719	540,145
Telephone Total	960	-	960	13,095	14,055
Ticket fees and credit card discounts	-	25,285	25,285	-	25,285
Travel, lodging, meals, and stipends	2,773	316,471	319,244	22,169	341,413
TOTALS	\$ 102,028	\$ 1,173,599	\$ 1,275,627	\$ 400,553	\$ 1,676,180

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 1 – NATURE OF ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

Seraphic Fire, Inc., (the “Organization”) is a not-for-profit Organization incorporated in the State of Florida. Seraphic Fire, Inc. aims to present high-quality performances of under-performed music with cultural significance. Simultaneously, Seraphic Fire, Inc. encourages the occupational advancement of musicians by providing a forum for the development and presentation of their talents, and promotes community well-being through musical education programs.

Seraphic Fire, Inc. also operates the Seraphic Fire Youth Initiative (SFYI). This program, in partnership with Miami-Dade County Public Schools, is a free music education program serving elementary and middle school students in economically disadvantaged communities. The program offers a unique, hands-on approach to music education and choral performance to Miami-Dade County youth. Seraphic Fire artists visit schools for dynamic presentations including music theory fundamentals, vocal pedagogy and interactive exercises with the artists.

Basis of Accounting

The Organization prepares its financial statements on the accrual basis of accounting principles generally accepted in the United States of America (“GAAP”).

The Organization prepares its financial statements in accordance with the Financial Accounting Standards Board Accounting Standards Codification (“FASB ASC”). The Organization is required to report information regarding its financial position and activities according to two classes of net assets. Accordingly, net assets of the Organization and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions

The portion of the net assets of the Organization that can be used subject to the broad limits resulting from the nature of the Organization, the environment in which it operates, and the purposes specified in its articles of incorporation or bylaws. In some cases, the use of these resources is also subject to limits resulting from contractual agreements with suppliers, creditors, and others entered into by the Organization in the normal course of business. The Organization has the greatest ability to choose when using these resources. Net assets without donor restrictions generally result from contributions that are not subject to donor-imposed restrictions.

Net Assets With Donor Restrictions

The portions of net assets of the Organization that is subject to either donor-imposed time restrictions or donor-imposed purpose restrictions. These restrictions limit the Organization’s choices when using these resources because the Organization has a fiduciary responsibility to its donors to follow the donor’s instructions. Net assets with donor restrictions generally result from donor-restricted contributions. There were \$802,552 net assets with donor restrictions as of May 31, 2019.

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 of assets and liabilities, the disclosure of contingent assets and liabilities and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 1 – NATURE OF ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Cash Equivalents

The Organization considers all highly liquid instruments, including money market funds, purchased with an original maturity of three months or less to be cash equivalents.

Concentrations of Credit Risk

Financial instruments that potentially subject the Organization to concentration of credit risk consist principally of cash equivalents. At times, cash balances may exceed the levels of insurance provided by the Federal Deposit Insurance Coverage (FDIC).

Deferred Revenue

Deferred revenue consists primarily of advance payments for future program events, which are recognized as revenue generally when the program event takes place.

Grants and Contributions

Contributions, including unconditional promises to give, are recorded when received. All contributions are available for use unless specifically restricted by the donor. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Generally, grants are deemed to be earned and reported as revenue when the Organization has incurred expenditures in compliance with the specific terms of the grant.

Income Taxes

The Organization is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code and therefore, has made no provision for federal income taxes in the accompanying financial statements. In addition, the Organization qualifies for the charitable contribution deduction under Section 170 (b) (1) (A) and has been classified as an organization other than a private foundation under Section 509 (a) (2).

There are no reserves held for uncertain tax positions at May 31, 2019. Tax years that are open under the statute of limitations remain subject to examination by the IRS. The Organization is generally no longer subject to U.S. Federal or State examinations by tax authorities for years before 2016.

Subsequent Events

Management has evaluated and noted no subsequent events through September 16, 2019, the date which the financial statements were available for issue.

Functional Expenses

The costs of providing Organization programs and support have been summarized on a functional basis on the statement of functional expenses. Accordingly, certain costs have been allocated to the various functions to the extent possible.

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 1 – NATURE OF ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

New Accounting Pronouncement

In August 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities. The Organization has adjusted the presentation of its financial statements accordingly. The new standard changes the following aspects of the Organization’s financial statements:

- The temporarily restricted and permanently restricted net asset classes have been combined into a single net asset class called *net assets with donor restrictions*.
- The unrestricted net asset class has been renamed *net assets without donor restrictions*.
- The financial statements include a new disclosure about liquidity and availability of resources (see Note 5), and expands on the disclosure related to the functional allocation of expenses.

NOTE 2 – ENDOWMENT

In February 2016, the Organization created an endowment fund for philanthropic and charitable purposes. The Endowment is held with the Coral Gables Community Foundation. Endowment net assets at May 31, 2019 consisted of the following:

	May 31, 2019		
	Without Donor Restriction	With Donor Restriction	Total
Board designated endowment funds	\$ 136,930	\$ -	\$ 136,930
Endowment funds	-	550,885	550,885
	\$ 136,930	\$ 550,885	\$ 687,815

Interpretation of Relevant Law

The Board of Trustees of the endowment has interpreted the Florida Uniform Prudent Management of Institutional Funds Act (FUPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Fund classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) annual investment income up to the consumer price index, with any excess earnings used to fund the annual scholarship award.

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 2 – ENDOWMENTS (Continued)

Changes in endowment net assets for the years ended May 31, 2019 were as follows:

	Without Donor Restriction	With Donor Restriction		
		Original Gift Amount	Accumulated Gains (Losses) and Other	Total With Donor Restriction
Endowment net assets, beginning of year	\$ 41,000	\$ 495,232	\$ 129,403	\$ 624,635
Dividend and Interest net of fees	982	-	4,177	4,177
Net appreciation (realized and unrealized)	2,880	-	14,141	14,141
Total investment return	3,862	-	18,318	18,318
Reclassification	92,068	4,768	(96,836)	(92,068)
Endowment net assets, end of year	<u>\$ 136,930</u>	<u>\$ 500,000</u>	<u>\$ 50,885</u>	<u>\$ 550,885</u>

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor restricted endowment funds may fall below the level that the donor intended. In accordance with accounting principles generally accepted in the United States of America, deficiencies of this nature are reported in unrestricted net assets. There were no such deficiencies as of May 31, 2019.

Strategies Employed for Achieving Objectives

Portfolio diversification will be achieved by investing in several different asset classes - including U.S. and international public equities, and U.S. Government and corporate fixed income securities. Broad diversification is expected to enhance risk-adjusted returns over the long-term. All investments will be held in U.S. dollars. Exchange traded funds, or indexed mutual funds, may be used to obtain adequate equity diversification. The investment portfolio will be further diversified within each asset class.

Spending Policy and How the Investment Objectives Relate to Spending Policy

The parties intend that contributions to the Seraphic Fire Endowment Fund will be irretrievably devoted to providing endowment funding for the benefit of Seraphic Fire. Accordingly, the amount that may be annually disbursed from the Seraphic Fire Endowment Fund has been calculated in an amount that is intended, over time, to preserve the principal of the Fund and will be equal to no more than three percent (3%) of the balance of the Seraphic Fire Endowment Fund calculated at the time of each such disbursement.

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 3 – FAIR VALUE MEASUREMENTS

The Organization’s investments are reported at fair value and held at an investment institution. The Organization classified its investments as of May 31, 2019, based upon an established fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement). The three levels of the fair value hierarchy are described below:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Organization has the ability to access.

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset’s or liabilities’ fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following table sets forth by level, within the fair value hierarchy, the Organization’s assets at fair value as of May 31, 2019:

Assets	Fair Value	Fair Value Measurements Using:		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Equities	\$ 321,398	\$ 321,398	\$ -	\$ -
Fixed income	293,203	293,203	-	-
Alternatives	30,165	-	30,165	-
Cash equivalents	43,049	43,049	-	-
	<u>\$ 687,815</u>	<u>\$ 657,650</u>	<u>\$ 30,165</u>	<u>\$ -</u>

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

NOTE 4 – COMMITMENTS AND CONTINGENCIES

In April 2014, the Organization entered into a three year non-cancelable lease agreement for facilities expiring in March 2017. The agreement was renewed for an additional five year term expiring March 2022. Rent expense for the facilities for the year ended May 31, 2019 was \$34,207. Additionally, the Organization entered into lease agreement for the use of copier machines for office use. The lease agreement has a term of four years and expires in October 2021.

The following represents lease commitments through the lives of the leases:

2020	42,025
2021	43,135
2022	37,953
Total	<u>\$ 123,113</u>

NOTE 5 - LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The following reflects the Organization’s financial assets as of May 31, 2019 that are available for general use within one year of that date to meet cash for general expenditures:

Cash and cash equivalents	\$ 358,425
Grants receivable	157,727
Investments	<u>687,815</u>
TOTAL ASSETS	1,203,967
Less:	
Investments with donor restrictions	550,885
Cash with donor restrictions	<u>251,667</u>
	802,552
Financial assets available to meet cash needs for general expenditures within one year:	<u>\$ 401,415</u>

The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations become due. Board-designated cash is available upon approval of expenditures by the board of directors.

NOTE 6 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets are restricted for the following purposes or time periods, as of May 31, 2019:

Time restrictions:

Concert	\$ 251,667
Earning on investments held in perpetuity	50,885
Restricted in perpetuity	<u>500,000</u>
	<u>\$ 802,552</u>

These net assets are restricted for specific purposes or until specific events occur. The originations used \$119,112 of restricted net assets for concert as of May 31, 2019.

SERAPHIC FIRE, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MAY 31, 2019

Net assets with donor restrictions are as follows at May 31, 2019:

Net assets with restrictions consist of the following assets

Cash	\$	251,667
Investments		<u>550,885</u>
	\$	<u><u>802,552</u></u>