

**GLEN OAKS VILLAGE  
OWNERS, INC.**

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**FINANCIAL STATEMENTS**  
**For The Years Ended December 31, 2012 and 2011**

GLEN OAKS VILLAGE OWNERS, INC.

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March 23, 2013

INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Glen Oaks Village Owners, Inc.  
Glen Oaks, New York 11004

**Report on the Financial Statements**

We have audited the accompanying financial statements of Glen Oaks Village Owners, Inc., which comprise the balance sheets as of December 31, 2012 and 2011 and the related statements of operations and comprehensive income, changes in shareholders' equity and cash flows for the years then ended, and the related notes to the financial statements.

***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

***Auditor's Responsibility***

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

***Opinion***

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Glen Oaks Village Owners, Inc., as of December 31, 2012 and 2011, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

## **Other Matter**

Management has omitted the supplementary information on future major repairs & replacements that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by the missing information.

## **Report on Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedules of income and schedules of expenses are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of the Glen Oaks Village Owners, Inc.'s management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 financial statements as a whole.

Very truly yours,

A handwritten signature in cursive script that reads "Landau Arnold Laufer".

Landau Arnold Laufer LLP

GLEN OAKS VILLAGE OWNERS, INC.  
BALANCE SHEETS  
DECEMBER 31, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
<u>Assets</u>		
<u>Current Assets</u>		
Cash & Cash Equivalents	\$ 717,415	\$ 648,058
Cash in Name of Agent - Tenant Security	246,592	237,848
Investments - Reserve Fund	13,090,623	12,003,547
Tenant - Shareholders Receivable - Net	297,108	248,574
Notes Receivable - Short-Term	45,368	98,395
Rent Receivables	37,838	54,903
Prepaid Expenses	1,355,963	1,640,577
Fuel & Supply Inventories	961,400	877,289
Sundry Receivables	50,260	59,393
<u>Total Current Assets</u>	<u>16,802,567</u>	<u>15,868,584</u>
<u>Property &amp; Equipment</u>		
Land	17,250,000	17,250,000
Buildings	87,202,136	87,202,136
Building Improvements	36,358,320	37,961,378
Furniture, Fixtures & Equipment	1,053,728	1,634,243
Transportation Equipment	882,273	1,096,982
Communication Equipment	-	8,244
	<u>142,746,457</u>	<u>145,152,983</u>
Less: Accumulated Depreciation	<u>(98,446,567)</u>	<u>(98,059,868)</u>
<u>Total Property &amp; Equipment</u>	<u>44,299,890</u>	<u>47,093,115</u>
<u>Other Assets</u>		
Deferred Mortgage Cost - Net	91,552	98,780
Notes Receivable - Homestead Program - Long-Term	171,500	164,000
Notes Receivable - Long-Term	2,236,851	2,095,400
<u>Total Other Assets</u>	<u>2,499,903</u>	<u>2,358,180</u>
<u>Total Assets</u>	<u>\$ 63,602,360</u>	<u>\$ 65,319,879</u>

GLEN OAKS VILLAGE OWNERS, INC.  
BALANCE SHEETS  
DECEMBER 31, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
<u>Liabilities &amp; Shareholders' Equity</u>		
<u>Liabilities</u>		
<u>Current Liabilities</u>		
Accounts Payable & Accrued Expenses	\$ 1,545,286	\$ 2,111,949
Mortgage Interest Payable	151,645	159,122
Mortgage Payable - Current Portion	1,575,013	1,479,209
Deferred Revenue	357,824	216,256
Security Deposits Payable	297,476	237,848
<u>Total Current Liabilities</u>	<u>3,927,244</u>	<u>4,204,384</u>
<u>Long-Term Liabilities</u>		
Mortgage Payable	28,425,658	30,000,671
<u>Total Long-Term Liabilities</u>	<u>28,425,658</u>	<u>30,000,671</u>
<u>Total Liabilities</u>	<u>32,352,902</u>	<u>34,205,055</u>
<u>Shareholders' Equity</u>		
Capital Stock - \$1 Par Value Per Share Authorized - 400,000		
Shares Issued & Outstanding At 12/31/12 & 12/31/11 - 387,600	387,479	387,479
Capital in Excess of Par Value	93,655,919	92,463,838
Treasury Stock	(1,770,453)	(1,341,433)
Accumulated Deficit	(61,960,105)	(60,328,262)
Accumulated Other Comprehensive Income:		
Net Unrealized Gain (Loss) on Investments	936,618	(66,798)
<u>Total Shareholders' Equity</u>	<u>31,249,458</u>	<u>31,114,824</u>
<u>Total Liabilities &amp; Shareholders' Equity</u>	<u>\$ 63,602,360</u>	<u>\$ 65,319,879</u>

GLEN OAKS VILLAGE OWNERS, INC.  
 STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME  
 FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
Total Income (Schedule A)	\$ 24,159,312	\$ 22,887,443
Total Expenses (Schedule B)	<u>(21,479,410)</u>	<u>(21,759,165)</u>
<u>Operating Income Before Depreciation &amp; Amortization</u>	2,679,902	1,128,278
Depreciation	(4,273,529)	(4,212,901)
Amortization	<u>(7,228)</u>	<u>(7,228)</u>
<u>Net Loss Before Provision for Taxes</u>	(1,600,855)	(3,091,851)
Provision for Taxes	<u>(30,988)</u>	<u>(61,852)</u>
<u>Net Loss</u>	(1,631,843)	(3,153,703)
Other Comprehensive Income		
Net Unrealized Gain (Loss) on Investments	<u>1,003,416</u>	<u>(65,479)</u>
<u>Total Comprehensive Income</u>	<u>\$ (628,427)</u>	<u>\$ (3,219,182)</u>

See accompanying notes to the financial statements.

GLEN OAKS VILLAGE OWNERS, INC.  
 STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
 FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

	Total	Capital Stock	Capital in Excess	Treasury Stock	Accumulated Deficit	Accumulated Other Comprehensive Income
<b>2011</b>						
<u>Beginning Balance</u>	\$ 32,634,754	\$ 387,479	\$ 90,447,562	\$ (1,024,409)	\$ (57,174,559)	\$ (1,319)
<u>Transactions with Owners</u>						
Purchased Units	(317,024)	-	-	(317,024)	-	-
Excess Proceeds	2,016,276	-	2,016,276	-	-	-
<u>Total Transactions with Owners</u>	<u>1,699,252</u>	<u>-</u>	<u>2,016,276</u>	<u>(317,024)</u>	<u>-</u>	<u>-</u>
<u>Comprehensive Income</u>						
Net Loss	(3,153,703)	-	-	-	(3,153,703)	-
Net Unrealized Loss On Investments	(65,479)	-	-	-	-	(65,479)
<u>Total Comprehensive Income (Loss)</u>	<u>(3,219,182)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(3,153,703)</u>	<u>(65,479)</u>
<u>Ending Balance</u>	<u>\$ 31,114,824</u>	<u>\$ 387,479</u>	<u>\$ 92,463,838</u>	<u>\$ (1,341,433)</u>	<u>\$ (60,328,262)</u>	<u>\$ (66,798)</u>
<b>2012</b>						
<u>Beginning Balance</u>	\$ 31,114,824	\$ 387,479	\$ 92,463,838	\$ (1,341,433)	\$ (60,328,262)	\$ (66,798)
<u>Transactions with Owners</u>						
Purchased Units	(429,020)	-	-	(429,020)	-	-
Excess Proceeds	1,192,081	-	1,192,081	-	-	-
<u>Total Transactions with Owners</u>	<u>763,061</u>	<u>-</u>	<u>1,192,081</u>	<u>(429,020)</u>	<u>-</u>	<u>-</u>
<u>Comprehensive Income</u>						
Net Loss	(1,631,843)	-	-	-	(1,631,843)	-
Net Unrealized Gain On Investments	1,003,416	-	-	-	-	1,003,416
<u>Total Comprehensive Income (Loss)</u>	<u>(628,427)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,631,843)</u>	<u>1,003,416</u>
<u>Ending Balance</u>	<u>\$ 31,249,458</u>	<u>\$ 387,479</u>	<u>\$ 93,655,919</u>	<u>\$ (1,770,453)</u>	<u>\$ (61,960,105)</u>	<u>\$ 936,618</u>

See accompanying notes to the financial statements.



GLEN OAKS VILLAGE OWNERS, INC.  
 STATEMENTS OF CASH FLOWS  
 FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
<u>Cash Flows From Operating Activities</u>		
Comprehensive Income (Loss)	\$ (628,427)	\$ (3,153,703)
Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Depreciation	4,273,529	4,212,901
Amortization	7,228	7,228
Net Unrealized (Gain) Loss on Investments	(1,003,416)	65,479
Net Realized Loss on Investments	18,887	-
(Increase) Decrease in Operating Assets:		
Cash in Name of Agent - Tenant Security	(8,744)	(7,033)
Tenant - Shareholders Receivable - Net	(48,534)	5,450
Rent Receivable	17,065	(26,603)
Prepaid Expenses	284,614	(63,831)
Fuel & Supply Inventories	(84,111)	(31,915)
Sundry Receivable	9,133	(90,842)
Increase (Decrease) in Operating Liabilities:		
Accounts Payable & Accrued Liabilities	(566,663)	179,090
Mortgage Interest Payable	(7,477)	(7,071)
Deferred Revenue	141,568	
Security Deposits Payable	59,628	7,033
<u>Net Cash Provided By Operating Activities</u>	<u>2,464,280</u>	<u>1,096,183</u>
<u>Cash Flows From Investing Activities</u>		
Purchase of Plant & Equipment	(1,480,303)	(1,072,910)
Purchase of Investments	(602,547)	(629,796)
Proceeds from Investments	500,000	-
<u>Net Cash (Used In) Investing Activities</u>	<u>(1,582,850)</u>	<u>(1,702,706)</u>
<u>Cash Flows From Financing Activities</u>		
Repayment of Long-Term Debt	(1,479,209)	(1,398,967)
Proceeds from Sale of Treasury Stock	1,192,081	1,699,252
Purchase of Treasury Stock	(429,020)	-
Issued Payments from Notes Receivable - Homestead Program	(7,500)	-
Issued Payments & Charges from Notes Receivable - Long-Term	(334,225)	(652,153)
Receipts from Notes Receivable - Long-Term	245,800	193,361
<u>Net Cash (Used In) Financing Activities</u>	<u>(812,073)</u>	<u>(158,507)</u>
Net Increase (Decrease) In Cash & Cash Equivalents	69,357	(765,030)
Cash & Cash Equivalents - Beginning of Year	<u>648,058</u>	<u>1,413,088</u>
Cash & Cash Equivalents - End of Year	<u>\$ 717,415</u>	<u>\$ 648,058</u>
<u>Supplemental Disclosures of Cash Flow Information</u>		
Cash Paid For Interest	\$ 929,129	\$ 1,918,925
Cash Paid For Income Taxes	30,988	61,852

See accompanying notes to the financial statements.

## 1. Nature of Organization

SB Investors, Ltd., a Florida limited partnership, as Sponsor, and Glen Oaks Village Owners, Inc., a New York corporation, (the "Company") entered into a Contract of Sale (the "Contract"), dated February 25, 1980, to sell, transfer and convey fee and leasehold title to the land and buildings known as Glen Oaks Village, located in the Glen Oaks area of Queens County in the City and State of New York (the "Property").

Pursuant to the terms, covenants and conditions of the Contract and that certain Offering Plan (the "Plan") to convert the Property to Cooperative Ownership, dated October 24, 1980, as amended, the Company acquired (i) fee title to 134 separate buildings, (ii) all of Sponsor's right, title and interest in the leasehold estate (the "Ground Lease") covering the buildings and the entire parcel of land on which the buildings are located, and (iii) fee title to the land.

The Property was conveyed to the Company on April 14, 1981. The facility contains 2,904 residential apartment units on approximately 110 acres of land.

## 2. Summary of Significant Accounting Policies

**Basis of Accounting** – The accompanying financial statements have been prepared on the accrual basis of accounting in conformity with generally accepted accounting principles.

**Cash & Cash Equivalents** - For purposes of the statement of cash flows, cash and cash equivalents consist of short-term, highly liquid investments available for current use with an initial maturity of three months or less.

**Investment** – Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Realized and unrealized gains and losses on investments are reported in the statement of operations and comprehensive income.

**Maintenance Assessments** – Tenant-shareholders are subject to monthly assessments to provide funds for the Company's operating expenses, future capital acquisitions, and major repairs and replacements. Tenant-shareholder receivables at the balance sheet date represent maintenance fees due from tenant-shareholders. Tenant-shareholder receivables are stated net of an allowance for uncollectible accounts. The allowance is determined by management review of receivables. An allowance of \$30,000 has been determined necessary for uncollectible accounts as of December 31, 2012 and 2011, respectively. Any excess assessments at year end are retained by the Company for use in the succeeding year.

**Inventory** – Inventories are valued at the lower of cost or market. Cost is determined by the first-in, first-out method.

**Property & Equipment** – Property and equipment are capitalized at cost. Major expenditures for property and those that substantially increase useful lives are capitalized. Maintenance, repairs and minor renewals are expensed as incurred. Depreciation is provided at rates based on the following useful lives:

GLEN OAKS VILLAGE OWNERS, INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2012 AND 2011

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<u>Class</u>	<u>Life in Years</u>
Buildings	35
Building Improvements	15 – 35
Equipment	5
Transportation Equipment	3

For financial reporting the Property and Equipment acquired from SB Investors, Ltd., are being carried at cost. Depreciation is recorded on the straight-line method using the useful lives as detailed above.

For tax purposes, the acquisition of the property is being reported as an exchange pursuant to Section 351 and all regulations thereunder of the Internal Revenue Code.

**Income Taxes** – The Internal Revenue Service has taken the position that real estate cooperatives are subject to Section 277 of the Internal Revenue Code.

Section 277 of the Code provides that a membership organization that is operated to provide services to members is permitted to deduct expenses attributable to the furnishing of services to the members only to the extent of the income derived during such year from its members. Section 277 permits a membership organization to reduce income from non-membership sources only by expenses incurred in generating this income. Accordingly, income from non-membership sources such as interest, commercial rental, professional apartment rental, etc. in excess of expenses properly attributable thereto, may be subject to federal tax.

Income tax liability that may result from the above is not reflected in the attached financial statements. If the position of the Internal Revenue Service is sustained by the courts, such liability will be reflected in future financial statements. Provisions for state income taxes are appropriately reflected.

The Company's federal and state income tax returns are generally subject to examination by taxing authorities for three years after the returns are filed, and the Corporation's federal and state income tax returns for 2010, 2011, and 2012 remain open to examination.

**Reclassifications** – Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform to the presentation in the current-year financial statements.

**Estimates** – The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the certain reported amounts and disclosures. Actual results could differ from those estimates.

**Date of Management's Review** – The Company has evaluated events and transactions for potential recognition or disclosure through March 23, 2013, the date the financial statements were available to be issued.

### 3. Purchase of Apartments

On or about February 9, 1994, the Company was assigned all of the rights in the unsold shares held by GOV Corp. GOV Corp. had previously acquired 64,063 shares allocated to various sponsor owned apartments as a result of a foreclosure of American Savings Bank's security interest in the shares and proprietary leases. GOV Corp.'s shares represented approximately 16.5% of the total shares of the Company and were allocated to 435 units of which 414 were occupied/rent regulated units and 21 were unoccupied units. On or about February 9, 1994, GOV Corp. assigned to the Company any and all of its rights with respect to these unsold shares, including any claims to any surplus upon the transfer or sale of the shares.

As of December 31, 2012, a total of 201 units were occupied/rent regulated units and 8 were unoccupied units.

The Company took title to the shares of Coronet Realty Company, effective February 10, 1993. Coronet Realty Company had defaulted by failing to pay maintenance and other charges in the sum of \$61,312. The secured party with respect to these shares was Ensign Savings Bank under the Receivership of the Resolution Trust Corporation. The original stock and leases respecting such shares were returned to the Company by the Resolution Trust Corporation in 1993. The former Coronet shares represent approximately 4.8% of the total shares in the Company. These shares totaled 134 units of which 119 were occupied/rent regulated units and 15 were unoccupied units.

As of December 31, 2012, a total of 43 units were still occupied/rent regulated units and 3 were unoccupied units.

### 4. Concentration of Credit Risk

**Regional Concentration** – The Company's business activity is to operate as a cooperative housing corporation as described in Note 1, "Nature of Organization." As such, the Company's sole source of revenue is from its tenant-shareholders. Under the provisions of the Financial Accounting Standards Board, *Accounting Standards Codification 825-10-50-21*, the Company is exposed to a regional concentration of credit risk if a significant portion of their tenant-shareholders did not pay their monthly maintenance charges. If a tenant-shareholder defaults in their obligation to the Company, the Company has substantial rights. Among these rights, the Company may terminate the lease of the lessee; take possession of the apartment and at its option re-let so as to recover any deficiency for unpaid rent or other charges.

**Banking Concentration** – During the years ended December 31, 2012 and 2011, the Company has maintained cash balances in excess of the federal depository insurance coverage ("FDIC") in its banking institutions. A potential risk of loss exists for amounts held in excess of FDIC insurable limits. The Company believes it mitigates its risks by investing in or through major financial institutions.

### 5. Investments in Marketable Securities (Investments-Reserve Funds)

The investments-reserve funds consist of investments in various mutual funds and money market accounts. Dividends and other distributions are reinvested.

GLEN OAKS VILLAGE OWNERS, INC.  
 NOTES TO FINANCIAL STATEMENTS  
 DECEMBER 31, 2012 AND 2011

Investments are as follows:

2012

	<u>Market Value</u>	<u>Cost</u>
The Vanguard Group – Mutual Funds	\$ 244,743	\$ 219,861
Fidelity Investments – Mutual Funds	11,464,940	10,553,203
Money Market Accounts	<u>1,380,940</u>	<u>1,380,940</u>
Total	<u>\$ 13,090,623</u>	<u>\$ 12,154,004</u>

Investments are as follows:

2011

	<u>Market Value</u>	<u>Cost</u>
The Vanguard Group – Mutual Funds	\$ 241,040	\$ 215,260
Fidelity Investments – Mutual Funds	10,709,537	10,801,560
Money Market Accounts	<u>1,052,970</u>	<u>1,052,970</u>
Total	<u>\$ 12,003,547</u>	<u>\$ 12,069,790</u>

Investment Income consists of the following:

	<u>2012</u>	<u>2011</u>
Interest and Dividends	\$ 276,627	\$ 249,265
Realized Losses on Investments	<u>(18,887)</u>	<u>-</u>
Total	<u>\$ 257,740</u>	<u>\$ 249,265</u>

## 6. Fair Value Measurements

FASB ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value that provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are summarized as follows:

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

**Level 2** – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly including inputs in markets that are not considered to be active.

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

GLEN OAKS VILLAGE OWNERS, INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2012 AND 2011

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In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety is determined by the lowest level input that is significant to the fair value measurement. Although the degree of judgment exercised by the Company in determining fair value is greatest for investments categorized in Level 3, the inputs or methodology used for valuing investments are not necessarily an indication of the risk associated with those investments.

The Company's investments at fair value as of December 31, 2012 and 2011 are classified as Level 1.

**7. Notes Receivable – Homestead Program – Long-Term**

The Company sold certain rent-regulated apartments, which it owned, to the occupants of these apartments. The Company received notes receivable from the buyer. These notes require no interest or principal payments during their life. The principal comes due upon sale or transfer of the apartment. The Company will allow one transfer to a family member during the term of the note. The Company also has notes receivables due to Homestead Improvement Program. The balances of these notes were \$171,500 and 164,000 as of December 31, 2012 and 2011, respectively.

**8. Mortgage Payable**

On August 1, 1995 the Company refinanced its mortgage and loan payable. The mortgage was in two pieces as follows:

Principal amount - \$36,682,393 at an interest rate of 6% per annum, maturing on August 1, 2020.

Principal amount - \$14,050,000 at an interest rate of 6.879% per annum, maturing on August 1, 2020.

These mortgages were refinanced on August 1, 2005. Proceeds of the new mortgage were used to satisfy both outstanding mortgage loans. The following are the pertinent items of the new loan:

Principal Amount:	\$39,000,000
Monthly Payment:	\$276,491
Interest Rate:	5.875%
Term:	20 years
Maturity Date:	September 1, 2025

GLEN OAKS VILLAGE OWNERS, INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2012 AND 2011

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Scheduled principal payments during the next five years and thereafter are approximately as follows:

2013	\$ 1,575,013
2014	1,671,350
2015	1,773,579
2016	1,877,853
2017	1,996,922
Thereafter	<u>21,105,954</u>
	30,000,671
Less: Current Portion	<u>(1,575,013)</u>
Total Long-Term	<u>\$ 28,425,658</u>

Interest expense approximated \$1,831,208 and \$1,911,854 for the years ended December 31, 2012 and 2011, respectively.

**9. Treasury Stock**

The Company on occasion has purchased apartments on the open market for its own administrative use. Four such units were acquired and are being used as administrative office space for management and sales personnel.

**10. Future Major Repairs & Replacements**

The Company has not conducted a study to determine the remaining useful lives of the components of common property and estimates of the costs of major repairs and replacements that may be required in the future. The Company, however, directs its maintenance department to provide it with periodic reports of needed repairs and replacements. Repairs and replacements are then funded on an annual basis in a comprehensive on-going building repair program. When funds are needed, the Company may borrow, utilize funds from the reserve account, increase maintenance, levy a special assessment, delay the repairs or replacement until funds become available or any combination of these.

**11. Pension Plan**

The Company has a 401k Plan for the benefit of all eligible employees. The Company contributes 3% of employees' compensation to the Plan. For the year ended December 31, 2012 and 2011 the total pension expense was \$296,076 and \$261,392, respectively.

**12. Mortgage Refinancing Costs**

Mortgage refinancing costs were incurred August 2005, in the amount of \$144,556 including bank fees, title costs, legal fees, survey & search costs and mortgage tax. These costs will be amortized over the life of the mortgage beginning September 2005 for a period of twenty years.

GLEN OAKS VILLAGE OWNERS, INC.  
SCHEDULES OF INCOME  
FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

SCHEDULE A

	2012	2011
<u>Income</u>		
Maintenance - Shareholders	\$ 19,465,190	\$ 18,614,171
Apartment Rental Income	2,675,481	2,561,758
Capital Improvement Fund Contributions	67,000	63,000
Garage Rental Income	580,460	580,393
Maintenance Service Repair Income	79,390	96,968
Parking Permits	48,195	42,050
Laundry Income	83,096	70,275
Resale & Sublet Fees	393,638	345,151
Alteration Fee Income	21,150	20,026
Outside Service Reimbursement	66,190	13,570
Management of Rental Apartments	33,550	41,910
Late Charges & House Rule Violations	53,216	51,789
Investment Income	257,740	249,265
Interest from GOVO Issued Mortgages	113,535	91,255
Insurance Proceeds	179,141	-
Miscellaneous	42,340	45,862
	<u>                    </u>	<u>                    </u>
<u>Total Income</u>	<u>\$ 24,159,312</u>	<u>\$ 22,887,443</u>



GLEN OAKS VILLAGE OWNERS, INC.  
 SCHEDULES OF EXPENSES  
 FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

SCHEDULE B

<u>Expenses</u>	<u>2012</u>	<u>2011</u>
<u>Administrative &amp; Management</u>		
Office Salaries	\$ 842,816	\$ 820,483
Community Contributions	21,898	21,411
Telephone	30,058	40,506
Legal Fees & Other Professional Fees	101,704	66,735
Auditing Fees	42,000	40,900
Information Technology Services	30,896	31,892
Postage	42,721	37,766
Office Expenses	150,085	168,447
Miscellaneous	57,371	39,901
<u>Total Administrative &amp; Management</u>	<u>1,319,549</u>	<u>1,268,041</u>
<u>Operating Expenses</u>		
Water & Sewer	1,844,561	1,832,772
Electric & Cooking Gas	689,245	685,425
Heating Costs	1,726,934	2,501,783
Licenses & Permits	58,615	34,880
Exterminating Services	55,678	51,783
Protection Services	453,041	452,945
Sanitation Services - Bulk Pick-Up	91,583	95,731
<u>Total Operating Expenses</u>	<u>4,919,657</u>	<u>5,655,319</u>
<u>Maintenance Services</u>		
Salaries	3,258,621	3,149,340
Repairs & Maintenance	1,532,692	1,157,955
Landscaping & Grounds Maintenance	182,550	224,069
Vehicle Fleet Expense	174,211	191,751
Janitorial & Maintenance Supplies	38,773	42,258
<u>Total Maintenance Services</u>	<u>5,186,847</u>	<u>4,765,373</u>
<u>Taxes, Insurance &amp; Employee Benefits</u>		
Real Estate Taxes	5,812,156	5,912,398
Payroll Taxes	405,989	385,952
Insurance	785,480	719,919
Employee Benefits - Union, Pension, Disability & Health Insurance	1,218,524	1,140,309
<u>Total Taxes, Insurance &amp; Employee Benefits</u>	<u>8,222,149</u>	<u>8,158,578</u>
<u>Financial</u>		
Interest on Mortgage Payable	1,831,208	1,911,854
<u>Total Financial</u>	<u>1,831,208</u>	<u>1,911,854</u>
<u>Total Expenses</u>	<u>\$21,479,410</u>	<u>\$21,759,165</u>

See paragraph on supplementary information included in auditor's report.