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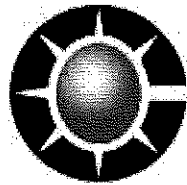
November 12, 2014

Board of Directors
Centerstone of Indiana, Inc.
645 S. Rogers Street
Bloomington, IN 47403

We have reviewed the audit report prepared by Blue & Co., LLC, for the period July 1, 2011 to June 30, 2012. In our opinion, the audit report was prepared in accordance with the guidelines established by the State Board of Accounts. Per the Independent Public Accountants' opinion, the financial statements included in the report present fairly the financial condition of Centerstone of Indiana, Inc., as of June 30, 2012, and the results of its operations for the period then ended, on the basis of accounting described in the report.

The Independent Public Accountants' report is filed with this letter in our office as a matter of public record.

Paul D. Joyce
Paul D. Joyce, CPA
State Examiner



CENTERSTONE

CENTERSTONE OF INDIANA, INC.

CONSOLIDATED FINANCIAL STATEMENTS

AND

SUPPLEMENTARY INFORMATION

JUNE 30, 2012 AND 2011

CPAs / ADVISORS

 **blue**

CENTERSTONE OF INDIANA, INC.

TABLE OF CONTENTS JUNE 30, 2012 AND 2011

	Page
Report of Independent Auditors	1
Financial Statements	
Consolidated Statements of Financial Position	3
Consolidated Statements of Activities and Changes in Net Assets	4
Consolidated Statements of Cash Flows	6
Notes to Consolidated Financial Statements	7
Supplementary Information	
Consolidating Statement of Financial Position – June 30, 2012	28
Consolidating Statement of Activities and Changes in Net Assets – Year Ended June 30, 2012	29
Consolidating Statement of Financial Position – June 30, 2011	31
Consolidating Statement of Activities and Changes in Net Assets – Year Ended June 30, 2011	32
Schedule of Expenditures of Federal Awards – Year Ended June 30, 2012	34
Schedule of Expenditures of State and Local Awards – Year Ended June 30, 2012	35
Report of Independent Auditors on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	36
Report of Independent Auditors on Compliance with Requirements That Could Have a Direct and Material Effect on Each Major Program and on Internal Control over Compliance in Accordance With OMB Circular A-133	38
Schedule of Findings and Questioned Costs – Year Ended June 30, 2012	40



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REPORT OF INDEPENDENT AUDITORS

Board of Directors
Centerstone of America, Inc.
Bloomington, Indiana

We have audited the accompanying consolidated statements of financial position of Centerstone of Indiana, Inc. (the Center) as of June 30, 2012 and 2011 and the related statements of activities and changes in net assets, and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Center's management. Our responsibility is to express an opinion on the Center's consolidated financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Guidelines for Examinations of Entities Receiving Financial Assistance from Governmental Sources, issued by the Indiana State Board of Accounts. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Center as of June 30, 2012 and 2011, and its consolidated 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.

As explained in Notes 1 and 2 to the consolidated financial statements, the Center is part of an affiliated group of entities. The Center is included in the reporting entity, Centerstone of America, and these consolidated financial statements include only the financial position, changes in net assets and cash flows of the Center.

Board of Directors
Centerstone of America, Inc
Bloomington, Indiana

In accordance with *Government Auditing Standards*, we have also issued our report dated December 6, 2012, on our consideration of the Center's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audits.

Our audits were conducted for the purpose of forming an opinion on the basic consolidated financial statements. The supplementary information listed in the accompanying table of contents is presented for purposes of additional analysis and is not a required part of the consolidated financial statements of the Center. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, and is also not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Blue & Co., LLC

December 6, 2012

CENTERSTONE OF INDIANA, INC.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION JUNE 30, 2012 AND 2011

ASSETS		
	2012	2011
Current assets		
Cash and cash equivalents	\$ 14,480,176	\$ 14,053,593
Accounts receivable, net	1,791,036	1,156,222
Other receivables	4,258,269	3,943,204
Due from affiliated entities	966,394	525,668
Unconditional promises to give, net	611,044	1,041,695
Prepaid expenses and other current assets	176,014	189,114
Total current assets	22,282,933	20,909,496
Property and equipment, net	27,431,576	21,789,283
Other assets	163,749	170,337
Unconditional promises to give, net	1,553,363	2,561,509
Assets whose use is limited	272,330	228,075
 Total assets	\$ 51,703,951	\$ 45,658,700
LIABILITIES AND NET ASSETS		
Current liabilities		
Current portion of long term debt	\$ 387,400	\$ 450,080
Accounts payable and accrued expenses	2,012,724	1,804,703
Estimated third party settlements	1,545,420	1,808,178
Accrued payroll, benefits and taxes	4,123,910	3,712,704
Total current liabilities	8,069,454	7,775,665
Long term debt		
Revenue bonds, net of current portion	3,731,937	4,150,000
Other long term debt, net of current portion	9,631,454	3,939,188
Total long term debt	13,363,391	8,089,188
Other liabilities	492,738	278,118
Agency liabilities	3,452,222	3,703,780
Derivative liability	104,691	112,925
 Total liabilities	25,482,496	19,959,676
Total net assets		
Unrestricted	23,157,714	22,598,320
Temporarily restricted	3,063,741	3,100,704
Total net assets	26,221,455	25,699,024
 Total liabilities and net assets	\$ 51,703,951	\$ 45,658,700

See accompanying notes to consolidated financial statements.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEARS ENDED JUNE 30, 2012 AND 2011

	2012	2011
Revenue, gains and other support		
Net client service revenue	\$ 24,740,636	\$ 22,985,146
Public support		
U.S. Department of Housing and Urban Development	332,385	332,964
Medicaid administrative outreach	2,381,886	2,535,270
Division of Mental Health	14,476,832	14,706,107
County funds	2,986,040	2,908,710
Other support	7,083,064	7,831,035
Total public support	27,260,207	28,314,086
Other revenue	2,510,550	2,174,565
Total revenue, gains and other support	54,511,393	53,473,797
Expenses		
Salary and fringe benefits	32,005,744	31,042,125
Telephone	1,264,871	1,233,857
Travel	1,962,858	1,355,195
Drugs and supplies	871,802	765,879
Contracted services	1,507,385	1,144,935
Purchased services	223,947	197,899
Utilities	686,946	664,117
Repairs and maintenance	1,301,027	1,474,116
Affiliated management fees	7,345,777	6,988,860
Rents and leases	1,474,997	1,511,472
Depreciation and amortization	1,094,371	1,165,024
Insurance	593,699	669,920
Bad debt	1,433,168	2,403,559
Interest	184,459	199,602
Miscellaneous	1,611,576	1,554,876
Total expenses	53,562,627	52,371,436
Operating income	\$ 948,766	\$ 1,102,361

See accompanying notes to consolidated financial statements.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEARS ENDED JUNE 30, 2012 AND 2011

Nonoperating revenues and expenses

Foundation related expenses	\$ (755,443)	\$ (876,619)
Contributions and pledges	501,941	405,317
Other	23,198	501,972
Investment income, net	6,242	14,663
Contributions to supported entities	(614,952)	-0-
Net assets released from restriction	614,952	194,296
Unrealized gain on derivatives	8,234	93,622
Total nonoperating revenues and expenses	(215,828)	333,251
Excess of revenue over expenses before discontinued operations	732,938	1,435,612

Discontinued operations

Loss from discontinued operations	(37,177)	(220,614)
Excess of revenue over expenses	695,761	1,214,998

Other changes in net assets

Liquidating distributions	(136,367)	-0-
Equity transfer with Centerstone of Tennessee	-0-	247,340
Equity transfer with Centerstone Research Institute	-0-	(425,853)
Change in unrestricted net assets	559,394	1,036,485

Temporarily restricted

Contributions and pledges	577,989	3,295,000
Net assets released from restrictions	(614,952)	(194,296)
Change in temporarily restricted net assets	(36,963)	3,100,704

Change in net assets	522,431	4,137,189
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Net assets, beginning of year

	25,699,024	21,561,835
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Net assets, end of year

	\$ 26,221,455	\$ 25,699,024
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See accompanying notes to consolidated financial statements.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2012 AND 2011

	2012	2011
Operating activities		
Change in net assets	\$ 522,431	\$ 4,137,189
Adjustments to reconcile change in net assets to net cash flows from operating activities		
Loss on disposal of assets	3,198	-0-
Depreciation and amortization (including \$7,438 included in discontinued operations in 2011)	1,094,371	1,172,462
Unrealized gain on derivative	(8,234)	(93,622)
Bad debt	1,433,168	2,403,559
Change in net present value of pledges and uncollectible allowance	(178,632)	887,249
Equity transfers with affiliated entities	-0-	178,513
Restricted contributions and pledges	(577,989)	(3,295,000)
Changes in operating assets and liabilities		
Accounts receivable, net	(2,067,982)	(2,000,077)
Due to/from affiliates	(440,726)	(2,408,779)
Other receivables	(315,065)	787,824
Unconditional promises to give, net	1,617,429	(4,490,453)
Prepaid expenses and other current assets	13,100	(7,209)
Accounts payable and accrued expenses	208,021	935,099
Estimated third party settlements	(262,758)	(971,575)
Accrued payroll, benefits and taxes	411,206	253,651
Agency liabilities	(251,558)	3,703,780
Other liabilities	214,620	(20,782)
Net cash flows from operating activities	1,414,600	1,171,829
Investing activities		
Change in other assets	(266,155)	14,198
Proceeds from discontinued operations	409,110	-0-
Purchase of property and equipment	(6,739,862)	(2,944,769)
Change in assets whose use is limited, net	(44,255)	25,602
Net cash flows from investing activities	(6,641,162)	(2,904,969)
Financing activities		
Liquidating distributions	(136,367)	-0-
Equity transfers with affiliated entities	-0-	(178,513)
Restricted contributions and pledges	577,989	3,295,000
Proceeds from issuance of long term debt	5,678,871	2,979,940
Principal payments on long term debt	(467,348)	(370,190)
Net cash flows from financing activities	5,653,145	5,726,237
Net change in cash and cash equivalents	426,583	3,993,097
Cash and cash equivalents, beginning of year	14,053,593	10,060,496
Cash and cash equivalents, end of year	\$ 14,480,176	\$ 14,053,593
Supplemental cash flows information		
Cash paid for interest	\$ 184,459	\$ 199,602

See accompanying notes to consolidated financial statements.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Originally, South Central Community Mental Health Centers, Inc. d/b/a Center for Behavioral Health changed its name to Centerstone of Indiana, Inc. (the Center). Concurrently, Centerstone of America, Inc. (previously Centerpoint, Inc.) became the sole member of the Center. Subsequently, Quinco Consulting Center, Inc. and Dunn Mental Health Center, Inc and its affiliate Independent Living Alternatives, Inc. d/b/a Cumberland Apartments (Cumberland) merged with the Center.

The Center was incorporated as a not-for-profit organization in June 1967 under the laws of the State of Indiana and commenced operations in August 1968. The Center is responsible for the establishment, operation and maintenance of a comprehensive mental health center which focuses on the treatment and prevention of mental illness and emotional disturbances of individuals. These services are provided to children and adults upon application or referral. The Center employs qualified psychiatrists, psychologists, social workers and others to consult with and treat individuals using the facilities of the Center. These services are currently delivered through community clinics located throughout many counties in Indiana and include outpatient care, consultation, screening, 24-hour emergency services, community education, a detoxification program with inpatient treatment and residential services to area residents. The Center received a majority of its revenue from client services and federal, state and county grants.

Principles of Consolidation

The consolidated financial statements include the accounts of Centerstone of Indiana, Inc., Centerstone Foundation, Inc., Behavioral Health Organizations of Indiana, LLC. (BHOI), Independent Living Alternatives, and Centerstone Supportive Housing, LLC (Supportive Housing).

The Center is the sole member of Centerstone Foundation, Inc. Centerstone Foundation, Inc. is a not-for-profit organization that receives contribution and support for the affiliated entities of Centerstone of America, Inc. Centerstone Foundation received oversight and agency duties from Centerstone of Tennessee, Inc during 2011.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

The Center owned two-thirds interest in BHOI. During August 2011, management of BHOI decided to discontinue all remaining operations as a result of the operating losses and negative cash flows. The Center received a payment of \$272,733 as a result of BHOI ceasing operations while the non-controlling interest party received \$136,377. The non-controlling interest has been deemed immaterial and has not been separately displayed in the accompanying financial statements.

Centerstone Supportive Housing, LLC (Supportive Housing) was incorporated in the State of Indiana and may conduct any and all lawful business and activities as long as they are consistent with the charitable purposes or status of the sole member, Centerstone of Indiana, Inc. Supportive Housing was formed to develop, own and operate a 60-unit affordable housing rental project (Project) and participates in the 1602 Tax Credit Exchange Program mortgage administered through the Indiana Housing Community Development Authority.

Independent Living Alternatives and Supporting Housing are consolidated as the Center is the sole corporate member.

All material intercompany accounts and transactions have been eliminated.

Use of Estimates

The preparation of consolidated 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. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Basis of Presentation

Financial statement presentation follows the recommendations outlined in the Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) for Non-Profit Entities. The Center is required to report information regarding its financial position and activities according to two classes of net assets: unrestricted net assets and temporarily restricted net assets and to distinguish between contributions that increase temporarily restricted net assets and unrestricted net assets.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Affiliated Entities And Related Parties

The Center is part of an affiliated group of entities. The Center is included in the reporting entity, Centerstone of America (Parent), and these consolidated financial statements include only the financial position, changes in net assets and cash flows of the Center and its subsidiaries.

Centerstone of America, Inc. is the holding company of the Center. Centerstone of America has the following additional entities under common control: Advantage Behavioral Health, Johnson Nichols, Not Alone, Inc., Centerstone of Tennessee Inc., and Centerstone Research Institute, Inc.

Advantage Behavioral Health is a not-for-profit organization that provides administrative services and support to behavioral health organizations. Advantage Behavioral Health is a Sister Corporation of the Center.

Johnson Nichols is a health clinic where the Center pays the salaries generated at Johnson Nichols and is reimbursed accordingly. Johnson Nichols is a Sister Corporation of the Center.

Not Alone, Inc. provides counseling services to returning members of the armed forces. Not Alone, Inc. is a Sister Corporation of the Center.

Centerstone of Tennessee, Inc. is a community mental health center with locations in various counties in Tennessee. Included within Centerstone of Tennessee Inc. are its subsidiaries which include Centerstone Endowment Trust and Cumberland Holding Corp. Centerstone of Tennessee, Inc. is a Sister Corporation of the Center.

Centerstone of America, Inc. is the holding company (Parent Corporation) of the Center.

Centerstone Research Institute, Inc. is a research, benchmarking and information technology consulting corporation dedicated to improving health care delivery through the marriage of research and information technology. Centerstone Research Institute, Inc. is a Sister Corporation of the Center.

The Center is a management agent and sponsor of six multifamily residential apartments and two supervised living group homes for the mentally ill. The associated not-for-profit entities are related parties to the Center and are not consolidated within the accompanying financial statements.

Red Oak Industries, is a not-for-profit organization that provides cleaning services. Certain members of management serve on the board of directors for Red Oak and as such it is a related party to the Center. It is not consolidated within the accompanying financial statements.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Net Asset Classifications

The consolidated financial statements have been prepared in accordance with the Not-For-Profit Organizations Topic of the Statement of Financial Accounting Standards, *Financial Statements of Not-For-Profit Organizations*. The topic requires, among other things, that the financial statements report the changes in and total of each of the net asset classes, based upon donor restrictions, as applicable. Applicable net assets are classified as unrestricted and temporarily restricted as is described below:

Unrestricted Net Assets

The unrestricted net asset class includes general assets and liabilities of the Center. The unrestricted net assets of the Center may be used at the discretion of management to support the Center's purposes and operations.

Temporarily Restricted Net Assets

The Center's temporarily restricted net assets consist of contributions and pledges received by Centerstone Foundation, Inc.

Cash and Cash Equivalents

For purposes of reporting cash flows, the Center considers all liquid investments with an original maturity of three months or less to be cash equivalents. The Center maintains these deposits with banks. At times, these deposits may exceed federally insured limits. The Center believes it is not exposed to any significant credit risk on cash and cash equivalents.

Unconditional Promises to Give

Contributions are recognized when the donor makes a promise to give to the Center that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

The Center uses the allowance method to determine uncollectible promises receivable. The allowance is based on prior years' experience and management's analysis of specific promises made.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Donor Support

The Center reports gifts of land, buildings, and equipment as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support.

Absent explicit donor stipulations regarding how long those long-lived assets must be maintained, the Center reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service, as instructed by the donor. The Center reclassifies temporarily restricted net assets to unrestricted net assets at that time.

Other Receivables

The Center has recorded receivables from federal and state agencies related to grants under contract. The Center expects full collection of these receivables

Investments and Investment Income

Investments in equity securities and debt securities are measured at fair value in the balance sheets. Fair values are based on quoted market prices, if available, or estimated using quoted market prices for similar securities.

Unrealized and realized gains and losses on investments, interest, and dividends from all investments are reported as a component of the performance indicator unless the income is restricted by donor or law.

Assets Whose Use Is Limited

Assets whose use is limited consists of funds that have been designated by the board to be used to acquire buildings, property and equipment and funds held by the trustee for debt service. At June 30, 2012 and 2011, the funds are held by trustee for debt service are \$272,330 and \$228,075, respectively. The funds consist of cash and cash equivalents, certificates of deposit, corporate bonds and mutual funds.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Performance Indicator and Operating Indicator

The consolidated statements of activities and changes in net assets include a performance indicator, excess of revenue over expenses. Changes in unrestricted net assets which would be excluded from the performance indicator include equity transfers from affiliated parties and changes in unrealized gains (losses) on other than trading securities. The consolidated statements of activities and changes in net assets also include an operating indicator, operating income. Certain nonoperating items are excluded from the operating indicator including Centerstone Foundation, Inc. expenses, contributions and pledges, other income, investment income, gains and losses on investments, nonoperating net assets released from restriction, contributions to affiliates, unrealized gains on derivatives, and losses on disposal of equipment.

Advertising Costs

The Center uses advertising to promote its programs and services among the clients it serves. The advertising costs are expensed as incurred. Advertising costs totaled \$111,886 and \$91,762 for June 30, 2012 and 2011, respectively.

Property and Equipment

Expenditures for property and equipment and items which substantially increase the useful lives of existing assets are capitalized at cost. The Center provides for depreciation on the straight-line method at rates designed to depreciate the costs of assets over estimated useful lives as follows:

	<u>Years</u>
Furniture and equipment	3-10
Leasehold improvements	10
Buildings	18-30
Building and land improvements	5-20

Gifts of long-lived assets such as land, buildings, or equipment are reported as unrestricted support, and are excluded from the performance indicator, unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Bond Issuance Costs

Other assets include bond issuance costs of approximately \$258,000 and related accumulated amortization of approximately \$104,000 and \$98,000 as of June 30, 2012 and 2011, respectively, related to variable rate demand revenue bonds. Amortization expense was approximately \$6,000 for the years ended June 30, 2012 and 2011. The remaining amount of amortization will be recognized over the life of the bond, which is 12 years as of June 30, 2012.

Net Client Service Revenue and Accounts Receivable

The Center has agreements with third-party payors that provide for payments to the Center at amounts different from its established rates. Payment arrangements include prospectively determined rates per discharge, discounted charges, and per diem payments. Net client service revenue is reported at the estimated net realizable amounts from patients, third-party payors, and others for services rendered, including estimated retroactive adjustments under agreements with third-party payors for audits. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods, as final settlements are determined. No accrual is made for those retroactive adjustments that are not reasonably estimable.

The Center estimates an allowance for doubtful accounts based on an evaluation of historical adjustments and losses, current economic conditions and factors unique to payor situations. The Center's allowance for doubtful accounts as of June 30, 2012 and 2011 were \$1,702,810 and \$1,785,833, respectively.

Included in net patient service revenue are reimbursements from Medicare, Medicaid, Commercial payors and self-pay patients. As part of the Medicaid program, the Center participates in the Medicaid Rehabilitation Option (MRO). The MRO program includes a Federal portion and a State portion. As part of the State plan, the Center pays the State portion.

Laws and regulations governing the Medicare and Medicaid programs are extremely complex and subject to interpretation. As a result, there is at least a reasonable possibility that recorded estimates will change by a material amount in the near term. Given the current regulatory and reimbursement environment, there can be no assurances that adequate reimbursement levels will continue to be available for the services provided by the Center. Significant limits on the scope of services reimbursed and on reimbursement rates and fees could have a material adverse effect on the Center's liquidity, financial condition, results of operations, and cash flows.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Medicaid Funds Recovery

The Center participates in the Medicaid Funds Recovery Program. Funding for the Medicaid Funds Recovery Program is available through the Medicaid Program for certain administrative activities. Funding under the Medicaid Funds Recovery Program is available only to those providers who are certified as Managed Care Providers or Community Mental Health Centers by the Division of Mental Health and Addiction.

Public Support

The Center receives federal and state grants for providing services in specific program areas. Receipt of these funds is subject to the fulfillment of certain obligations by the Center as prescribed by these programs and funds may be subject to repayment upon a determination of noncompliance made by a funding agency.

Indiana state law stipulates that the counties served by comprehensive community mental health centers provide the centers with a minimum designated amount. Tax receipts are designated to be remitted to the centers by June and December of each year. The Center recognizes the county tax receipts as income in the period the funds are due from the counties. Accordingly, amounts are recorded as other receivables or deferred revenue based upon the timing of the actual receipts.

The Center receives federal, state and other grants for providing services in specific program areas. Receipt of these funds is subject to the fulfillment of certain obligations by the Center as prescribed by these programs and funds may be subject to repayment upon a determination of noncompliance made by a funding agency. These amounts are also recorded as public support. Any amounts due to the Center for these funds and programs are included in other receivables in the statements of financial position.

The Center derives a significant portion of its revenue from third-party payors and federal and state funding programs. The receipt of future revenues by the Center is subject to among other factors, Federal and state policies affecting the health care industry, economic conditions that may include an inability to control expenses in periods of inflation, increased competition, market pressures on premium rates and other conditions which are impossible to predict.

Contributions to Affiliates

Centerstone Foundation, Inc. sends contribution support to affiliated entities to help further the mission of those organizations. Amounts will be eliminated upon consolidation of these financial statements and the consolidated financial statements of Centerstone of America, Inc.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Estimated Third Party Settlements

Estimated third party liabilities for Medicare, Medicaid, Medicaid Rehabilitation Option (MRO), grants and other programs reflect the difference between interim reimbursement and reimbursement as determined by contractual agreements and third-party audits. Based upon payments received from Medicare, Medicaid, MRO, grants and other programs, the Center has estimated and recorded a liability of \$1,545,420 and \$1,808,178 as of June 30, 2012 and 2011, respectively.

Agency Liabilities

Centerstone Foundation, Inc. serves as an agent, primarily on behalf of Centerstone of Tennessee, Inc. and Centerstone Research Institute, Inc. for certain donor restricted funds which were transferred during 2011. The Foundation transfers assets to these related parties in accordance with the stipulated donor restrictions.

Other Liabilities

Other liabilities include a litigation settlement liability related to a lost appeal related to county tax revenues. See Note 13 for further details.

Charity Care

The Center provides care to patients who meet certain criteria under its charity care policy without charge or at amounts less than its established rates. The charity care amounts are not reported as net client service revenue as the Center does not pursue collection. Amounts recorded for charity care and sliding fee as of June 30, 2012 and 2011 were approximately \$2,600,000 and \$1,600,000, respectively.

Of the Center's total operating expenses reported (approximately \$53,600,000 and \$52,400,000 for the years ended June 30, 2012 and 2011, respectively), an estimated \$1,800,000 and \$1,100,000 arose from providing services to charity patients during the years ended June 30, 2012 and 2011, respectively. The estimated costs of providing charity services are based on a calculation which applies a ratio of costs to charges to the gross uncompensated charges associated with providing care to charity patients. The ratio of cost to charges is calculated based on the Center's total expenses (less bad debt expense) divided by gross patient service revenue.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Federal and State Income Taxes

The Center and its subsidiaries, except for Supporting Housing and BHOI, are principally organized as a not-for-profit corporations under section 501(c) (3) of the United States Internal Revenue Code. The exemption is on all income except unrelated business income as noted under Section 511 of the Internal Revenue Code. Internal Revenue Code Section 513(a) defines an unrelated trade or business of an exempt organization as any trade or business which is not substantially related to the exercise or performance of its exempt purpose. As such, these organizations are generally exempt from income taxes and are required to file Federal Form 990-Return of Organization Exempt from Income Tax, which is an informational return only.

Supportive Housing and BHOI are organized as a limited liability companies, whereby net taxable income is taxed directly to the members and not this entity. Thus, the financial statements do not include any provision for Federal or State income taxes.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken and recognize a tax liability if an uncertain position is more likely than not to not be sustained upon examination by various federal and state taxing authorities. Management has analyzed the tax positions taken and has concluded that as of June 30, 2012 and 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the accompanying consolidated financial statements. The Center and its subsidiaries are subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

The Center and its subsidiaries filed their federal and state income tax returns for periods through June 30, 2011. These income tax returns are generally open to examination by the relevant taxing authorities for a period of three years from the later of the date the return was filed or its due date (including approved extensions).

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Electronic Health Records (EHR) Incentive Payments

The Center receives EHR incentive payments under the Medicare and Medicaid programs. To qualify for the EHR incentive payments, the Center must meet "meaningful use" criteria that become more stringent over time. The Center periodically submits and attests to its use of certified EHR technology, satisfaction of meaningful use objectives, and various patient data. These submissions generally include performance measures for each annual EHR reporting period (Federal fiscal year ending September 30). The related EHR incentive payments are paid out over a four-year transition schedule and are based upon data that is captured in the Center's cost reports.

The Center recognizes EHR incentive payments as other grant revenue when there is reasonable assurance that the Center will comply with the conditions of the meaningful use objectives and any other specific requirements. In addition, the financial statement effects of the grants must be both recognizable and measurable. During 2012 and 2011, the Center recognized approximately \$404,000 and \$-0-, respectively, in EHR incentive payments using the ratable recognition method. Under the ratable recognition method, the Center recognizes income ratably over the entire EHR reporting period when it is reasonably assured at the outset of the EHR reporting period that it will comply with the minimum requirements of the program.

EHR incentive income is included as other grant revenue in the statement of activities and changes in net assets. EHR incentive income recognized is based on management's estimate and amounts are subject to change, with such changes impacting operations in the period the changes occur.

Receipt of these funds is subject to the fulfillment of certain obligations by the Center as prescribed by the programs, subject to future audits and may be subject to repayment upon a determination of noncompliance.

Reclassifications

Certain information from 2011 has been reclassified to conform to the current year presentation.

Subsequent Events

The Center evaluated events or transactions occurring subsequent to the consolidated statement of financial position date for recognition and disclosure in the accompanying consolidated financial statements through the date the consolidated financial statements are issued which is December 6, 2012.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

2. AFFILIATED ENTITIES AND RELATED PARTY TRANSACTIONS

The Center entered into certain working capital, administrative and general transactions with its Parent and Sister Corporations as are disclosed in Note 1. The Center has recorded a related net receivable in the amount of \$966,007 as of June 30, 2012 and a receivable in the amount of \$525,668 as of June 30, 2011. For the years ended June 30, 2012 and 2011, the Center incurred affiliated management fees in the amount of \$7,345,777 and \$6,988,860, respectively, for services provided by its Parent Corporation. For the years ended June 30, 2012 and 2011, the Center incurred malpractice and liability insurance coverage in the approximate amount of \$589,000 and \$669,000 respectively, which is paid by the Parent Corporation and then reimbursed by the Center.

Centerstone Foundation is a supporting organization to the affiliated entities. The associated balance in the related agency liability as of June 30, 2012 and 2011 is approximately \$3,450,000 and \$3,700,000, respectively. In addition the Foundation received an equity transfer from Centerstone of Tennessee during 2011 in the approximate amount of \$247,000.

The Center transferred cash and accounts receivable in the approximate amount of \$425,800 during 2011 to Centerstone Research Institute as the assets related to its mission.

The Center is a management agent and sponsor of six multifamily residential apartments and two supervised living group homes for the mentally ill. Each of these eight communities is a separate not-for-profit corporation. Management revenue of approximately \$65,000 and \$105,000 was recorded during June 30, 2012 and 2011, respectively.

The Center contracts with Red Oak Industries to provide cleaning services and has recorded associated fees in the approximate amount of \$80,000 during June 30, 2012 and 2011. The Center has recorded a related receivable in the amount of \$2,428 and \$6,251 as of June 30, 2012 and 2011, respectively which is included in other receivables in the accompanying financial statements.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

3. ASSETS WHOSE USE IS LIMITED

The composition of assets limited as to use at June 30, 2012 and 2011 is set forth in the following table. Investments are stated at fair value except certificates of deposit which are reported at contract value.

	<u>2012</u>	<u>2011</u>
Assets Whose Use Is Limited		
Cash and cash equivalents	\$ 139,980	\$ 95,272
Certificates of deposit	60,000	60,000
Corporate bonds	58,850	59,303
Mutual funds	13,500	13,500
	<u>\$ 272,330</u>	<u>\$ 228,075</u>

Investment income included on the consolidated statements of activities and changes in net assets consists of the following for 2012 and 2011:

	<u>2012</u>	<u>2011</u>
Interest and dividends	\$ 6,242	\$ 14,663

4. FAIR VALUE OF FINANCIAL INSTRUMENTS

Major classes of assets and liabilities that are measured at fair value are categorized according to a fair value hierarchy that prioritizes the inputs to value 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) and the lowest priority to unobservable inputs (Level 3).

- Level 1 inputs are readily determinable using unadjusted quoted prices for identical assets or liabilities in active markets. The fair value of the mutual funds is based on quoted net asset values of the shares held by the Center at year-end.
 - Level 2 inputs are derived from quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets (other than those included in Level 1) which are observable for the asset or liability, either directly or indirectly. The fair value of the interest rate swap (derivative liability) is based upon interest rate yield curve models. The fair value of the corporate bonds is based upon quoted prices in inactive markets.
 - Level 3 inputs are derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.
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CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

If the inputs used fall within different levels of the hierarchy, the categorization is based upon the lowest level input that is significant to the fair value measurement. Assets and liabilities measured at fair value on a recurring basis as of June 30, 2012 and 2011 are as follows:

		June 30, 2012			
Assets	Total	Level 1	Level 2	Level 3	
Assets limited as to use					
Corporate bonds	\$ 58,850	\$ -0-	\$ 58,850	\$ -0-	
Mutual funds	13,500	13,500	-0-	-0-	
	72,350	\$ 13,500	\$ 58,850	\$ -0-	
Cash and cash equivalents	139,980				
Certificates of deposit *	60,000				
	\$ 272,330				
Liabilities	Total	Level 1	Level 2	Level 3	
Derivative liability	\$ 104,691	\$ -0-	\$ 104,691	\$ -0-	

* Certificates of deposit are reported at contract value

		June 30, 2011			
Assets	Total	Level 1	Level 2	Level 3	
Assets limited as to use					
Corporate bonds	\$ 59,303	\$ -0-	\$ 59,303	\$ -0-	
Mutual funds	13,500	13,500	-0-	-0-	
	72,803	\$ 13,500	\$ 59,303	\$ -0-	
Cash and cash equivalents	95,272				
Certificates of deposit *	60,000				
	\$ 228,075				
Liabilities	Total	Level 1	Level 2	Level 3	
Derivative liability	\$ 112,925	\$ -0-	\$ 112,925	\$ -0-	

* Certificates of deposit are reported at contract value

The following methods and assumptions were used by the Center in estimating the fair value of its financial instruments:

- Cash and cash equivalents, accounts receivable, accounts payable, estimated third party settlements and accrued expenses: The carrying amount reported in the consolidated statements of financial position for cash and cash equivalents, accounts receivable, accounts payable, accrued expenses and estimated third party settlements approximate fair value based on short-term maturity.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

- Long-term debt: Fair value of the Center's variable rate notes payable is based on current value. Fair value of the Corporation's fixed rate notes payable is estimated by using discounted cash flow analysis, based on current incremental borrowing rates for similar types of borrowing arrangements. The fair value of the Center's remaining long-term debt approximates the carrying value.

5. PROPERTY PLANT AND EQUIPMENT

Property and equipment consist of the following as of June 30:

	2012	2011
Land	\$ 2,091,548	\$ 2,347,023
Buildings and improvements	23,908,655	25,196,677
Furnishings and equipment	2,372,950	10,167,187
Construction in progress	9,542,244	2,979,940
	37,915,397	40,690,827
Accumulated depreciation and amortization	(10,483,821)	(18,901,544)
	\$ 27,431,576	\$ 21,789,283

6. PROMISES TO GIVE

Promises to give consist of pledges restricted to the support of the Centerstone Foundation, Inc., which supports all the organizations within Centerstone of America, Inc. Promises to give are adjusted to the present value of the estimated future cash flows using a discount rate of 6% and also include an allowance for estimated uncollectable pledges.

	2012	2011
Pledges receivable	\$ 2,873,024	\$ 4,490,453
Net present value discount	(368,511)	(547,143)
Allowance for uncollectible pledges	(340,106)	(340,106)
	\$ 2,164,407	\$ 3,603,204
Amounts due in:		
Less than one year	\$ 611,044	\$ 1,041,695
One to five years	1,553,363	2,561,509
	\$ 2,164,407	\$ 3,603,204

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

7. LONG TERM DEBT

Long term debt consists of the following:

	2012	2011
Indiana Department Finance Authority Series (IDFA) 2002 variable rate demand economic development revenue bonds, variable interest rate, .18% at June 30, 2012, \$200,000 redeemed on December 1st each year, final payment due December 2022, collateralized accounts receivable, and property and equipment with a net book value of approximately \$2,159,000	\$ 2,200,000	\$ 2,400,000
Note payable to Community Foundation of Bloomington and Monroe County, paid off in full during 2012.	-0-	74,241
Mortgage loans through certain state and local programs, interest free with property restricted to a specific use. Debt is amortized over 10 - 20 years and is collateralized by real estate.	20,000	27,500
Mortgage loan with U.S. Department of Housing and Urban Development. Monthly installments of principal and interest are \$11,000 with a maturity date of July 1, 2031. Interest is being charged at 9.25%. Collateralized by certain real estate with a net book value of approximately \$327,000.	528,736	538,845
Note payable, 7% fixed interest rate, payable in monthly installments of \$3,076 due September 2032, collateralized by real estate with a net book value of approximately \$1,340,073.	415,806	407,606
Mortgage payable to Indiana Housing & Community Development Authority, 0% interest, due 2026, forgiven over a 15 year period, collateralized by real estate with a net book value of approximately \$8,762,000	8,636,249	2,979,940
Series 2001 Revenue Bonds, variable interest rate, .47% at June 30, 2012, principal maturing in varying annual amounts through December 2021, collateralized by a mortgage on certain real estate with a net book value of approximately \$2,858,000.	1,950,000	2,111,136
	13,750,791	8,539,268
Current portion	(387,400)	(450,080)
Total long term debt	\$13,363,391	\$ 8,089,188

The 2002 bonds are secured by a letter of credit. Under the terms of the letter of credit and reimbursement agreement, the Center is required to maintain certain financial covenants. Management believes the Center is in compliance with all of the required financial covenants. In the event of a failed remarketing, the letter of credit is due in 367 days. The letter of credit has a maturity date of December 15, 2014.

The 2001 bonds are secured by a letter of credit. Under the terms of the letter of credit and reimbursement agreement, the Center is required to maintain certain financial covenants. Management believes the Center is in compliance with all of the required financial covenants. In the event of a failed remarketing, the letter of credit is due in 367 days. The letter of credit has a maturity date of December 1, 2014.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

The mortgage loan with the Indiana Housing & Community Development Authority is interest free and forgivable over a 15 year period, commencing when the associated property is placed into operation, so long as Supportive Housing manages and operates the Project for its intended purpose.

The future maturities of long-term debt are as follows for the years ending June 30:

2013	\$	387,400
2014		644,096
2015		653,439
2016		655,444
2017		667,624
Thereafter		<u>10,742,788</u>
	\$	<u>13,750,791</u>

8. NET ASSETS

Temporarily restricted net assets are available for the following purposes as of June 30, 2012 and 2011, respectively:

	<u>2012</u>	<u>2011</u>
Dede Wallace Campus	\$ 2,409,885	\$ 2,300,704
Research	653,856	800,000
	<u>\$ 3,063,741</u>	<u>\$ 3,100,704</u>

9. DERIVATIVE INSTRUMENT

Effective June 1, 2005, the Center entered into an "interest rate swap" with a financial institution. The Center pays a fixed rate interest of 3.7% and the financial institution pays the variable rate, .18% at June 30, 2012, related to the IDFA series 2002 bonds. The term of the swap is 10 years with a beginning notional amount of \$2,000,000, which decreases by \$100,000 in December each year. The notional amount was \$1,200,000 and \$1,300,000 at June 30, 2012 and 2011, respectively.

The derivative is reported in the accompanying financial statements as a derivative liability in the amount of \$104,691 and \$112,925 at June 30, 2012 and 2011, respectively, with associated changes in value being reported as unrealized gains of \$8,234 and \$93,622, for 2012 and 2011, respectively.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

These derivatives are not designated as hedging instruments, and are marked-to-market on the consolidated balance sheet at fair value. The related gains and loss are included in the performance indicator for the reporting period. Cash flows from interest rate swap contracts are classified as an operating activity on the consolidated statement of cash flows.

10. FUNCTIONAL EXPENSES

The Center provides behavioral health care services to residents within its geographic location. Expenses related to these services are as follows:

	<u>2012</u>	<u>2011</u>
Behavioral health care services	\$ 46,032,391	\$ 45,257,478
General and administrative	7,530,236	7,113,958
	<u>\$ 53,562,627</u>	<u>\$ 52,371,436</u>

The Center incurred fundraising expenses which are incorporated in nonoperating revenues and expenses in the accompanying financial statements of \$755,443 and \$876,619 for the years ended June 30, 2012 and 2011, respectively.

11. DEFINED CONTRIBUTION PROGRAM

The Center has a defined-contribution program. Contributions to the plan are made for substantially all of its employees who meet eligibility requirements. The Center decreased the amount contributed from 5% to 3% of each eligible employee's gross wage during 2011. Expense under the plan was approximately \$425,782 and \$569,997 for 2012 and 2011, respectively.

12. DISCONTINUED OPERATIONS

During 2011, BHOI discontinued operations of its Madison group home. The operations of the home were discontinued as a result of the operating losses and negative cash flows. The lease for the Madison home was terminated as of February 1, 2011, but BHOI was required to pay the remaining portion of rent due on the lease, which totaled \$24,100. Certain fixed assets of BHOI were sold for total cash proceeds of approximately \$1,150. Total loss on fixed assets for the Madison home was \$9,027. The losses from the discontinued Madison group home are shown as discontinued operations in the Statement of Activities and Changes in Net Assets.

During 2012, BHOI discontinued operations and the Center received \$272,733 in cash and property as part of the liquidation resulting in a loss of \$24,785. The non-controlling interest party received \$136,367.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

13. COMMITMENTS AND CONTINGENCIES

Operating Leases

The Center has several non-cancelable operating leases, for certain operating facilities and equipment through 2016.

Future minimum lease payments under operating leases are as follows for the years ending June 30:

2013	\$ 28,800
2014	7,800
2015	7,800
2016	7,150
Total minimum lease payments	<u>\$ 51,550</u>

Total rent expense was \$1,474,997 and \$1,511,472 for the years ended June 30, 2012 and 2011, respectively.

Monroe County constructed the Bloomington facility, which was completed in July 1982, and entered into lease agreement with the Center for \$1 per year. The property reverts to the County if the Center ceases to use it for certain specified purposes. The fair market value of the facility space provided by the lease is included as in-kind revenue within other revenue and expense within rent and leases in the accompanying financial statements in the approximate amount of \$980,000 for years ended June 30, 2012 and 2011.

Medical Malpractice Claims

The Center purchases professional and general liability insurance to cover medical malpractice claims. There are known claims and incidents that may result in the assertion of additional claims, as well as claims from unknown incidents that may be asserted arising from services provided to patients. The State of Indiana puts a judgment cap of \$1,250,000 on malpractice claims for those institutions and individual physicians willing to participate in the state funded insurance "pool." The "pool" requires that an institution/physician be responsible for the first \$250,000 of every claim and the State will fund the remaining balance of each claim.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

Self-Insurance

The Center has elected to act as a self-insurer for certain costs related to employee health, dental and accident benefit programs. Expenses resulting from claims experience are recorded as incurred including an estimate of claims incurred but not reported. The related expense for the years ended June 30, 2012 and 2011 aggregated \$3,988,406 and \$3,945,004, respectively. The Center has purchased insurance, which limits its exposure on a per individual basis of \$125,000 and on an aggregate basis of approximately \$5,659,000.

Litigation

A contractor of the State of Indiana previously conducted certain audits related to documentation supporting claims billed under the Medicaid Rehabilitation Option. The Center has engaged legal counsel and has filed a request for an administrative appeal for the audit findings. Management has included a related provision as part of Estimated Third Party Settlements.

The Center is involved in certain other litigation arising in the ordinary course of business. After consultation with legal counsel, it is management's opinion that these matters will be resolved without material adverse effect on the Center's financial condition, results of operations, and cash flows.

Guarantee

The Center is a guarantor along with certain other Sister corporations to a line of credit providing maximum borrowings of \$3,500,000 issued to the Parent corporation with a term extending through September 24, 2017. Any draws bear interest at 3.35%. There were no borrowings at June 30, 2012 and 2011.

Should the Center be required to pay any portion of the total amount of the loans it has guaranteed, the Center could attempt to recover some or the entire amount from guaranteed parties. The Center holds patient accounts receivable as collateral in respect of the guarantees.

CENTERSTONE OF INDIANA, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2012 AND 2011

14. NET SERVICE REVENUE

The Center has agreements with third-party payors including Medicare, Medicaid and the State of Indiana and other commercial insurance carriers that provide for payments to the Center at amounts different from its established rates. The following is a schedule of gross service charges by category, charity care, subsidized and contractual adjustments incurred during 2012 and 2011:

	2012	2011	
Gross charges	\$ 47,155,310	\$ 43,124,531	
Less deductions			
Charity care and sliding fee	2,559,658	1,624,407	
Contractual adjustments	19,855,016	18,514,978	
Net patient service revenue	\$ 24,740,636	\$ 22,985,146	

15. CONCENTRATIONS OF CREDIT RISK

The Center's main offices are located in Bloomington and Columbus, Indiana. The Center grants credit without collateral to its clients, most of who are local residents and are insured under third-party payor agreements. Accounts receivable (net of certain contractual allowances) and gross revenues from clients and third-party payors were as follows:

	Receivables		Revenue	
	2012	2011	2012	2011
Medicare	3%	9%	7%	7%
Medicaid	55%	61%	65%	65%
Self pay	14%	9%	12%	12%
Other third-party payors	28%	21%	16%	16%
	100%	100%	100%	100%

16. SUBSEQUENT EVENT

Subsequent to June 30, 2012, Centerstone of America, Inc. has replaced Centerstone of Indiana, Inc. as the sole member of the Foundation.

SUPPLEMENTARY INFORMATION

CENTERSTONE OF INDIANA, INC.

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2012

ASSETS	Centerstone of Indiana, Inc.	Centerstone Foundation, Inc.	Independent Living Alternatives	Supportive Housing	Eliminations	Total
Current assets						
Cash and cash equivalents	\$ 10,279,309	\$ 3,423,995	\$ 118,178	\$ 658,694	\$ -	\$ 14,480,176
Accounts receivable, net	1,791,036	-	-	-	-	1,791,036
Other receivables	3,857,963	-	306	400,000	-	4,258,269
Due from affiliated entities	229,254	737,140	-	-	-	966,394
Unconditional promises to give, net	-	611,044	-	-	-	611,044
Prepaid expenses and other current assets	176,014	-	-	-	-	176,014
Total current assets	<u>16,333,576</u>	<u>4,772,179</u>	<u>118,484</u>	<u>1,058,694</u>	<u>-</u>	<u>22,282,933</u>
Property and equipment, net						
Other assets	18,338,781	3,493	327,137	8,762,165	-	27,431,576
Unconditional promises to give, net	163,749	-	-	-	-	163,749
Assets whose use is limited	-	1,553,363	-	-	-	1,553,363
	272,330	-	-	-	-	272,330
Total assets	<u>\$ 35,108,436</u>	<u>\$ 6,329,035</u>	<u>\$ 445,621</u>	<u>\$ 9,820,859</u>	<u>\$ -</u>	<u>\$ 51,703,951</u>
LIABILITIES AND NET ASSETS						
Current liabilities						
Current portion of long term debt	\$ 376,774	\$ -	\$ 10,626	\$ -	\$ -	\$ 387,400
Accounts payable and accrued expenses	1,318,999	213	21,612	671,900	-	2,012,724
Estimated third party settlements	1,545,420	-	-	-	-	1,545,420
Accrued payroll, benefits and taxes	4,029,883	94,027	-	-	-	4,123,910
Total current liabilities	<u>7,271,076</u>	<u>94,240</u>	<u>32,238</u>	<u>671,900</u>	<u>-</u>	<u>8,069,454</u>
Long term debt						
Revenue bonds, net of current portion	3,731,937	-	-	-	-	3,731,937
Other long term debt, net of current portion	477,095	-	518,110	8,636,249	-	9,631,454
Total long term debt	<u>4,209,032</u>	<u>-</u>	<u>518,110</u>	<u>8,636,249</u>	<u>-</u>	<u>13,363,391</u>
Other liabilities						
Agency liabilities	-	-	-	492,738	-	492,738
Derivative liability	104,691	3,452,222	-	-	-	3,452,222
Total liabilities	<u>11,584,799</u>	<u>3,546,462</u>	<u>550,348</u>	<u>9,800,887</u>	<u>-</u>	<u>25,482,496</u>
Total net assets						
Unrestricted	23,523,637	(281,168)	(104,727)	19,972	-	23,157,714
Temporarily restricted	-	3,063,741	-	-	-	3,063,741
Total net assets	<u>23,523,637</u>	<u>2,782,573</u>	<u>(104,727)</u>	<u>19,972</u>	<u>-</u>	<u>26,221,455</u>
Total liabilities and net assets	<u>\$ 35,108,436</u>	<u>\$ 6,329,035</u>	<u>\$ 445,621</u>	<u>\$ 9,820,859</u>	<u>\$ -</u>	<u>\$ 51,703,951</u>

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS JUNE 30, 2012

	Centerstone of Indiana, Inc.	Centerstone Foundation, Inc.	BHOI	Independent Living Alternatives	Supportive Housing	Eliminations	Total
Revenue, gains and other support							
Net client service revenue	\$ 24,740,636	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 24,740,636
Public support							
U.S. Department of Housing and Urban Development	332,385	-	-	-	-	-	332,385
Medicaid administrative outreach	2,381,886	-	-	-	-	-	2,381,886
Division of Mental Health	14,476,832	-	-	-	-	-	14,476,832
County funds	2,986,040	-	-	-	-	-	2,986,040
Other support	7,083,064	-	-	-	-	-	7,083,064
Total public support	27,260,207	-	-	-	-	-	27,260,207
Other revenue	2,391,134	-	-	207,655	-	(88,239)	2,510,550
Total revenue, gains and other support	54,391,977	-	-	207,655	-	(88,239)	54,511,393
Expenses							
Salary and fringe benefits	32,053,661	-	-	-	-	(47,917)	32,005,744
Telephone	1,264,871	-	-	-	-	-	1,264,871
Travel	1,962,858	-	-	-	-	-	1,962,858
Drugs and supplies	871,802	-	-	-	-	-	871,802
Contracted services	1,507,385	-	-	-	-	-	1,507,385
Purchased services	223,947	-	-	40,322	-	(40,322)	223,947
Utilities	672,351	-	-	14,595	-	-	686,946
Repairs and maintenance	1,270,547	-	-	30,480	-	-	1,301,027
Affiliated management fees	1,499,782	-	-	-	-	-	1,499,782
Rents and leases	7,345,777	-	-	-	-	-	7,345,777
Depreciation and amortization	1,073,086	-	-	-	-	(24,785)	1,048,301
Insurance	589,441	-	-	21,285	-	-	610,726
Bad debt	1,433,168	-	-	4,258	-	-	1,437,426
Interest	135,550	-	-	48,909	-	-	184,459
Miscellaneous	1,611,576	-	-	-	-	-	1,611,576
Total expenses	53,515,802	-	-	159,849	-	(113,024)	53,562,627
Operating income	\$ 876,175	\$ -	\$ -	\$ 47,806	\$ -	\$ 24,785	\$ 948,766

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS JUNE 30, 2012

	Centerstone of Indiana, Inc	Centerstone Foundation, Inc.	BHOI	Independent Living Alternatives	Supportive Housing	Eliminations	Total
Nonoperating revenues and expenses							
Foundation related expenses	\$ -0-	\$ (755,443)	-0-	-0-	-0-	\$ -0-	\$ (755,443)
Contributions and pledges	-0-	501,941	-0-	-0-	-0-	-0-	501,941
Other	3,198	-0-	-0-	-0-	20,000	-0-	23,198
Investment income, net	6,242	-0-	-0-	-0-	-0-	-0-	6,242
Contributions to supported entities	0	(614,952)	-0-	-0-	-0-	-0-	(614,952)
Net assets released from restriction	-0-	614,952	-0-	-0-	-0-	-0-	614,952
Unrealized gain on derivatives	8,234	-0-	-0-	-0-	-0-	-0-	8,234
	<u>17,674</u>	<u>(253,502)</u>	<u>-0-</u>	<u>-0-</u>	<u>20,000</u>	<u>-0-</u>	<u>(215,828)</u>
Excess of revenue over (under) expenses before discontinued operations	893,849	(253,502)	-0-	47,806	20,000	24,785	732,938
Discontinued operations							
Loss from discontinued operations	-0-	-0-	(37,177)	-0-	-0-	-0-	(37,177)
Excess of revenue over (under) expenses	893,849	(253,502)	(37,177)	47,806	20,000	24,785	695,761
Other changes in unrestricted net assets							
Liquidating distributions	-0-	-0-	(409,100)	-0-	-0-	272,733	(136,367)
Change in unrestricted net assets	893,849	(253,502)	(446,277)	47,806	20,000	297,518	559,394
Temporarily restricted							
Contributions and pledges	-0-	577,989	-0-	-0-	-0-	-0-	577,989
Net assets released from restrictions	-0-	(614,952)	-0-	-0-	-0-	-0-	(614,952)
Change in temporarily restricted net assets	-0-	(36,963)	-0-	-0-	-0-	-0-	(36,963)
Change in net assets	893,849	(290,465)	(446,277)	47,806	20,000	297,518	522,431
Net assets, beginning of year	22,629,788	3,073,038	446,277	(152,533)	(28)	(297,518)	25,699,024
Net assets, end of year	<u>\$ 23,523,637</u>	<u>\$ 2,782,573</u>	<u>\$ -0-</u>	<u>\$ (104,727)</u>	<u>\$ 19,972</u>	<u>\$ -0-</u>	<u>\$ 26,221,455</u>

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2011

ASSETS	Centerstone of Indiana, Inc.	Centerstone Foundation, Inc.	BHOI	Independent Living Alternatives	Supportive Housing	Eliminations	Total
Current assets							
Cash and cash equivalents	\$ 10,522,251	\$ 2,827,243	\$ 394,383	\$ 131,793	\$ 177,923	\$ -0-	\$ 14,053,593
Accounts receivable, net	1,156,222	-0-	-0-	-0-	-0-	-0-	1,156,222
Other receivables	3,675,659	-0-	87,068	61	180,416	-0-	3,943,204
Due from affiliated entities	421,910	421,489	-0-	-0-	-0-	(317,731)	525,668
Unconditional promises to give, net	-0-	1,041,695	-0-	-0-	-0-	-0-	1,041,695
Prepaid expenses and other current assets	180,677	-0-	8,437	-0-	-0-	-0-	189,114
Total current assets	<u>15,956,719</u>	<u>4,290,427</u>	<u>489,888</u>	<u>131,854</u>	<u>358,339</u>	<u>(317,731)</u>	<u>20,909,496</u>
Property and equipment, net	18,463,144	11,360	9,783	325,056	2,979,940	-0-	21,789,283
Other assets	467,855	-0-	-0-	-0-	-0-	(297,518)	170,337
Unconditional promises to give, net	-0-	2,561,509	-0-	-0-	-0-	-0-	2,561,509
Assets whose use is limited	228,075	-0-	-0-	-0-	-0-	-0-	228,075
Total assets	<u>\$ 35,115,793</u>	<u>\$ 6,863,296</u>	<u>\$ 499,671</u>	<u>\$ 456,910</u>	<u>\$ 3,338,279</u>	<u>\$ (615,249)</u>	<u>\$ 45,658,700</u>
LIABILITIES AND NET ASSETS							
Current liabilities							
Current portion of long term debt	\$ 440,390	\$ -0-	\$ -0-	\$ 9,690	\$ -0-	\$ -0-	\$ 450,080
Accounts payable and accrued expenses	1,640,075	-0-	35,663	70,598	58,367	-0-	1,804,703
Estimated third party settlements	1,808,178	-0-	-0-	-0-	-0-	-0-	1,808,178
Due to affiliated entities	-0-	-0-	17,731	-0-	300,000	(317,731)	-0-
Accrued payroll, benefits and taxes	3,626,226	86,478	-0-	-0-	-0-	-0-	3,712,704
Total current liabilities	<u>7,514,869</u>	<u>86,478</u>	<u>53,394</u>	<u>80,288</u>	<u>358,367</u>	<u>(317,731)</u>	<u>7,775,665</u>
Long term debt							
Revenue bonds, net of current portion	4,150,000	-0-	-0-	-0-	-0-	-0-	4,150,000
Other long term debt, net of current portion	430,093	-0-	-0-	529,155	2,979,940	-0-	3,939,188
Total long term debt	<u>4,580,093</u>	<u>-0-</u>	<u>-0-</u>	<u>529,155</u>	<u>2,979,940</u>	<u>-0-</u>	<u>8,089,188</u>
Other liabilities	278,118	-0-	-0-	-0-	-0-	-0-	278,118
Agency liabilities	-0-	3,703,780	-0-	-0-	-0-	-0-	3,703,780
Derivative liability	112,925	-0-	-0-	-0-	-0-	-0-	112,925
Total liabilities	<u>12,486,005</u>	<u>3,790,258</u>	<u>53,394</u>	<u>609,443</u>	<u>3,338,307</u>	<u>(317,731)</u>	<u>19,959,676</u>
Total net assets							
Unrestricted	22,629,788	(27,666)	446,277	(152,533)	(28)	(297,518)	22,598,320
Temporarily restricted	-0-	3,100,704	-0-	-0-	-0-	-0-	3,100,704
Total net assets	<u>22,629,788</u>	<u>3,073,038</u>	<u>446,277</u>	<u>(152,533)</u>	<u>(28)</u>	<u>(297,518)</u>	<u>25,699,024</u>
Total liabilities and net assets	<u>\$ 35,115,793</u>	<u>\$ 6,863,296</u>	<u>\$ 499,671</u>	<u>\$ 456,910</u>	<u>\$ 3,338,279</u>	<u>\$ (615,249)</u>	<u>\$ 45,658,700</u>

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

**CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
YEAR ENDED JUNE 30, 2011**

	Centerstone of Indiana, Inc.	Centerstone Foundation, Inc.	BHOI	Independent Living Alternatives	Supportive Housing	Eliminations	Total
Revenue, gains and other support							
Net client service revenue	\$ 22,985,146	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 22,985,146
Public support							
U.S. Department of Housing and Urban Development	332,964	-	-	-	-	-	332,964
Medicaid administrative outreach	2,535,270	-	-	-	-	-	2,535,270
Division of Mental Health	14,706,107	-	-	-	-	-	14,706,107
County funds	2,908,710	-	-	-	-	-	2,908,710
Other support	7,831,035	-	-	-	-	-	7,831,035
Total public support	28,314,086	-	-	-	-	-	28,314,086
Other revenue	2,337,405	-	-	146,035	-	(308,875)	2,174,565
Total revenue, gains and other support	53,636,637	-	-	146,035	-	(308,875)	53,473,797
Expenses							
Salary and fringe benefits	31,298,174	-	-	-	-	(256,049)	31,042,125
Telephone	1,233,857	-	-	-	-	-	1,233,857
Travel	1,355,195	-	-	-	-	-	1,355,195
Drugs and supplies	765,879	-	-	-	-	-	765,879
Contracted services	1,144,935	-	-	-	-	-	1,144,935
Purchased services	197,899	-	-	30,023	-	(30,023)	197,899
Utilities	664,117	-	-	16,235	-	(16,235)	664,117
Repairs and maintenance	1,471,746	-	-	8,938	-	(6,568)	1,474,116
Affiliated management fees	6,988,860	-	-	-	-	-	6,988,860
Rents and leases	1,511,472	-	-	-	-	-	1,511,472
Depreciation and amortization	1,145,194	-	-	19,830	-	-	1,165,024
Insurance	665,916	-	-	4,004	-	-	669,920
Bad debt	2,403,559	-	-	-	-	-	2,403,559
Interest	148,999	-	-	50,603	-	-	199,602
Miscellaneous	1,554,876	-	-	-	-	-	1,554,876
Total expenses	52,550,678	-	-	129,633	-	(308,875)	52,371,436
Operating Income (loss)	\$ 1,085,959	\$ -	\$ -	\$ 16,402	\$ -	\$ -	\$ 1,102,361

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2011

	of Indiana, Inc.	Foundation, Inc.	BHOI	Alternatives	Housing	Eliminations	Total
Nonoperating revenues and expenses							
Foundation related expenses	\$ -0-	\$ (876,619)	\$ -0-	\$ -0-	\$ -0-	\$ -0-	\$ (876,619)
Contributions and pledges	-0-	405,317	-0-	-0-	-0-	-0-	405,317
Other	500,000	2,000	-0-	-0-	(28)	-0-	501,972
Investment income, net	(132,413)	-0-	-0-	-0-	-0-	147,076	14,663
Net assets released from restriction	-0-	194,296	-0-	-0-	-0-	-0-	194,296
Unrealized gain on derivatives	93,622	-0-	-0-	-0-	-0-	-0-	93,622
	<u>461,209</u>	<u>(275,006)</u>	<u>-0-</u>	<u>-0-</u>	<u>(28)</u>	<u>147,076</u>	<u>333,251</u>
Excess of revenue over (under) expenses before discontinued operations	1,547,168	(275,006)	-0-	16,402	(28)	147,076	1,435,612
Discontinued operations							
Loss from discontinued operations	-0-	-0-	(220,614)	-0-	-0-	-0-	(220,614)
Excess of revenue over (under) expenses	1,547,168	(275,006)	(220,614)	16,402	(28)	147,076	1,214,988
Other changes in unrestricted net assets							
Equity transfer with Centerstone of Tennessee	-0-	247,340	-0-	-0-	-0-	-0-	247,340
Equity transfer with Centerstone Research Institute	(425,853)	-0-	-0-	-0-	-0-	-0-	(425,853)
Change in unrestricted net assets	1,121,315	(27,666)	(220,614)	16,402	(28)	147,076	1,036,485
Temporarily restricted							
Contributions and pledges	-0-	3,295,000	-0-	-0-	-0-	-0-	3,295,000
Net assets released from restrictions	-0-	(194,296)	-0-	-0-	-0-	-0-	(194,296)
Change in temporarily restricted net assets	-0-	3,100,704	-0-	-0-	-0-	-0-	3,100,704
Change in net assets	1,121,315	3,073,038	(220,614)	16,402	(28)	147,076	4,137,189
Net assets, beginning of year	21,508,473	-0-	666,891	(188,935)	-0-	(444,594)	21,561,835
Net assets, end of year	<u>\$ 22,629,788</u>	<u>\$ 3,073,038</u>	<u>\$ 446,277</u>	<u>\$ (152,533)</u>	<u>\$ (28)</u>	<u>\$ (297,518)</u>	<u>\$ 25,699,024</u>

See Report of Independent Auditors on Pages 1 and 2.

CENTERSTONE OF INDIANA, INC.

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS YEAR ENDED JUNE 30, 2012

Program	Grantor	CFDA #	Expenditures
Major Programs			
Substance Abuse Prevention and Treatment (SAPT) Block Grant - Passed through the Indiana Division of Mental Health	DHHS	93.959	\$ 2,388,155
Block Grant for Community Mental Health Services - Passed through the Indiana Division of Mental Health Supportive Housing Program	DHHS	93.958	291,252
	DHUD	14.235	332,385
Total major programs			<u>3,011,792</u>
Non-Major Programs			
Social Services Block Grant - Passed through the Indiana Division of Mental Health	DHHS	93.667	243,013
Projects for Assistance in Transition from Homelessness (PATH) - Passed through the Indiana Division of Mental Health	DHHS	93.150	75,000
Substance Abuse Treatment and HIV Services TCE - Substance Abuse and Mental Health Services Administration (SAMHSA)	DHHS	93.243	1,553,870
Special Supplemental Nutrition Program for Women, Infants and Children (WIC) - Passed through the Indiana State Department of Health	FNS	10.557	636,174
Homelessness Prevention and Rapid Re-Housing Program (HPRP) (Recovery Act Funded) - Passed through the Indiana Housing and Community and Development Authority - ARRA	DHUD	14.257	282,737
Total non-major programs			<u>2,790,794</u>
Total federal expenditures			<u><u>\$ 5,802,586</u></u>

Note - The accompanying schedule of expenditures of federal awards for the year ended June 30, 2012 includes the federal grant activity of the Center and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some of the amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.

CENTERSTONE OF INDIANA, INC.

SCHEDULE OF EXPENDITURES OF STATE AND LOCAL AWARDS YEAR ENDED JUNE 30, 2012

<u>Grantor</u>	<u>Expenditures</u>
State	
Indiana Division of Mental Health and Addiction	\$ 4,206,731
Other	<u>1,221,439</u>
Total state awards	<u>5,428,170</u>
Local	
Bartholomew County Funds	510,386
Brown County Funds	73,220
Decatur County Funds	163,042
Fayette County Funds	84,996
Jackson County Funds	264,540
Jennings County Funds	112,500
Jefferson County Funds	39,669
Lawrence County Funds	159,492
Monroe County Funds	576,886
Morgan County Funds	313,212
Owen County Funds	73,102
Rush County Funds	104,989
Randolph County Funds	158,982
Union County Funds	33,828
Wayne County Funds	339,374
Other	<u>132,106</u>
Total local awards	<u>3,140,324</u>
Total state and local awards	<u>\$ 8,568,494</u>

Note - The accompanying schedule of state and local awards for the year ended June 30, 2012 includes the state and local awards activity of the Center and is presented on the accrual basis of accounting. The basic financial statements classifications may include other financial activity for reporting purposes. Therefore, some of the amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.



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REPORT OF INDEPENDENT AUDITORS ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF
FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT
AUDITING STANDARDS

Board of Directors
Centerstone of America, Inc.
Bloomington, Indiana

We have audited the consolidated financial statements of Centerstone of Indiana, Inc., (the Center), as of and for the year ended June 30, 2012, and have issued our report thereon dated December 6, 2012. We conducted our audit in accordance with auditing standards generally accepted in the United States of America, standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Guidelines for Examination of Entities Receiving Financial Assistance issued by the Indiana State Board of Accounts. Our report included an explanatory paragraph stating that the Center is part of an affiliated group of entities that has been consolidated into the reporting entity, Centerstone of America, and that these financial statements include only the financial position, changes in net assets and cash flows of the Center.

Internal Control Over Financial Reporting

Management of the Center is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Center's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Center's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control over financial reporting.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's consolidated financial statements will not be prevented, or detected and corrected on a timely basis.

Board of Directors
Centerstone of America, Inc.
Bloomington, Indiana

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Center's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of consolidated financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

We noted certain matters that we reported to management of the Center in a separate letter dated December 6, 2012.

This report is intended solely for the information of the Board of Directors, management and the cognizant audit agencies, the Indiana Division of Mental Health and Addiction and other federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Blue & Co., LLC

December 6, 2012



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REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE WITH REQUIREMENTS
THAT COULD HAVE A DIRECT AND MATERIAL EFFECT ON EACH MAJOR
PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE
WITH OMB CIRCULAR A-133

Board of Directors
Centerstone of America, Inc.
Bloomington, Indiana

Compliance

We have audited the compliance of Centerstone of Indiana, Inc., (the Center), with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2012. The Center's major federal programs are identified in the summary of audit results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts and grants applicable to each of its major federal programs is the responsibility of the Center's management. Our responsibility is to express an opinion on the Center's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States; and OMB Circular A-133, and Audits of States, Local Governments and Non-Profit Organizations." Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Center's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination on the Center's compliance with those requirements.

In our opinion, the Center complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2012.

Board of Directors
Centerstone of America, Inc.
Bloomington, Indiana

Internal Control Over Compliance

The management of the Center is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts and grants applicable to federal programs. In planning and performing our audit, we considered the Center's internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be deficiencies, significant deficiencies or material weaknesses in internal control over compliance. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended solely for the information of the board of directors, management, the cognizant audit agencies, the Indiana Division of Mental Health and Addiction other federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Blue & Co., LLC

December 6, 2012

CENTERSTONE OF INDIANA, INC.

SCHEDULE OF FINDINGS AND QUESTIONED COSTS YEAR ENDED JUNE 30, 2012

Section I – Summary of Audit Results:

Financial Statements

Type of auditor's report issued: Unqualified

Internal control over financial reporting:

Material weakness(es) identified? yes none reported

Significant deficiency(s) identified that are not considered to be material weakness(es) noted? yes none reported

Noncompliance material to financial statements noted? yes no

Federal Awards

Internal controls over major programs:

Material weakness(es) identified? yes none reported

Significant deficiency(s) identified that are not considered to be material weakness(es) noted? yes none reported

Type of auditor's report issued on compliance for major programs: Unqualified

Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Circular A-133? yes no

Identification of major program:

<u>CFDA Number</u>	<u>Name of Federal Program or Cluster</u>
93.959	Substance Abuse Prevention and Treatment (SAPT) Block Grant - Passed through the Indiana Division of Mental Health
93.958	Block Grant for Community Mental Health Services - Passed Through the Indiana Division of Mental Health
14.235	Supportive Housing Program

Dollar threshold used to distinguish between type A and B programs: \$300,000

Auditee qualified as low-risk auditee? yes no

Section II - Findings Related to Financial Statements Reported in Accordance With Government Auditing Standards:

No matters reported

Section III - Findings and Questioned Costs Relating to Federal Awards:

No matters reported

Section IV - Summary Schedule of Prior Audit Findings:

No matters reported

