MONTGOMERY COMMUNITY TELEVISION, INC.

June 30, 2005

MONTGOMERY COMMUNITY TELEVISION, INC.

CONTENTS

	Page
Independent Auditors' Report	1
Financial Statements	
Statements of Financial Position	2
Statements of Activities	3
Statements of Cash Flows	4
Notes to Financial Statements	5 - 9
Supplementary Information	
Schedule of Functional Expenses	10
Schedule of Expenses by Revenue Source	11

Independent Auditors' Report

To the Board of Directors of Montgomery Community Television, Inc.

We have audited the accompanying statements of financial position of Montgomery Community Television, Inc. as of June 30, 2005 and 2004, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of Montgomery Community Television, Inc.'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 audit 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 audits provide 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 Montgomery Community Television, Inc. as of June 30, 2005 and 2004, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Stoy, Malon: Compay, P.C.

Baltimore, Maryland December 8, 2005

MONTGOMERY COMMUNITY TELEVISION, INC. STATEMENTS OF FINANCIAL POSITION

ASSETS	June 30, 2005	June 30, 2004
Cash and cash equivalents Accrued interest receivable Accounts receivable	\$ 743,135 186	\$ 706,914 48
Contracts Other	138,919	48,586 790
Prepaid expenses	- 11,366	27,494
Property and equipment, net Deposits	89,609 28,805	110,117 28,805
Total assets	\$ 1,012,020	\$ 922,754
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable Accrued compensation Deferred rent Total liabilities	\$ 61,606 285,005 106,722 453,333	\$ 20,015 270,569 92,546 383,130
NET ASSETS		
Unrestricted	558,687	539,624
Total liabilities and net assets	<u>\$ 1,012,020</u>	\$ 922,754

MONTGOMERY COMMUNITY TELEVISION, INC. STATEMENTS OF ACTIVITIES

	Year Ended June 30, 2005	Year Ended June 30, 2004
REVENUE		
County contracts	\$ 2,375,464	\$ 2,287,818
Production	5,324	15,993
Training	45,380	50,925
Interest	4,801	3,182
Grants and contributions	22,365	-
Other	10,143	15,770
Total revenue	2,463,477	2,373,688
EXPENSES		
Program services	1,922,406	2,000,113
Administration	518,911	357,956
Fundraising	3,097	-
Total expenses	2,444,414	2,358,069
CHANGE IN UNRESTRICTED NET ASSETS	19,063	15,619
UNRESTRICTED NET ASSETS		
Beginning of year	539,624	524,005
End of year	\$ 558,687	\$ 539,624

MONTGOMERY COMMUNITY TELEVISION, INC. STATEMENTS OF CASH FLOWS

	ine 30, 2004
OPERATING ACTIVITIES	
Change in unrestricted net assets \$ 19,063 \$	15,619
Adjustments to reconcile change in net assets	
to net cash provided by operating activities	
Depreciation and amortization 51,070	62,259
Increase in deferred rent 14,176	22,443
Changes in operating assets and liabilities	
Accrued interest receivable (138)	(7)
Accounts receivable (89,543)	41,483
Prepaid expenses 16,128	11,004
Accounts payable 41,591	(26,410)
Accrued compensation14,436	39,282
Net cash provided by operating activities66,783	165,673
INVESTING ACTIVITIES	
Purchases of property and equipment (30,562)	(64,728)
Net cash used in investing activities (30,562)	(64,728)
	(0.,1.20)
INCREASE IN CASH AND CASH EQUIVALENTS 36,221	100,945
CASH AND CASH EQUIVALENTS	
Beginning of year 706,914	605,969
End of year \$ 743,135 \$	706,914

NOTE 1 - NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES

Montgomery Community Television, Inc. ("MCT") was formed in 1984 as a nonprofit organization. The principal function of MCT is to provide public access programming over the cable television system in Montgomery County, Maryland. A summary of significant accounting policies is as follows:

Net Assets

Unrestricted net assets generally result from revenues generated by MCT in providing services and carrying out its programs. There are no temporarily or permanently restricted net assets.

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, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. In the ordinary course of business, MCT may have funds on deposit with banks in excess of FDIC insured limits.

Allowance for Doubtful Accounts

Management is of the opinion that all accounts receivable are fully collectible; therefore, no allowance for doubtful accounts is provided.

Property and Equipment

Expenditures for the acquisition of property and equipment are capitalized at cost. The fair value of donated equipment is similarly capitalized. Expenditures for normal maintenance and repairs are charged to current operations, while expenditures for major replacements are capitalized. Upon the sale or retirement of property and equipment, the cost and accumulated depreciation are removed from the respective accounts and any gain or loss is included in operations for the year.

MCT provides for depreciation of property and equipment on the straight-line method over the estimated useful lives of the related assets, which range from three to five years. Amortization of leasehold improvements is provided over the remaining terms of the leases.

NOTE 1 - NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES (Cont'd.)

Donated Services

A number of volunteers have donated time to MCT. The value of the donated time is not reflected in the financial statements, since the services provided did not require specialized skills and there is no objective basis available to measure the value of the services.

Income Taxes

MCT is classified as a Section 501(c)(3) organization under the Internal Revenue Code (the "IRC"). As such, MCT's operations are generally not subject to federal or state income taxes. The IRC provides that certain production service revenue is unrelated business income and subject to income taxes. No income tax provision is reflected in these financial statements as allocable production expenses exceed this revenue.

NOTE 2 - COUNTY CONTRACTS

A significant portion of MCT's revenue is provided by Montgomery County (the "County") through two separate contracts, namely, the Master Contract and the Combined Services Contract. The following is a summary description of each contract:

Master Contract

The Master Contract provides funds to MCT from the County's Cable TV Fund for the main purpose of operating two community access channels and producing a local news program. The contract also specifies that MCT is to provide training services and equipment to community members for use in developing locally produced or locally sponsored programming. The Master Contract has been extended to June 30, 2006. The compensation for services provided from July 1, 2005 through June 30, 2006 will be a maximum amount not to exceed \$2,274,000.

Combined Services Contract

The Combined Services Contract provides funds to MCT to provide certain technical assistance with cable television production to the Executive and Legislative Branch of the County Government in order to create programming on the Montgomery County government access channel, known as County Cable Montgomery ("Channel 55"). The Combined Services Contract has been extended to July 1, 2006. The compensation for goods and services provided from July 2, 2005 through July 1, 2006 will be a maximum amount not to exceed \$356,000. The term of the contract may be renewed, at the County's discretion through June 30, 2006.

The County has the option to terminate these contracts ten days after written notice is provided to MCT.

During the term of the contract the County also provides equipment for MCT's use. The value of this equipment has not been reflected in the financial statements.

NOTE 2 - COUNTY CONTRACTS (Cont'd.)

A summary of revenue by contract recognized by MCT is as follows for the years ended June 30:

	2005	2004
Master Contract	\$ 2,080,000	\$ 1,999,350
Combined Services Contract	295,464	288,468
	<u>\$ 2,375,464</u>	\$ 2,287,818

NOTE 3 - PROPERTY AND EQUIPMENT

Property and equipment consists of the following at June 30:

	2005	2004
Office equipment Furniture and fixtures Video equipment Automobiles Leasehold improvements	\$ 336,482 171,642 1,956,042 83,526 710,826	\$ 315,424 171,642 1,948,838 83,526 708,526
	3,258,518	3,227,956
Less accumulated depreciation and amortization	3,168,909 \$ 89,609	3,117,839 \$ 110,117

Under the terms of the Master Contract, MCT may not use video equipment purchased with County funds after November 14, 1986 as collateral without prior County approval. MCT may not sell or dispose of any of the video equipment purchased after November 14, 1986 without first offering such equipment back to the County. Additionally, all furniture, office equipment, video equipment, vehicles and other similar types of personal property purchased with funds provided by the County under the Master Contract is to become the property of the County upon the termination or expiration of the contract.

NOTE 4 - ACCRUED COMPENSATION

Accrued compensation consists of the following at June 30:

	2005	2004		
Vacation pay	\$ 65,002	\$	67,514	
Salaries	37,253		46,055	
Retirement	 182,750		157,000	
	\$ 285,005	\$	270,569	

NOTE 5 - DEFERRED RENT

The deferred rent balance at June 30, 2005 and 2004 represents the cumulative difference between the rent expense recorded for financial statement purposes in accordance with Accounting Principles Generally Accepted in the United States ("GAAP") and the rent actually due and paid under the operating lease agreements. GAAP rent expense is recognized on a straight-line basis, calculated by dividing the total minimum rent to be paid during the term of the leases by the lease terms.

An analysis of deferred rent is as follows for the years ended June 30:

	 2005	 2004
GAAP rent for the year	\$ 307,964	\$ 307,964
Minimum rent actually due and paid for the year	(293,788)	(285,521)
Deferred rent for the year	14,176	22,443
Deferred rent balance, beginning of year	92,546	 70,103
Deferred rent balance, end of year	\$ 106,722	\$ 92,546

NOTE 6 - DEFINED CONTRIBUTION RETIREMENT PLAN

MCT has a defined contribution retirement plan (the "Plan") which covers employees that meet certain age and length of service requirements. Contributions to the Plan equal 10% of each covered employee's annual salary. The contributions vest over a five-year period at 20% per year. Non-vested retirement contributions are credited back to the Plan upon termination of an employee thereby reducing MCT's annual contribution. For the years ended June 30, 2005 and 2004, MCT's expense amounted to \$115,278 and \$79,590, respectively.

MCT has determined that certain part-time employees have been improperly excluded from the Plan. In order to correct this matter, management has filed an application under the Internal Revenue Service's Voluntary Correction Program. At June 30, 2005 the total amount management has accrued to correct the matter is \$182,750.

NOTE 7 - OPERATING LEASES

MCT leases office space and equipment under operating leases, which expire between 2005 - 2011. The office space leases also contain a provision for contingent rental payments to cover MCT's proportionate share of operating costs and real estate taxes. The following schedule indicates the composition of total rent expense for the years ended June 30:

		2005	2004
Minimum rent	\$	307,964	\$ 307,964
Contingent rent		63,313	72,629
	<u>\$</u>	371,277	\$ 380,593

NOTE 7 - OPERATING LEASES (Cont'd.)

Future minimum rental payments under these leases are as follows as of June 30, 2005:

Year Ending June 30,	
2006	\$ 298,175
2007	307,119
2008	316,333
2009	325,823
2010	335,598
Thereafter	345,666
	\$ 1,928,714

NOTE 8 - RELATED PARTY TRANSACTION

MCT has entered into an agreement to provide physical space to establish and operate a computer training classroom with a nonprofit organization affiliated with a Board member. This agreement expires May 2006. MCT will receive a percentage of the class registration fees. MCT will also provide access to the internet. All computer equipment will be provided by the related party.

SUPPLEMENTARY INFORMATION

MONTGOMERY COMMUNITY TELEVISION, INC. SCHEDULE OF FUNCTIONAL EXPENSES Year Ended June 30, 2005

		Program Services					Supportin	Total	
	Training	Creative Services	Operations	Programming	News	Total	Administration	Fundraising	Expenses
Personnel									
	¢ 440.500	6 000 507	A						
Salaries full time	\$ 148,533	\$ 266,507	\$ 185,166	\$ 112,997	\$ 82,046	\$ 795,249	\$ 219,085	\$ -	\$ 1,014,334
Salaries part time	30,709	98,856	14,422	3,177	30,312	177,476	4,020	-	181,496
Salaries full time - overtime	828	3,396	14,879	6,979	998	27,080	822		27,902
Salaries part time - overtime	96	37	262	-	580	975	-	-	975
Employee benefits	40,378	82,458	52,231	40,027	28,641	243,735	79,655		323,390
Total personnel	220,544	451,254	266,960	163,180	142,577	1,244,515	303,582		1,548,097
Direct expenses									
Employee recruitment cost	584	646	271	· -	-	1,501	-	-	1,501
Equipment rentals	-	-	47	-	· -	47	-	-	47
Travel and transportation	(756)	399	641	(540)	823	567	8,319	-	8,886
Postage and shipping	160	2,827	90	56	199	3,332	1,005	449	4,786
Printing and reproduction	4,321	3,059	· -	47	-	7,427	288	2,648	10,363
Periodicals and publications	1,323	807	807	807	77	3,821	2,538	-,	6,359
Representation	600	74	-	_	258	932	1,520	_	2,452
Outside labor	8,446	1,548	_	_	428	10,422	28,355	_	38,777
Auto maintenance	-	180	325	_	2,306	2,811	20,000	<u> </u>	2,811
Video tape stock	2,080	6,136	11,180	132	-	19,528	_	_	19,528
Production supplies	27	-	708	-	-	735	_	_	735
Production equipment	429	_	7,953	_	_	8,382		-	
Advertising and promotion	7,514	4,122	719	719	-	13,074	2.027	-	8,382
Graphic design	120	4,122	119	119	-		2,027	-	15,101
Music licensing	120		• · ·	- E40	-	120	-	-	120
Contract teachers	0.395		-	542	-	542	-	- '	542
	9,385	-	05.007	-	-	9,385	-	-	9,385
Consulting services	5,370	-	35,367	-	• -	40,737	24,086	-	64,823
Video equipment maintenance	· -	1,101	16,508	-	- '	17,609	576	-	18,185
Computer software	-	-	-	-	-	-	20,099	-	20,099
Computer equipment	-	-	5,759	-	-	5,759	7,596	-	13,355
Bank charges	-	-		-	- ·	-	1,621	-	1,621
Supplies	1,240	393	1,633	115	15	3,396	3,587	-	6,983
Telephone	-	1,384	691		1,625	3,700	1,073	-	4,773
Special services				663	-	663	-	-	663
Total direct expenses	40,843	22,676	82,699	2,541	5,731	154,490	102,690	3,097	260,277
Indirect expenses									
Rent	122,299	59,825	44,243	44,283	55,638	326,288	58,231	_	384,519
Utilities	9,551	(349)	3,790	3,790	6,652	23,434	5,577	-	29,011
Insurance	15,925	16,490	6,318	6,318	, -	45,051	6,318	_	51,369
Repairs and maintenance	6,078	1,838	2,411	2,412	4,713	17,452	15,616	_	33,068
Professional fees	12,686	4,182	5,033	5,033	8,954	35,888	14,054	<u>.</u> ·	49,942
Other	1,916	758	760	760	1,225	5,419	1,298	_	6,717
Postage	971	317	386	385	689	2,748	385	_	
Telephone	4,083	1,328	1,620	1,620	2,900			-	3,133
Supplies	3,840	1,127	1,524	1,524	2,850	11,551	3,271	-	14,822
						10,865	1,524		12,389
Total indirect expenses	177,349	<u>85,516</u>	66,085	66,125	83,621	478,696	106,274		584,970
Depreciation	8,941	8,941	8,941	8,941	8,941	44,705	6,365		51,070
Total expenses	\$ 447,677	\$ 568,387	\$ 424,685	\$ 240,787	\$ 240,870	\$ 1,922,406	<u>\$ 518,911</u>	\$ 3,097	\$ 2,444,414

MONTGOMERY COMMUNITY TELEVISION, INC. SCHEDULE OF EXPENSES BY REVENUE SOURCE Year Ended June 30, 2005

	 Public Access		News		News		Council		xecutive		oduction Services	-	Total
Personnel													
Salaries full time	\$ 694,224	\$	112,618	\$	111,931	\$	75,986	\$	19,575	\$	1,014,334		
Salaries part time	86,149		37,291		26,923		23,574		7,559	•	181,496		
Salaries full time - overtime	23,625		1,156		2,309		267		545		27,902		
Salaries part time - overtime	358		602		(3)		-		18		975		
Employee benefits	221,029		49,230		18,881		12,591		21,659		323,390		
Total personnel	 1,025,385		200,897		160,041		112,418		49,356		1,548,097		
Direct expenses													
Employee recruitment cost	1,501		_		_		_		_		1,501		
Equipment rentals	47		_		_				_		47		
Travel and transportation	8,063		823				- <u>-</u>		_		8,886		
Postage and shipping	4,170		199		_		_		417		4,786		
Printing and reproduction	10,363		-		_				-		10,363		
Periodicals and publications	6,282		77		-		_		_		6,359		
Representation	2,194		258		-		-		-		2,452		
Outside labor	38,349		428		_		_		_		38,777		
Auto maintenance	505		2,306		-				_		2,811		
Video tape stock	19,528		,		-		_		_		19,528		
Production supplies	735		-		-				-		735		
Production equipment	8,382		-		-		-				8,382		
Advertising and promotion	15,123		_		-		- ·		(22)		15,101		
Graphic design	120		-		-		-		-		120		
Music licensing	542		-		-		-				542		
Contract teachers	9,385		-		-		-		_		9,385		
Consulting services	64,823		-		-		-		<u> </u>		64,823		
Video equipment maintenance	18,185		-		-		_				18,185		
Computer software	20,099		-		-		- '.		-		20,099		
Computer equipment	13,355		-		-		-		-		13,355		
Bank charges	1,621		-		-		, - , - ,		_		1,621		
Supplies	6,968		15		15 -		-	-		_			6,983
Telephone	2,457		1,625		691	_		-		4,773			
Special services	 663								-		663		
Total direct expenses	 253,460		5,731		691		_		395		260,277		
Indirect expenses													
Rent	246,598		85,683		12,374		10,539		29,325		384,519		
Utilities	16,690		8,904		1,059		903		1,455		29,011		
Insurance	31,715		-		1,767		1,505		16,382		51,369		
Repairs and maintenance	24,910		6,108		674		574		802		33,068		
Professional fees	33,546		11,924		1,408		1,199		1,865		49,942		
Other	4,276		1,695		213		181		352		6,717		
Postage	1,877		916		108		92		140		3,133		
Telephone	9,540		3,853		453		386		590		14,822		
Supplies	7,387		3,725		426		363		488		12,389		
Total indirect expenses	 376,539		122,808		18,482		15,742		51,399		584,970		
Depreciation	 51,070	_	-	-	-		_	-	-		51,070		
Total expenses	\$ 1,706,454	\$	329,436	\$	179,214	\$	128,160	\$	101,150	\$	2,444,414		