NUNEZ CONSTRUCTION, INC. FINANCIAL STATEMENTS DECEMBER 31, 2022 (REVIEWED)



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Bradford & Associates, P.A.

Consultants and Advisors

James N. Bradford, Jr., C.P.A., C.F.F. Robert K. Chaney, C.P.A., C.F.F. Member American Institute of Certified Public Accountants Florida Institute of Certified Public Accountants

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

Board of Directors **Nunez Construction, Inc.** South Miami, Florida

The accompanying financial statements of **Nunez Construction**, Inc. (an "S" Corporation), which comprise the balance sheet as of December 31, 2022, and the related statements of operations and retained earnings and cash flows for the year then ended, and the related notes to the financial statements have been reviewed. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, no such opinion is expressed.

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.

Accountants' Responsibility

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. The results of our procedures provide a reasonable basis for our conclusion.

We are required to be independent of Nunez Construction, Inc and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements related to our review.

Accountants' Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

14160 Palmetto Frontage Road, Suite 32, Miami Lakes, Florida 33016 Telephone: (305) 825-6286 • 1-888-829-2723 (TAXCPA3) Fax: (305) 825-6292 • E-Mail: <u>bradfordcpa@bradfordcpa.com</u> Web Site: <u>www.bradfordcpa.com</u>

Supplementary Information

The accompanying supplementary information included in the schedule of contracts completed and the schedule of contracts in progress for the year ended December 31, 2022 is presented for purposes of additional analysis and is not a required part of the basic 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 supplementary information has been subjected to the review procedures applied in our review of the basic financial statements. We are not aware of any material modifications that should be made to the supplementary information. We have not audited the supplementary information and do not express an opinion on such information.

Bradford and Associates

Bradford & Associates, P.A. Certified Public Accountants

June 27, 2023



NUNEZ CONSTRUCTION, INC. BALANCE SHEET DECEMBER 31, 2022

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

ASSETS

Current Assets	
Cash	\$ 581,368
Contracts receivable	1,987,503
Other	503,327
Operating lease right-of-use assets	67,500
Contract assets	24,436
	 3,164,134
Property and Equipment	
less accumulated depreciation of \$201,081	 226,626
Total	\$ 3,390,760
LIABILITIES AND STOCKHOLDER'S EQUITY	
Current Liabilities	
Accounts payable	\$ 706,639
Note pavable - current	10 567

Note payable - current	10,567
Bank line of credit	-
Operating lease liabilities	67,500
Contract liabilities	1,020,194
	1,804,900
Long Term Debt	
Note payable, net of current	6,164
Stockholder's Equity	
Common stock	500
Additional paid in capital	650,000
Retained earnings	929,196
	1,579,696
	¢ . • • • • • •
Total	<u>\$ 3,390,760</u>

NUNEZ CONSTRUCTION, INC. STATEMENT OF OPERATIONS AND RETAINED EARNINGS FOR THE YEAR ENDED DECEMBER 31, 2022

Contract Revenue	
Contracts Completed (schedule)	\$ 2,918,407
Contracts in Progress (schedule)	6,015,482
	8,933,889
Cost of Contract Revenue	 7,427,235
Gross Profit	1,506,654
General and Administrative Expenses	 898,208
Net Income	608,446
Retained Earnings - Beginning	855,524
Stockholder Profit Distributions	 (534,774)
Retained Earnings - End	\$ 929,196

NUNEZ CONSTRUCTION, INC. STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2022

CASH FLOWS FROM OPERATING ACTIVITIES	
Net Income	\$ 608,446
Adjustments to reconcile net income to	
net cash provided by operating activities	
Depreciation	43,200
(Increase) Decrease in:	
Contracts receivable	(863,339)
Other	(429,073)
Operating lease right-of-use assets	(67,500)
Contract assets	(5,308)
Increase (Decrease) in:	
Accounts payable	(92,416)
Operating lease liabilities	67,500
Contract liabilities	1,357,237
Cash Provided by Operating Activities	 618,747
CASH FLOWS FROM INVESTING ACTIVITIES	
Acquisition of property & equipment	(18,496)
Cash Used by Investing Activities	 (18,496)
CASH FLOWS FROM FINANCING ACTIVITIES	
Repayments of line of credit	(300,000)
Repayments of note payable	(10,567)
Stockholder profit distributions	(534,774)
Cash Used by Financing Activities	 (845,341)
Decrease in Cash	(245,090)
Cash - Beginning	 826,458
Cash - End	\$ 581,368

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 1 - NATURE OF OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

The Company is a Florida state-licensed General Contractor and provides construction for residential and commercial projects, generally located in South Florida.

Revenue From Contracts with Customers

The company adopted the requirements of Financial Accounting Standards Board (FASB) Topic 606, *Revenue from Contracts with Customers,* in the Accounting Standards Codification (ASC) as of January 1, 2020. ASC 606 supersedes the revenue recognition requirements in FASB ASC 605, *Revenue Recognition,* and requires the recognition of revenue when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services.

To compute revenue from contracts within the scope of FASB ASC 606, the Company performs the following five steps: (1) identify the contract(s) with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to the performance obligations in the contract; and (5) recognize revenue when the entity satisfies a performance obligation.

The Company evaluates whether two or more contracts should be combined and accounted for as one single performance obligation and whether a single contract should be accounted for as more than one performance obligation. ASC 606 defines a performance obligation as a contractual promise to transfer a distinct good or service to a customer. A contract's transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied. The Company's evaluation requires significant judgment and the decision to combine a group of contracts or separate a contract into multiple performance obligations could change the amount of revenue and profit recorded in a given period.

Contract revenues are primarily derived from fixed-price construction contracts. The Company has determined that generally these fixed-price construction projects provide a distinct service and, therefore, qualify as one performance obligation as the promise to transfer the individual goods or services is not separately identifiable from other promises in the contracts and, therefore, not distinct. Revenue related to contracts with customers is recognized over time as work is completed because of the continuous transfer of control to the customer as work is performed at the customer's site and, therefore, the customer controls the asset as it is being

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

constructed. The Company uses the input measure of costs incurred to date relative to total estimated costs at completion to measure progress. The cost-to-cost measure of progress best depicts the transfer of control of assets to the customer, which occurs as costs are incurred.

Revenues from time-and-material contracts are billed to customers as work is performed. The Company determined that generally time-and-material contracts contain a single performance obligation as the services and maintenance provided by the contracts are considered a series that are substantially the same and have the same pattern of transfer to the customer. The performance obligation is considered to be satisfied over time since the customer simultaneously receives and consumes the benefits of the time-and-material contracts.

Cost of revenues earned include all direct material and labor costs and those indirect costs related to contract performance. The cost of significant uninstalled materials, re-work, or scrap is generally excluded from the cost-to-cost measure of progress as it is not proportionate to the entity's progress in satisfying the performance obligation. Costs to fulfill a contract, including mobilization costs, prior to substantive work beginning are capitalized as incurred and amortized over the expected duration of the contract. General and administrative costs are charged to expense as incurred. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined.

The Company's contracts may include retention provisions to provide assurance to customers that the Company will perform in accordance with the contract terms. The retention provisions are not considered a significant financing component. The balances billed but not paid by customers pursuant to these provisions generally become due upon completion and acceptance of the project by the customer. The Company has determined that there are no significant financing components included in construction contracts as of December 31, 2022.

Retainage for which the Company has an unconditional right to payment that is only subject to the passage of time are classified as contracts receivable. Retainage subject to conditions other than the passage of time do not meet the definition of a receivable and are therefore included in contract assets and contract liabilities, as determined on a contract-by-contract basis. The Company has determined that there are no retainage subject to conditions other than the passage of time and all retainage meets the definition of a receivable as of December 31, 2022.

The timing of when the Company bills their customers on long-term construction contracts is generally dependent upon agreed-upon contractual terms, which may include progress billings based on the completion of certain phases of the work, or when services are provided. When

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

billings occur subsequent to revenue recognition as a result of contingencies, the result is in unbilled revenue, which is included in contract assets. Additionally, the Company may receive advances or deposits from customers before revenue is recognized, resulting in deferred revenue, which is included in contract liabilities.

Contract assets represent revenues recognized in excess of amounts paid or payable to the Company on uncompleted contracts. Contract liabilities represent the Company's obligation to perform on uncompleted contracts with customers for which the Company has received payment or for which contract receivables are outstanding.

Cash

The Company maintains a cash account in one financial institution which is insured by the Federal Deposit Insurance Corporation up to \$250,000. Management believes no significant risk of loss exists.

Contracts Receivable

Contracts receivable include billed and unbilled amounts for services provided to customers for which the Company has an unconditional right to payment. Billed and unbilled amounts for which payment is contingent on anything other than the passage of time are included in contract assets and contract liabilities on a contract-by-contract basis.

When payment of the retainage is contingent upon the Company fulfilling its obligations under the contract it does not meet the criteria to be included in contracts receivable and remains in the contract's respective contract asset or contract liability, determined on a contract-by-contract basis. Retainage for which the Company has an unconditional right to payment that is only subject to the passage of time are included in contracts receivable. The Company has determined that there are no retainage subject to conditions other than the passage of time and all retainage meets the definition of a receivable as of December 31, 2022.

Contracts receivable are written off when they are determined to be uncollectible. The allowance for doubtful accounts is estimated based on the Company's historical losses, the existing economic conditions in the construction industry, and the financial stability of its customers. The Company follows the practice of filing statutory liens on all construction projects.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Leases

The company adopted the requirements of Financial Accounting Standards Board (FASB) Topic 842, *Leases*, in the Accounting Standards Codification (ASC) as of January 1, 2022. The standard was established to increase transparency and comparability among organizations by requiring the recognition of right-of-use (ROU) assets and lease liabilities on the balance sheet. Determination of a lease arrangement is made at its inception. Operating leases are included in operating lease right-of-use assets, and operating lease liabilities on the balance sheet.

ROU assets represent the right to use an underlying asset for the lease term and lease liabilities represent the obligation to make lease payments arising from the lease. Operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As the leases do not provide an implicit rate, the risk-free rate is used based on the information available at commencement date in determining the present value of lease payments. The operating lease ROU asset also includes any lease payments made and excludes lease incentives. The lease terms may include options to extend or terminate the lease when it is reasonably certain that the option will be exercised. Lease expense for lease payments is recognized on a straightline basis over the lease term. The lease agreements do not contain any material residual value guarantees or material restrictive covenants.

Property and Equipment

Property and Equipment are recorded at historical cost and are being depreciated on the straight line method over useful lives of five to fifteen years. Repairs and maintenance costs which do not increase the useful lives of the assets are charged to operations as incurred.

Income Taxes

The Company has elected to be taxed as an "S" Corporation. Accordingly, income or losses are reported by the stockholder for federal taxation purposes. Therefore, no provision for income taxes has been made in the financial statements.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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 and disclosures. Accordingly, actual results could differ from those estimates. Management periodically evaluates estimates used in the preparation of the financial statements for continued reasonableness. Appropriate adjustments, if any, to the estimates used are made prospectively based upon such periodic valuation. It is reasonably possible that changes may occur in the near term that would affect management's estimates. Revisions in estimated revenue from contracts are made in the year in which circumstances requiring the revision become probable.

NOTE 2 – CONTRACTS RECEIVABLE

Contracts receivable at January 1, 2022 and December 31, 2022 consisted of the following:

	<u>January 1, 2022</u>		Decen	December 31, 2022	
Completed Contracts	\$	411,859	\$	85,092	
Completed in Progress		714,946		1,201,713	
Retainage Receivable		682,003		700,698	
-	<u>\$</u>	1,808,808	<u>\$</u>	1,987,503	

There was no provision for doubtful accounts for the year ended December 31, 2022.

NOTE 3 - OTHER CURRENT ASSETS

Other current assets consist of a short-term loan receivable of \$500,000 which was repaid on March 13, 2023. The remaining balance of \$3,327 consists of prepaid expenses.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 4 - PROPERTY & EQUIPMENT

The major categories of Property and Equipment owned by the Company and their respective useful lives are as follows:

Calagory	Estimated Life	
Category	(In Years)	 Amount
Autos and trucks	5	\$ 96,970
Office furniture & equipment	7	103,405
Leasehold improvements	15	227,332
		 427,707
Less accumulated depreciation		(201,081)
_		
		\$ 226,626

Depreciation expense of \$43,200 was recorded for the year ended December 31, 2022.

NOTE 5 - CONTRACTS IN PROGRESS

Contracts in progress at December 31, 2022 are summarized as follows:

Costs incurred on uncompleted contracts	\$	6,416,863
Estimated gross profit		1,361,269
Contract revenue earned on uncompleted contracts		7,778,132
Billings to date		<u>(8,773,890)</u>
	<u>\$</u>	(995,758)

Contract assets and contract liabilities at January 1, 2022 and December 31, 2022 are disclosed as follows:

	<u>January 1, 2022</u>	December 31, 2022
Contract Assets	\$ 19,128	\$ 24,436
Contract Liabilities	(347,601)	(1,020,194)
	\$ (328,473)	<u>\$ (995,758)</u>

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 6 - BANK LINE OF CREDIT

The Company has a line of credit from City National Bank of Florida in the amount of \$1,000,000. The line of credit expires on April 5, 2024 and has a variable interest rate based upon the prime interest rate plus 2% which was 9.50% at December 31, 2022. The line of credit is personally guaranteed by the sole stockholder of the Company. There was no outstanding balance at December 31, 2022.

NOTE 7 - LONG TERM DEBT

Long term note payable at December 31, 2022 consisted of the following:

Note payable secured by Company vehicle with an interest rate	\$ 16,731
of 7.5% and a maturity date of August 7, 2024	

Less current portion	 (10,567)
Long Term Debt	\$ 6,164

Maturities of long-term debt are as follows:

Year ended		
December 31,	_	
2024		\$ 6,164
		\$ 6,164

NOTE 8 - RELATED PARTY TRANSACTIONS AND LEASES

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Codification ASC 842 for Leases to increase transparency and comparability among organizations by requiring the recognition of right-of-use (ROU) assets and lease liabilities on the balance sheet. The primary change in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 8 - RELATED PARTY TRANSACTIONS AND LEASES (CONTINUED)

Under the standard, disclosures are required to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases. The Company adopted the lease standard effective January 1, 2022, and recognized and measured leases existing at January 1, 2022 through a cumulative effect adjustment with certain practical expedients available. The standard did not have a material impact on the financial statements. The most significant impact was the recognition of ROU assets and lease liabilities for operating leases.

The sole stockholder of Nunez Construction, Inc. acquired 100% interest in Nula, LLC, that owns the Company's offices, on November 15, 2018, and the Company executed a triple net lease for their use. The initial lease term is for five years at an annual rent of approximately \$60,000 plus applicable Florida sales tax. The Company has the option to renew the lease for one additional five-year term. Management deems the lease to be at a fair rental value. The operating lease ROU assets and operating lease liabilities related to this lease agreement were \$67,500 and \$67,500, respectively. The remaining lease term of this agreement is one year. The total rent expense under this agreement was \$65,640 for the year ended December 31, 2022.

The future minimum lease payments under non-cancellable leases as of December 31, 2022, are as follows:

December 31,		
2023	\$	67,500
	\$	67,500

The Company and its sole stockholder are jointly and severally liable for the mortgage encumbering the real estate owned by Nula, LLC. The mortgage balance at December 31, 2022 was approximately \$507,000 with an interest rate of 5.5% per annum. The mortgage balance is being amortized over 25 years by a monthly payment of approximately \$3,500 with a maturity date of November 27, 2023. The value of the real estate collateral for the mortgage is greater than the outstanding mortgage obligation. The Company would be required to provide financial support to Nula, LLC for an event of default for failure to perform any obligation under the mortgage. The Company has determined that Nula, LLC is not required to be consolidated as a variable interest entity.

The company entered into a contract with the sole stockholder for a renovation project on his personal residence. This contract will be billed for costs incurred by the company with no provision for overhead or profit.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 9 - STOCKHOLDER'S EQUITY

The Company has 500 shares of common stock authorized, issued and outstanding at \$1 par value. Additional paid in capital is restricted solely to use for Company operations.

NOTE 10 - ADVERTISING COSTS

The Company incurred advertising costs of \$28,391 for the year ended December 31, 2022 which are expensed as incurred.

NOTE 11 - SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION

Cash paid for interest and income taxes for the year ended December 31, 2022 were as follows:

Interest	\$ 25,935
Income Taxes	\$

NOTE 12 - CONCENTRATION RISK

Approximately 43% of the Company's revenue for the year ended December 31, 2022 was derived from three construction projects.

NOTE 13 – COMMITMENTS AND CONTINGENCIES

The Company, as conditions for entering into certain construction contracts, purchased surety bonds. The bonds are guaranteed by contracts receivable of the Company. The Company is contingently liable to a surety company under a general indemnity agreement. The Company agrees to indemnify the surety for any payments made on contracts of suretyship, guarantee, or indemnity.

As of December 31, 2022, the Company did not have any exposure for outstanding bonds as all contracts in progress were for non-bonded projects.

(READ THE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

NOTE 14 - SUBSEQUENT EVENTS

The Company subsequently obtained a line of credit from First Horizon Bank in the amount of \$100,000. The line of credit has a variable interest rate based upon the prime interest rate plus 5%. The line of credit is personally guaranteed by the sole stockholder of the Company.

Management has evaluated subsequent events through June 27, 2023, which was the date the financial statements were available to be issued, and that no other material events have occurred that require adjustment to, or disclosure in, the financial statements that have not already been disclosed.

NUNEZ CONSTRUCTION, INC. SUPPLEMENTARY INFORMATION DECEMBER 31, 2022 (REVIEWED)



NUNEZ CONSTRUCTION, INC. SCHEDULE OF CONTRACTS COMPLETED FOR THE YEAR ENDED DECEMBER 31, 2022

	Total Contract				For the Year Ended December 31, 2022							
Project		Contract Amount	Gr	oss Profit	Contract fit Revenue		Cost of Contract Revenue		Gross Profit			
IVF Florida Clinic	\$	5,765,318	\$	964,715	\$	431,209	\$	433,427	\$	(2,218)		
Alexis Lauren Med Spa		923,874		157,993		923,874		765,881		157,993		
St Augustine Church		326,000		37,899		143,056		127,587		15,469		
Farm Air		279,966		55,026		279,966		224,940		55,026		
Amex Sunrise Sidewalk		257,135		56,563		254,061		198,123		55,938		
MCA at MIA		223,637		52,370		166,092		131,734		34,358		
Amex Lounge HVAC		199,752		35,710		61,923		50,363		11,560		
Small Jobs		672,119		137,826		658,226		524,567		133,659		
Total	\$	8,647,801	\$	1,498,102	\$	2,918,407	\$	2,456,622	\$	461,785		

NUNEZ CONSTRUCTION, INC. SCHEDULE OF CONTRACTS IN PROGRESS FOR THE YEAR ENDED DECEMBER 31, 2022

	Total Contract From Inception to December 31, 2022					Before January 1, 2022			At Decen	ıber 31, 2022	For the Year Ended December 31, 2022					
Project	Contract Amount	Estimated Gross Profit	Contract Revenue	Cost of Contract Revenue	Gross Profit	Progress Billings	Estimated Cost to Complete	Contract Revenue	Cost of Contract Revenue	Gross Profit	Contract Assets	Contract Liabilities	Contract Revenue	Cost of Contract Revenue	Gross Profit	Percent Complete
Balogh Residence - Exterior	\$ 1,669,852	\$ 320,000	\$ 1,280,865	\$ 1,035,408	\$ 245,457	\$ 1,486,015	\$ 314,444	\$ 715,033	\$ 576,108	\$ 138,925	\$-	\$ (205,150)	\$ 565,832	\$ 459,300	\$ 106,532	77%
Balogh Residence - Interior	1,569,782	310,000	1,378,339	1,106,145	272,194	1,555,106	153,637	519,822	416,046	103,776	-	(176,767)	858,517	690,099	168,418	88%
Toledo Residence	1,581,556	240,000	491,427	416,853	74,574	516,007	924,703	413	350	63	-	(24,580)	491,014	416,503	74,511	31%
Altira FPL Vault	1,080,743	215,000	1,043,606	835,994	207,612	1,057,350	29,749	373,643	300,007	73,636	-	(13,744)	669,963	535,987	133,976	97%
Circle One Condominium	3,166,998	530,000	2,060,078	1,715,322	344,756	2,043,175	921,676		-	-	16,903		2,060,078	1,715,322	344,756	65%
HMS - Peets Coffee	716,416	143,000	444,985	356,164	88,821	658,780	217,252	-	-	-		(213,795)	444,985	356,164	88,821	62%
Burger King Pre Security	350,234	70,000		-		-	280,234		-	-				-	-	0%
DFA 715 Concourse F	1,019,793	200,000	-	-		-	819,793		-	-		-	-	-	-	0%
JC Decaux	941,196	188,000	-	-		-	753,196		-	-			-	-	-	0%
Durango Residence	1,311,750	-	589,557	589,557		589,557	722,193	153,739	153,739	-		-	435,818	435,818	-	45%
Small Jobs	1,360,741	342,000	489,275	361,420	127,855	867,900	657,321			-	7,533	(386,158)	489,275	361,420	127,855	35%
Totals	\$ 14,769,061	\$ 2,558,000	\$ 7,778,132	\$ 6,416,863	\$ 1,361,269	\$ 8,773,890	\$ 5,794,198	\$ 1,762,650	\$ 1,446,250	\$ 316,400	\$ 24,436	\$ (1,020,194)	\$ 6,015,482	\$ 4,970,613	\$ 1,044,869	