

Southern Ohio Growth Partnership, Inc. and Affiliates

Scioto County

Single Audit

January 1, 2004 Through December 31, 2004

Fiscal Year Audited Under GAGAS: 2004

BALESTRA, HARR & SCHERER

CERTIFIED PUBLIC ACCOUNTANTS

528 South West Street, P.O. Box 687

Piketon, Ohio 45661

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**Auditor of State
Betty Montgomery**

Board of Trustees
Southern Ohio Growth Partnership, Inc. and Affiliates
324 Chillicothe St.
P.O. Box 509
Portsmouth, OH 45662

We have reviewed the *Independent Auditor's Report* of the Southern Ohio Growth Partnership, Inc. and Affiliates, Scioto County, prepared by Balestra, Harr & Scherer CPAs, Inc., for the audit period January 1, 2004 through December 31, 2004. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The Southern Ohio Growth Partnership, Inc. and Affiliates is responsible for compliance with these laws and regulations.

A handwritten signature in cursive script that reads "Betty Montgomery".

BETTY MONTGOMERY
Auditor of State

November 1, 2005

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SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

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Ohio Society of Certified Public Accountants

Board of Trustees
Southern Ohio Growth Partnership, Inc. and Affiliates
324 Chillicothe Street
Portsmouth, Ohio 45662

Independent Auditors' Report

We have audited the accompanying statement of financial position of the Southern Ohio Growth Partnership, Inc. and Affiliates, Scioto County, as of December 31, 2004, and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of the Southern Ohio Growth Partnership, Inc. and Affiliates' management. Our responsibility is to express an opinion on these financial statements based on our audit.

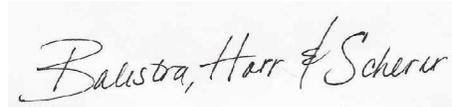
We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and 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 the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Southern Ohio Growth Partnership, Inc. and Affiliates, as of December 31, 2004, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated August 19, 2005, on our consideration of the Southern Ohio Growth Partnership, Inc. and Affiliate'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 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 audit.

Our audit was conducted for the purpose of forming an opinion on the financial statements taken as a whole. The schedule of functional expenses on pages 10-11 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

The accompanying schedule of federal awards expenditures is presented for purposes of additional analysis as required by U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the financial statements taken as a whole.

A handwritten signature in cursive script that reads "Balestra, Harr & Scherer". The signature is written in black ink on a light-colored background.

Balestra, Harr & Scherer, CPAs, Inc.

August 19, 2005

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS OF DECEMBER 31, 2004

Assets:

Current Assets:

Cash	\$76,622
Receivables:	
Accounts	6,185
Loans	756,509
Prepaid Asset	3,175
Deposits	<u>2,095</u>
Total Current Assets	<u>844,586</u>

Long-Term Loans Receivable	2,974,525
Net Property, Plant & Equipment	<u>461,549</u>

Total assets \$4,280,661

Liabilities and Net Assets:

Current Liabilities:

Accounts Payable and Accrued Expenses	\$27,910
Notes Payable	119,592
Capital Leases Payable	9,085
Deferred Income	<u>128,003</u>
Total Current Liabilities	284,590

Capital Leases Payable	7,555
Long-Term Notes Payable	<u>2,782,278</u>

Total Liabilities 3,074,423

Net Assets:

Unrestricted	388,124
Temporarily Restricted	<u>818,114</u>

Total Net Assets 1,206,238

Total Liabilities and Net Assets \$4,280,661

The notes to the consolidated financial statements are an integral part of this statement.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2004

Changes in Unrestricted Net Assets:	
Unrestricted Revenue:	
Contributions	\$181,909
Grants	291,000
Fees	312,335
Dues	78,166
Miscellaneous	26,030
Total Unrestricted Revenue	<u>889,440</u>
Net Assets Released from Program Restrictions:	
Satisfaction of Program Restrictions	<u>86,230</u>
Total Unrestricted Revenue and Other Support	<u>975,670</u>
Expenses:	
Greater Portsmouth Growth Corporation	155,584
Portsmouth Area Chamber of Commerce	161,178
Portsmouth Murals	56,186
PMI Building Fund	23,957
Intermediary Relending Program IV	599
Intermediary Relending Program II	24,002
Intermediary Relending Program I	22,121
Enterprise Community/Empowerment Zone	39,362
Junior Achievement	1,000
Rural Business Enterprise Grant	146
General and Administration Expenses	219,596
Total Expenses before Depreciation	<u>703,731</u>
Depreciation	2,828
Total Expenses	<u>706,559</u>
Increase in Unrestricted Net Assets	<u>269,110</u>
Changes in Temporarily Restricted Net Assets:	
Interest	172,385
Fees	13,358
Net Assets released from Restrictions	<u>(86,230)</u>
Increase in Temporarily Restricted Net Assets	<u>99,513</u>
Increase in Net Assets	<u>368,623</u>
Net Assets Beginning of Year	
Unrestricted	119,014
Temporarily Restricted	<u>718,601</u>
	837,615
Net Assets, End of Year	
Unrestricted	388,124
Temporarily Restricted	<u>818,114</u>
	<u>\$1,206,238</u>

The notes to the consolidated financial statements are an integral part of this statement.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2004

Cash Flows from Operating Activities:	
Change in net assets	\$ 368,623
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	2,828
Decrease in accounts receivable	1,319
Increase in prepaid assets	(943)
Increase in deposits	(1,512)
Increase in accounts payable & accrued expenses	5,217
Decrease in deferred income	(1,309)
	<hr/>
Net cash provided by operating activities	374,223
	<hr/>
Cash Flows from Investing Activities	
Payments for Capital Acquisitions	(53,676)
Principal disbursements on notes receivable	(773,640)
Payments received on notes receivable	269,261
	<hr/>
Net cash used in investing activities	(558,055)
	<hr/>
Cash Flows from Financing Activities	
Payments on long-term debt	(86,932)
Proceeds from long-term debt	43,760
	<hr/>
Net cash provided by financing activities	(43,172)
	<hr/>
Net decrease in cash and cash equivalents	(227,004)
	<hr/>
Cash at January 1, 2004	303,626
	<hr/>
Cash at December 31, 2004	\$ 76,622
	<hr/> <hr/>
Supplemental Cash Flow Information	
Cash paid for interest	\$ 42,410
	<hr/> <hr/>

The notes to the consolidated financial statements are an integral part of this statement.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2004

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. DESCRIPTION OF THE ENTITY

Southern Ohio Growth Partnership and Affiliates is a private non-profit corporation created in accordance with Section 1702.010et. Seq. of the Ohio Revised Code. The Southern Ohio Growth Partnership and Affiliates was created in 1991 to stimulate area-wide economic growth by acting as an integral part of economic development in southern Ohio, and northern Kentucky in the direction and coordination of the activities of area organizations to accomplish a cohesive, non-duplicating effort.

B. BASIS OF ACCOUNTING

Basis of accounting refers to when revenues and expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus applied.

The financial statements of the Southern Ohio Growth Partnership and Affiliates have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables and other liabilities.

C. CONSOLIDATION OF RELATED ENTITIES

The Southern Ohio Growth Partnership and Affiliates has adopted the provisions of the American Institute of Certified Public Accountants (AICPA) Statement of Position No. 94-3 (SOP 94-3), *Reporting of Related Entities by Not-for profit Organizations*. SOP 94-3 states that a not-for-profit organization should consolidate another not-for-profit organization if the reporting not-for-profit organization has both the control of the other not for profit organization, as evidenced by either majority ownership or a majority voting interest in the board of the other not-for-profit organization, and an economic interest in the other not-for-profit organization.

A brief description of each of the related entities follow:

Greater Portsmouth Growth Corporation

The Greater Portsmouth Growth Corporation (GPCC) strives to create development in southern Ohio, including developing an industrial land park.

Portsmouth Area Chamber of Commerce

The Portsmouth Area Chamber of Commerce (PACC) was created to promote business in Portsmouth, Ohio and the surrounding areas.

Retail Merchants Association

The Retail Merchants Association (RMA) is a business association organized to promote business in downtown Portsmouth, Ohio.

Portsmouth Murals, Inc.

Portsmouth Murals Inc (PMI) is a business association organized to promote the historic preservation of the Portsmouth area through the painting of murals on various buildings and landmarks inside the city limits.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2004

(Continued)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

D. FINANCIAL STATEMENT PRESENTATION

The Southern Ohio Growth Partnership and Affiliates has adopted Statement of Financial Accounting Standards (SFAS) No. 116, *Accounting of Contributions Received and Made*, and SFAS No. 117, *Financial Statement for Not-Profit Organizations*. SFAS No. 117 establishes standards for external financial reporting by not-for-profit organizations and requires that resources be classified for accounting and reporting purposes into three net asset categories according to externally (donor) imposed restrictions. SFAS No. 116 requires that unconditional promises to give (pledges) be recorded as receivables and revenues and requires the organization to distinguish between contributions received and for each net asset category in accordance with donor imposed restrictions. A description of the three net asset categories follows:

Permanently Restricted Net Assets – The Southern Ohio Growth Partnership and Affiliates reports gifts of cash and other assets as permanently restricted support if they are received with donor stipulations that limit the use of the donated assets in perpetuity.

Temporarily Restricted Net Assets - The Southern Ohio Growth Partnership and Affiliates reports gifts of cash, grants and other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. These net assets may or will be met with actions of the Southern Ohio Growth Partnership and/or the passage of time.

Unrestricted Net Assets - The Southern Ohio Growth Partnership and Affiliates reports gifts of cash, land, buildings and equipment as unrestricted unless explicit donor stipulations specify how the donated assets must be used.

E. FUNCTIONAL ALLOCATION OF EXPENSES

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities.

Costs are allocated between management and general or the appropriate program based on evaluations of the related benefits. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Southern Ohio Growth Partnership and Affiliates.

F. ESTIMATES

The preparation of financial statements requires management to make estimates and assumptions that affect the reporting of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Actual results could differ from those estimates.

G. PROPERTY, PLANT & EQUIPMENT

Fixed assets acquired for the general use of the Southern Ohio Growth Partnership and Affiliates in providing service are recorded at cost. Depreciation of fixed assets of the Southern Ohio Growth Partnership and Affiliates is calculated utilizing the straight line method. All assets reported in the financial statements are at cost less accumulated depreciation.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2004

(Continued)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

G. PROPERTY, PLANT & EQUIPMENT (Continued)

The estimated useful lives by major fixed asset class are as follows:

Buildings	40 years
Equipment	5 years
Furniture & Fixtures	5 years

H. INCOME TAXES

The Southern Ohio Growth Partnership and Affiliates, is a not-for-profit corporation and is exempt from income taxes under Section 501(c)(4) of the Internal Revenue Code. The Southern Ohio Growth Partnership and Affiliates is also exempt from Ohio income tax.

The Greater Portsmouth Growth Corporation is a not-for-profit organization exempt from income taxes under Section 501(c)(4) of the Internal Revenue Code. The Portsmouth Area Chamber of Commerce and the Retail Merchants Association are not-for-profit organizations exempt from income taxes under Section 501(c)(6) of the Internal Revenue Code and the Portsmouth Murals, Inc. is a not-for-profit organization exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. These related organizations are also exempt from Ohio franchise or income tax.

I. REVENUES

Revenues are recognized in the accompanying financial statements as follows:

1. Grants and Reimbursement Contracts

The funds from various funding sources under reimbursement contracts are recognized as revenue in the accounting period in which the grant is awarded.

2. Interest Income

Interest Income is recognized in the accounting period when it is earned. The Southern Ohio Growth Partnership and Affiliates, maintains funds received from the various sources in interest bearing checking accounts. The portion of interest earned on advances of direct federal funds is remitted to the federal funding sources in accordance with OMB Circular A-110, Attachment D, Uniform Administrative Requirements of Grants and Agreements with Nonprofit Organizations. The interest earned on other funds is included in unrestricted funds and is used to support the Southern Ohio Growth Partnership and Affiliates programs.

3. Contributions

Private sector contributions are recognized as revenue in the accounting period in which they are earned.

4. Fees

Fees for services are recognized as revenue in the accounting period in which they are earned.

5. Dues

Dues for memberships in various organizations are recognized as revenue in the accounting period in which they are earned.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2004

(Continued)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

I. REVENUES (Continued)

6. Rental Income

Rental Income received for nonrelated organizations is recognized as revenue in the accounting period in which it is earned.

J. EXPENSES

Disbursements for goods, services, materials and equipment are recorded as expenses when incurred.

K. CASH AND CASH EQUIVALENTS

Investments with original maturities of three months or less at the time they are purchased by the Southern Ohio Growth Partnership and Affiliates are presented on the financial statements as cash equivalents. Investments with an initial maturity of more than three months not purchased from the pool are reported as investments.

NOTE 2 - CASH

Protection of the Southern Ohio Growth Partnership and Affiliates' deposits is provided by the Federal Deposit Insurance Corporation (FDIC), by eligible securities pledged by the financial institution as security for repayment or by a single collateral pool established by the financial institution to secure the repayment of all public money deposited with the institution.

Cash on Hand At December 31, 2004, the Southern Ohio Growth Partnership and Affiliates had \$175 in undeposited cash on hand which is included on the statement of financial position of the Southern Ohio Growth Partnership and Affiliates as part of cash.

Deposits At year end, the carrying amount of the Southern Ohio Growth Partnership and Affiliate's deposits was \$76,622 and the bank balance was \$287,907. Of the bank balance:

1. \$231,616 was covered by federal depository insurance.
2. \$585 was covered by National Credit Union Association.
3. \$55,706 was collateralized by securities held by the financial institution on the institution's name.

NOTE 3 - PROPERTY, PLANT & EQUIPMENT

The balance of property and equipment at December 31, 2004, consists of the following:

Buildings	\$408,464
Land	15,000
Equipment	63,015
Furniture and fixtures	33,197
Leased equipment	<u>35,077</u>
Total	554,753
Accumulated depreciation	<u>(93,204)</u>
Net	<u>\$461,549</u>

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2004

(Continued)

NOTE 4 - LOANS RECEIVABLE

The loans receivable balance consists of loans to various local and regional businesses. Interest rates were based on the current rates and risk at the time of the loans ranging from 5% to 11.5%. The loans have various lengths and maturity dates and all loans are collateralized by one or more of the following: business assets, personal assets or personal guarantees of the borrowers. Loan are considered fully collectible unless the borrower files bankruptcy. The changes in the Loans Receivable balances during 2004 are as follows:

Balance at 12/31/03	New Loans During 2004	Principal Paid in 2004	Balance at 12/31/04	Current Portion
3,226,655	773,640	(269,261)	3,731,034	756,509

NOTE 5 - NOTES PAYABLE

Notes payable at December 31, 2004 consists of the following:

Note payable to United States Department of Agriculture at 1.0% interest with annual payments of \$42,450 (including interest). The note is secured by a UCC lien on the revolving loan fund.	\$ 829,695
Note payable to United States Department of Agriculture at 1.0% interest with annual payments of \$42,450 (including interest). The note is secured by a UCC lien on the revolving loan fund.	934,451
Note payable to United States Department of Agriculture at 1.0% interest with annual payments of \$31,855 (including interest), starting in 2004. The note is secured by a UCC lien on the revolving loan fund.	749,922

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2004
(Continued)

NOTE 5 - NOTES PAYABLE (Continued)

Note payable to American Savings Bank at 1.8% interest with quarterly payments of \$14,956 (principal and interest). The note is secured by water contract revenues.	30,132
Note payable to Oak Hill Banks at 4.25% interest with interest payments only due for the first Year. Quarterly principal and interest payments will commence upon completion of the Welcome Center. Note is secured by real property and water contract revenue.	353,955
Lease payable to PBCC at 7.81% interest with monthly payments of \$648 (principal and interest). The lease is secured by a copier.	12,930
Car lease payable to GMAC with monthly payments of \$375.96 for 36 months	<u>7,425</u>
Total	2,918,510
Less current maturities	<u>(128,677)</u>
Long Term Portion	<u>\$2,789,833</u>

The aggregate maturities on long-term debt as of December 31, 2004 are as follows:

2005	128,676
2006	100,609
2007	95,703
2008	93,873
2009	94,905
Thereafter	<u>2,404,744</u>
	<u>\$ 2,918,510</u>

NOTE 6 - RELATED PARTIES

A Board of Trustee member has part ownership in Glockner Chevrolet. SOGP received a lease for a vehicle from Glockner Chevrolet in August 2003, for a total of \$13,535. As of 12/31/04, the unpaid balance was \$7,134.

A Board of Trustee member has part ownership in Portsmouth Insurance Agency which has a loan outstanding with SOGP through the Intermediary Relending Program. In September 2000, Portsmouth Insurance Agency received a \$150,000 note from SOGP. The unpaid balance at 12/31/04 was \$99,154.

NOTE 7 - CONCENTRATIONS

The Southern Ohio Growth Partnership and Affiliates depends on grants from federal, state and local sources for its continued existence.

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

SCHEDULE OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2004

	Greater Portsmouth Growth Partnership	Portsmouth Area Chamber of Commerce	Portsmouth Murals	PMI Building Fund	Intermediary Relending Program I	Intermediary Relending Program II
Personnel	\$ 494	\$ 74,356	\$ 201	\$ 5,928	\$ -	\$ -
Consultants/Contractual	40,500	8,646	41,944	60	13,033	13,033
Travel	-	661	1,495	-	-	-
Training	-	507	-	-	-	-
Space	-	10,910	-	2,716	-	-
Supplies	-	588	5,155	-	-	-
Equipment Lease and Maintenance	-	6,768	170	-	-	-
Promotions/Community functions	-	53,056	7,183	-	-	-
Interest	-	-	-	15,253	8,853	9,516
Other	114,590	5,686	38	-	235	1,453
Total	\$ 155,584	\$ 161,178	\$ 56,186	\$ 23,957	\$ 22,121	\$ 24,002

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY

SCHEDULE OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2004

	Intermediary Relending Program IV	Empowerment/ Community Enterprise Zone	Junior Achievement	Rural Business Enterprise Grant	Total Programs	General and Administrative	Total Expenses
Personnel	\$ -	\$ -	\$ -	\$ -	\$ 80,979	\$ 119,213	\$ 200,192
Consultants/Contractual	-	20,000	-	-	137,216	24,989	162,205
Travel	-	-	-	-	2,156	5,652	7,808
Training	20	-	-	-	527	-	527
Space	-	-	-	-	13,626	12,840	26,466
Supplies	-	-	-	-	5,743	6,881	12,624
Equipment Lease and Maintenance	-	-	-	-	6,938	2,575	9,513
Promotions/Community functions	-	-	-	-	60,239	11,572	71,811
Interest	-	-	-	-	33,622	3,733	37,355
Other	579	19,362	1,000	146	143,089	32,141	175,230
Total	\$ 599	\$ 39,362	\$ 1,000	\$ 146	\$ 484,135	\$ 219,596	\$ 703,731

Southern Ohio Growth Partnership, Inc. and Affiliates
Scioto County

Schedule of Federal Awards Expenditures
For the Year Ended December 31, 2004

Federal Grantor/ Pass Through Grantor/ Program Title	Pass Through Entity Number	Federal CFDA Number	Disbursements
U. S. Department of Agriculture			
<i>Direct from Federal Government</i>			
Rural Business Enterprise Grant Program	N	10.769	<u>\$291,000</u>
Total U. S. Department of Agriculture			<u>291,000</u>
Total Federal Financial Assistance			<u><u>\$291,000</u></u>

N - Direct from Federal Government

See Accompanying Notes to the Schedule of Federal Awards Expenditures

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
NOTES TO SCHEDULE OF FEDERAL AWARDS EXPENDITURES
FOR THE YEAR ENDED DECEMBER 31, 2004

NOTE A - - SIGNIFICANT ACCOUNTING POLICIES

The accompanying schedule of federal awards expenditures is a summary of the activity of the Southern Ohio Growth Partnership and Affiliate's federal award programs. The schedule has been prepared on the cash basis of accounting.

NOTE B - - USDA LOAN PROGRAM

The Southern Ohio Growth Partnership and Affiliates participates in the United States Department of Agriculture Intermediary Relending Program. The objective of the Intermediary Relending Program is to finance business facilities and community development projects in rural areas. The outstanding loan balance for the Intermediary Relending Program totaled \$2,514,068 at December 31, 2004.

BALESTRA, HARR & SCHERER

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Report 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 Trustees
Southern Ohio Growth Partnership, Inc. and Affiliates
324 Chillicothe Street
Portsmouth, Ohio 45662

We have audited the financial statements of the Southern Ohio Growth Partnership, Inc. and Affiliates, Scioto County, as of and for the year ended December 31, 2004, and have issued our report thereon dated August 19, 2005. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Southern Ohio Growth Partnership, Inc. and Affiliates internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide an opinion on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control over the financial reporting that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Southern Ohio Growth Partnership, Inc. and Affiliates 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 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 Southern Ohio Growth Partnership, Inc. and Affiliates in a separate letter dated August 19, 2005.

Board of Trustees
Southern Ohio Growth Partnership, Inc. and Affiliates
Portsmouth, Ohio 45662
Report 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*
Page 2

This report is intended solely for the information and use of the audit committee, management and Board of Trustees, and 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.

A handwritten signature in cursive script that reads "Balestra, Harr & Scherer". The signature is written in dark ink on a light-colored, slightly textured background.

Balestra, Harr & Scherer
August 19, 2005

BALESTRA, HARR & SCHERER

CERTIFIED PUBLIC ACCOUNTANTS

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Ohio Society of Certified Public Accountants

Report On Compliance With Requirements Applicable To Each Major Program And On Internal Control Over Compliance In Accordance With OMB Circular A-133

Board of Trustees

Southern Ohio Growth Partnership, Inc. and Affiliates

324 Chillicothe Street

Portsmouth, Ohio 45662

Compliance

We have audited the compliance of the Southern Ohio Growth Partnership, Inc. and Affiliates with the types of compliance requirements described in the U. S. Office of Management and Budget (OMB) *Circular A-133 Compliance Supplement* that are applicable to each of its major federal program for the year ended December 31, 2004. The Southern Ohio Growth Partnership and Affiliate's major federal program is identified in the summary of auditor's 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 program is the responsibility of the Southern Ohio Growth Partnership and Affiliate's management. Our responsibility is to express an opinion on the Southern Ohio Growth Partnership and Affiliate'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, *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 Southern Ohio Growth Partnership and Affiliate'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 Southern Ohio Growth Partnership and Affiliate's compliance with those requirements.

In our opinion, the Southern Ohio Growth Partnership and Affiliates complied, in all material respects, with the requirements referred to above that are applicable to each of its major federal programs for the year ended December 31, 2004.

Internal Control over Compliance

The management of the Southern Ohio Growth Partnership and Affiliates 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 Southern Ohio Growth Partnership and Affiliate'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.

Board of Trustees
Southern Ohio Growth Partnership, Inc. and Affiliates
Portsmouth, Ohio 45662

Report on Compliance with Requirements Applicable to each Major Program and on Internal Control over Compliance in Accordance with OMB Circular A-133

Page 2

Our consideration of the internal control over compliance would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that noncompliance with applicable requirements of laws, regulations, contracts, and grants caused by error or fraud that would be material in relation to a major federal program being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over compliance and its operation that we consider to be material weaknesses.

This report is intended solely for the information and use of the audit committee, management, Board of Trustees, and 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.

A handwritten signature in cursive script that reads "Balestra, Harr & Scherer". The signature is written in black ink on a light-colored, slightly textured background.

Balestra, Harr & Scherer
August 19, 2005

SCHEDULE OF FINDINGS AND QUESTIONED COSTS
OMB CIRCULAR A-133 SECTION .505

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY
DECEMBER 31, 2004

1. SUMMARY OF AUDITOR'S RESULTS

(d)(1)(i)	Type of Financial Statement Opinion	Unqualified
(d)(1)(ii)	Were there any material control weakness conditions reported at the financial statement level (GAGAS)?	No
(d)(1)(ii)	Were there any other reportable control weakness conditions reported at the financial statement level (GAGAS)?	No
(d)(1)(iii)	Was there any reported noncompliance at the financial statement level (GAGAS)?	No
(d)(1)(iv)	Were there any material internal control weakness conditions reported for major federal programs?	No
(d)(1)(iv)	Were there any other reportable internal control weakness conditions reported for major federal programs?	No
(d)(1)(v)	Type of Major Programs Compliance Opinion	Unqualified
(d)(1)(vi)	Are there any reportable findings under section .510?	No
(d)(1)(vii)	Major Programs (list):	Intermediary Relending Program CFDA #10.767 & Rural Business Enterprise Grant Program CFDA #10.769
(d)(1)(viii)	Dollar Threshold: Type A\B Programs	Type A: > \$300,000 Type B: all others
(d)(1)(ix)	Low Risk Auditee?	Yes

SCHEDULE OF FINDINGS AND QUESTIONED COSTS
OMB CIRCULAR A-133 SECTION .505

SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES
SCIOTO COUNTY
DECEMBER 31, 2004

**2. FINDINGS RELATED TO THE FINANCIAL STATEMENTS
REQUIRED TO BE REPORTED IN ACCORDANCE WITH GAGAS**

Finding Number	None
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3. FINDINGS AND QUESTIONED COSTS FOR FEDERAL AWARDS

Finding Number	None
CFDA Title and Number	
Federal Award Number/Year	
Federal Agency	
Pass-Through Agency	



**Auditor of State
Betty Montgomery**

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SOUTHERN OHIO GROWTH PARTNERSHIP, INC. AND AFFILIATES

SCIOTO COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

Susan Babbitt

CLERK OF THE BUREAU

**CERTIFIED
NOVEMBER 10, 2005**