ACCOUNTANTS' REVIEW REPORT, FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

DECEMBER 31, 2009

(WITH SUMMARIZED FINANCIAL INFORMATION AS OF DECEMBER 31, 2008)

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Kerkering, Barberio & Co. Certified Public Accountants

ACCOUNTANTS' REVIEW REPORT

The Board of Directors
United States Masters Swimming, Inc.

We have reviewed the accompanying statement of financial position of United States Masters Swimming, Inc. (USMS), a nonprofit organization, as of December 31, 2009, and the related statements of activities and cash flows for the year then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All of the information included in these financial statements is the representation of the management of United States Masters Swimming, Inc. The prior year summarized comparative information has been derived from the USMS's December 31, 2008 financial statements audited by other auditors whose report dated September 8, 2009 expressed an unqualified opinion on those statements.

A review consists principally of inquiries of USMS personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements for the year ended December 31, 2009, in order for them to be in conformity with accounting principles generally accepted in the United States of America.

Sarasota, Florida August 6, 2010 Kerkering Barbins & C.

STATEMENT OF FINANCIAL POSITION

DECEMBER 31, 2009

(WITH SUMMARIZED FINANCIAL INFORMATION AS OF DECEMBER 31, 2008)

	<u> </u>	Jnrestricted	_	Temporarily Restricted
Assets Cash and cash equivalents Accounts receivable Accrued interest Certificates of deposit Prepaid expenses Property and equipment, net Beneficial interest in assets held by Community Foundation Due from unrestricted fund	\$	751,351 99,281 3,835 1,450,000 102,873 63,630	\$	
Total Assets	\$ =	2,470,970	\$_	
Liabilities and Net Assets Liabilities Accounts payable and accrued expenses Due to LMSCs Deferred revenue Other liabilities Due to permanently restricted fund Total liabilities	\$ 	91,737 143,419 594,594 11,565 7,333 848,648	\$	
Net Assets Unrestricted Board designated - insurance reserve Board designated - general reserve Undesignated net assets Permanently restricted Total net assets	_	120,000 635,800 866,522 1,622,322		
Total Liabilities and Net Assets	\$ S =	2,470,970	\$_	

	Permanently Restricted		Total		Total 2008
-	Restricted	_			
\$		\$	751,351 99,281	\$	587,973 98,682
			3,835		18,136
			1,450,000		1,339,000
			102,873		155,661
			63,630		13,268
	192,015		192,015		164,795
_	7,333	-	7,333		18,531
\$_	199,348	\$_	2,670,318	\$	2,396,046
\$		\$	91,737	\$	51,340
			143,419		109,098
			594,594		490,565
			11,565		11,910
-		-	7,333 848,648	_	18,531
-			0 10,0 10	-	001,111
			120,000		120,000
			635,800		480,000
			866,522		931,276
-	199,348		199,348		183,326
-	199,348	-	1,821,670		1,714,602
\$_	199,348	\$	2,670,318	\$	2,396,046
-		-			

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2009

(WITH SUMMARIZED FINANCIAL INFORMATION FOR THE YEAR ENDED DECEMBER 31, 2008)

	Unrestricted			Temporarily Restricted
Revenues and Other Support Membership dues Sponsorships, net of related expenses Contributions Championship meets and events	\$	1,340,997 148,714 36,533	\$	
Publications Royalties Interest Other Total revenues and other support	- -	109,592 12,971 23,968 20,115 1,692,890		<u>-</u>
Functional Expenses Program services Member services Club and coach services Events Total program services Supporting services General and administrative Fund Raising Total supporting services Total functional expenses	-	1,160,800 238,568 156,111 1,555,479 91,062 2,875 93,937 1,649,416		
Non-Operating Activities Change in value of beneficial interest in assets held by Community Foundation Loss on disposal of property and equipment In-kind contributions Income tax refund (expense) Total non-operating activities		33,979 (661) 16,824 (2,570) 47,572		
Increase (decrease) in net assets Net assets, beginning of year Net assets, end of year	\$ _	91,046 1,531,276 1,622,322	\$	- - -

_	Permanently Restricted	_	Total		Total 2008
\$	16,022	\$	1,340,997 148,714 16,022 36,533 109,592	\$	1,221,848 93,867 13,023 29,395 80,188 10,498
-	16,022	_	23,968 20,115 1,708,912		56,223 17,748 1,522,790
-		_	1,160,800 238,568 156,111 1,555,479		901,927 182,475 125,175 1,209,577
	<u>:</u>	-	91,062 2,875 93,937 1,649,416	-	40,479 2,399 42,878 1,252,455
l.		_	33,979 (661) 16,824 (2,570) 47,572		(71,865) - - 348 (71,517)
\$.	16,022 183,326 199,348	\$ _	107,068 1,714,602 1,821,670	\$	198,818 1,515,784 1,714,602

The accompanying notes are an integral part of these financial statements.
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STATEMENT OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2009 AND 2008

(WITH SUMMARIZED FINANCIAL INFORMATION FOR THE YEAR ENDED DECEMBER 31, 2008)

		2009	_	2008
Cash Flows from Operating Activities				
Increase in unrestricted net assets	\$	107,068	\$	198,818
Adjustments to reconcile increase in unrestricted net assets to			108 6.00	Contract Con
net cash provided by operating activities				
Depreciation		10,459		5,138
Loss on disposal of property and equipment		661		_
Change in value of beneficial interest				
in assets held by Community Foundation		(33,979)		71,865
(Increase) decrease in operating assets				
Accounts receivable		(599)		220,700
Accrued interest		14,301		6,066
Prepaid expenses		52,788		(90,605)
Increase (decrease) in operating liabilities				
Accounts payable and accrued expenses		40,397		19,239
Due to LMSCs		34,321		109,098
Deferred revenue		104,029		75,909
Other liabilities		(345)		1,435
Net cash provided by operating activities		329,101	_	617,663
Cash Flows from Investing Activities				
Transfers from Community Foundation, net		6,759		7,976
Maturities of certificates of deposit		1,978,000		1,779,000
Purchases of certificates of deposit		(2,089,000)		(2,105,000)
Purchases of property and equipment		(61,482)		(12,716)
Other		-	_	5,828
Net cash used in investing activities		(165,723)	_	(324,912)
Net increase in cash and cash equivalents		163,378		292,751
Cash and cash equivalents, beginning of the year	0	587,973		295,222
Cash and cash equivalents, end of the year	\$	751,351	\$ _	587,973

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2009

Note I - Summary of Significant Accounting Policies

Organization

United States Masters Swimming, Inc. (USMS) is a private non-profit corporation, organized under the laws of the State of Ohio, to promote fitness and health in adults on a national level by offering and supporting Masters swimming programs. USMS is administered locally by Local Masters Swim Committees (LMSCs). Prospective swimmers and clubs join USMS through their LMSC.

Use of Estimates and Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of financial statements and the reporting amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

USMS considers all liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Accounts Receivable

Accounts receivable consist of membership dues, sponsorships and other unpaid balances. Management believes all balances are collectible; accordingly, no allowance of doubtful accounts has been established. Receivables are unsecured and not interest-bearing.

Certificates of Deposit

Certificates of deposit are recorded at cost, which approximates market value.

Property and Equipment

Equipment and furniture are depreciated using the straight-line method over the estimated useful lives of the assets ranging from 3 to 7 years. Leasehold improvements are amortized using the straight-line method over the lease term. The capitalization threshold for equipment, furniture and leasehold improvements is \$500.

Donated Services

USMS estimated donated legal services for the year ended December 31, 2009 totaled \$16,824. \$12,397 of these legal services were performed by a nonvoting director and legal counsel and \$4,427 was donated by other non-related parties. In addition, a substantial number of unpaid non-professional volunteers have made significant contributions of their time to support the programs of USMS. USMS is a volunteer organization and as such the estimated value of these donated services has not been recorded in the accompanying financial statements.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note I - Summary of Significant Accounting Policies (Continued)

Functional Allocation of Expenses

Expenses have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the program and supporting services benefited.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of USMS and changes therein are classified and reported as follows:

Unrestricted net assets - Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets - Net assets subject to explicit or implicit donor-imposed stipulations that may or will be met either by actions of USMS and/or the passage of time.

Permanently restricted net assets - Net assets subject to donor-imposed stipulations that will be maintained permanently by USMS. Generally, the donors of these assets permit USMS to use all or part of the income earned on related investments for general or specific purposes.

Deferred Revenue

Advance payments from members' dues and registrations are deferred and recognized as revenue in the year benefits and services are provided to members.

Income Taxes

USMS is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code, and is classified as an organization which is not a private foundation. Therefore, USMS is generally exempt from federal and state income taxes. Unrelated business income may be subject to federal and state taxes (see Note 8).

Reclassifications

To facilitate comparison of financial data, certain amounts in the summarized 2008 financial statements have been reclassified to conform to the 2009 reporting presentation. Such reclassifications have no effect on total net assets as previously reported.

Summarized 2008 Financial Statements

The financial statements include certain prior-year summarized comparative information. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the USMS's financial statements for the year ended December 31, 2008, from which the summarized information was derived.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note I - Summary of Significant Accounting Policies (Continued)

Financial Instruments Not Measured at Fair Value

Certain of USMS's financial instruments are not measured at fair value on a recurring basis but nevertheless are recorded at amounts that approximate fair value due to their liquid or short-term nature. Such financial assets and financial liabilities include: cash and cash equivalents, accounts receivable, accrued interest, prepaid expenses, accounts payable and accrued expenses, due to LMSCs, deferred revenue and other liabilities.

Subsequent Events

USMS has evaluated all events subsequent to the balance sheet date of December 31, 2009 through the date these financial statements were available for issuance, August 6, 2010, and have determined that there are no subsequent events that require disclosure under the FASB Accounting Standards Codification.

Note 2 - Concentration of Credit Risk

Financial instruments, which potentially subject USMS to concentration of credit risk, include cash and cash equivalents and certificates of deposit. It is USMS's practice to place its cash and cash equivalent assets and certificates of deposit in high credit quality institutions to mitigate this risk. Accounts at these institutions may, at times, exceed federally insured limits. USMS has not experienced any losses in such accounts and does not believe it is exposed to any significant credit risk on cash and cash equivalents.

Note 3 - Accounts Receivable

Accounts receivable consisted of the following as of December 31, 2009:

Due from LMSCs for membership dues and registrations	\$ 88,492
Due from sponsors	10,000
Other	789
Total accounts receivable	\$ 99,281

Note 4 - Property and Equipment

Equipment, furniture, leasehold improvements and software development consist of the following as of December 31, 2009:

Furniture and equipment	\$	62,574
Leasehold improvements		34,742
The state of the s		97,316
Less accumulated depreciation		33,686
Property and equipment, net	\$ _	63,630

Depreciation expense for the year ended December 31, 2009 totaled \$10,459.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note 5 - Beneficial Interest in Assets Held by Community Foundation

In September 1997, USMS entered in to an agreement with Central Indiana Community Foundation, Inc. (Community Foundation), whereby USMS transferred assets to the Community Foundation in the establishment of an endowment fund known as U.S. Masters Swimming Endowment Fund (Fund). The aforementioned agreement grants variance power to the Community Foundation, the terms of which include presumption of donor's intent, variance from donor's direction and amendments. Transfers and contributions to the Fund are irrevocable. Distributions of annual earnings (including net income and net appreciation, both realized and unrealized) are allocated to the Fund and are available for distribution in accordance with the spending policy established by the USMS's Board of Directors. USMS's beneficial interest in assets held by the Community Foundation as of December 31, 2009 was \$199,348 of which \$21,099 was available for distribution to USMS.

The Fund is a component part of the Community Foundation, and as such, all assets of the Fund are held in the general assets of the Community Foundation. In the event USMS ceases to exist or the Fund is terminated, the Community Foundation shall devote any remaining assets of the Fund exclusively for charitable or other exempt purposes.

Note 6 - Board Designated Net Assets

USMS, in accordance with their financial operating guidelines, maintains an insurance reserve for \$120,000 for insurance liability deductible and general reserve for four months current year budgeted expenses. The general reserve for the year ended December 31, 2009 was \$635,800. The board designated net assets are classified as unrestricted net assets based on the absence of donor-imposed restrictions.

Note 7 - Endowment

USMS's endowment consists of funds established for the primary purpose to provide support to USMS to carry out its role and mission as described in their governing documents (see Note 5) and includes donor-restricted funds. As required by accounting principles generally accepted in the United States of America, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

The Board of Directors have interpreted the Florida Uniform Management of Institutional Funds Act (FUMIFA) as requiring the preservation of the fair value of a donor's original gift as of the gift date absent explicit donor stipulations to the contrary. As a result of this interpretation, USMS classifies as permanently restricted net assets the original value of gifts donated to the permanent endowment.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note 7 - Endowment (Continued)

Funds with Deficiencies

From time to time, the fair value of assets associated with the donor restricted endowment fund may fall below the level that the donor intended. In accordance with accounting principles generally accepted in the United States of America, deficiencies of this nature that are reported in unrestricted net assets were \$7,333 as of December 31, 2009. These deficiencies resulted from unfavorable market fluctuations that occurred after the investment of new permanently restricted contributions. Despite the losses experienced in the market, the Directors of the endowment continued to appropriate funds for programs that were deemed prudent.

As of December 31, 2009, endowment net assets composition by type of fund consisted of the following:

				Temporarily	Permanently	
	L	Inrestricted		Restricted	Restricted	Total
Donor-restricted			-			
endowment fund	\$	(7,333)	\$	-	\$ 199,348	\$ 192,015

Changes to endowment net assets for the year ended December 31, 2009 are as follows:

	Unrestricted	Temporarily Restricted		Permanently Restricted	Total
Endowment net assets,			; s=		
December 31, 2008	\$ (18,531)	\$	\$	183,326	\$ 164,795
Endowment investment return, net of fees	32,297				32,297
Contributions				16,022	16,022
Appropriation of endowment					
for expenditure	(21,099)		_		(21,099)
Endowment net assets, December 31, 2009	\$ (7,333)	\$ _	\$	199,348	\$ 192,015

Return Objectives and Risk Parameters

The endowment's assets are pooled with the investments of the Community Foundation as described above in (Note 5) and are invested in accordance with their investment policy. The Community Foundation has adopted the following investment policies for pooled investments:

1) Attempt to provide a predictable stream of funding to programs while seeking to maintain the purchasing power of the fund. 2) Invest in a manner that is intended to produce results that exceed each investment strategy's respective index while assuming a moderate level of investment risk. 3) Achieve an annualized total return (net of fees and expenses), equal to or greater than the rate of inflation (as measured by the broad, domestic Consumer Price Index) plus any spending and administrative expenses thus, at a minimum maintaining the purchasing power of the investment pools.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note 7 - Endowment (Continued)

Return Objectives and Risk Parameters

4) Manage the assets in a manner that will meet the primary investment objective, while at the same time attempting to limit volatility in year-to-year spending. Actual returns in any given year may vary from this amount.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, USMS relies on a total return strategy of the Community Foundation in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Spending Policy and How the Investment Objectives Relate to Spending Policy

USMS has a policy to appropriate distributions totaling approximately 5% of the of the fair value of the Fund at year-end preceding the calendar year in which the distribution is planned. USMS may make distributions to fund their operating budget and special projects. In establishing this policy, USMS considered the long-term expected return on its endowment of 7%. Accordingly, over the long-term, USMS expects the current spending policy to allow its endowment to grow at an average rate of 2% annually. This is consistent with USMS's objective to maintain the purchasing power of the endowment assets.

Note 8 - Income Taxes

USMS's primary sources of unrelated business income are advertising in USMS's publications and sponsorships. Income tax expense for 2009 totaled \$2,570.

Note 9 - Retirement Plan

In August 2007, USMS set up a Simple IRA allowing employees to elect to defer compensation up to the maximum allowed under IRS regulations. USMS matches employee contributions up to 3%. USMS contributions for the year ended December 31, 2009 totaled \$10,894.

Note 10 - Concentration of Revenue Risk

For the year ended December 31, 2009, USMS received approximately 78% of its total revenue from membership dues. The principle sources of membership dues are from clubs and individuals across the U.S. USMS relies on the continued receipt of membership dues in order to provide on-going and continued services.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note 11 - Commitments and Contingencies

Operating Leases

On June 1, 2009, USMS signed a 10 year operating lease agreement for office space in Sarasota, Florida expiring on May 31, 2019. Monthly base rent is \$1,066 subject to a 3% annual increase. Total rent expense for the year ended December 31, 2009 was approximately \$12,500.

Future minimum lease payments associated with the operating lease are as follows as of December 31, 2009:

2010	\$ 13,016
2011	13,406
2012	13,809
2013	14,223
2014	14,650
Thereafter	70,081
Total	\$ 139,185

Note 12 - Fair Value of Financial Assets

USMS adopted the Fair Value Measurements and Disclosures Topic of the FASB Accounting Standards Codification effective January 1, 2009. The Fair Value Measurements and Disclosures Topic provides enhanced guidance for using fair value to measure assets and liabilities and clarifies the principal that fair value should be based on the assumptions market participants would use when pricing the assets or liabilities and establishes a hierarchy that prioritizes the information used to develop those assumptions.

The following table presents information about USMS's assets and liabilities that are measured at fair value on a recurring basis as of December 31, 2009, and indicate the fair value hierarchy of the valuation techniques used to determine such fair value. The three levels for measuring fair value are based on the reliability of inputs and are as follows:

Level I - unadjusted quoted prices in active markets for identical assets or liabilities, such as publicly traded equity securities.

Level 2 - inputs other than quoted prices included in Level 1 that are observable, either directly or indirectly. Such inputs may include quoted prices for similar assets, observable inputs other than quotes prices (interest rates, yield curves, etc.), or inputs derived principally from or corroborated by observable market data by correlation or other means.

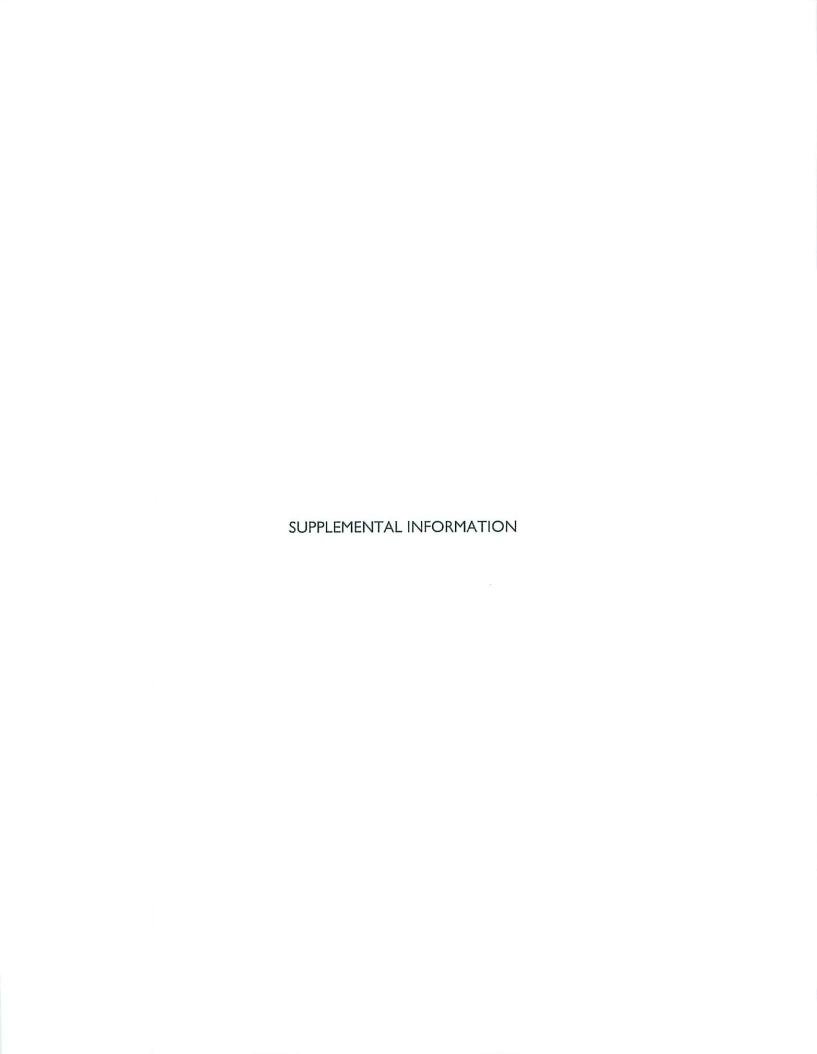
Level 3 - inputs are unobservable data points for the asset or liability, and include situations where there is little, if any, market activity for the asset or liability. The inputs reflect USMS's assumptions based on the best information available in the circumstance.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2009

Note 12 - Fair Value of Financial Assets (Continued)

				Fair Value Measu	ırer	ments at Report	ing	Date Using
Description		December 31, 2009		Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)
Available for sale:	-				-		-	
Certificates of deposit Beneficial interest in	\$	1,450,000	\$		\$	1,450,000	\$	
assets held by Community Foundation		192,015						192,015
Community Foundation	\$_	1,642,015	\$		\$	1,450,000	\$_	192,015
The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the accompanying statement of financial position using significant unobservable inputs (Level 3) as of December 31, 2009:								
Beginning balance – January Endowment investment re Contributions Appropriation of endowm	turn	, net of fees	·e				\$	164,795 32,297 16,022 (21,099)
Ending balance – December			200				\$	192,015





Kerkering, Barberio & Co., P.A. Certified Public Accountants

ACCOUNTANT'S REPORT ON SUPPLEMENTARY INFORMATION

The Board of Directors
United States Masters Swimming, Inc.

Our review was made for the purpose of expressing limited assurance that there are no material modifications that should be made to the basic financial statements for the year ended December 31, 2009, in order for them to be in conformity with accounting principles generally accepted in the United States of America. The supplementary schedule of functional expenses for the year ended December 31, 2009 is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the inquiry and analytical procedures applied in the review of the basic financial statements as of and for the year ended December 31, 2009 and we did not become aware of any material modifications that should be made to such information.

Kerkeing Mobins & C.

Sarasota, Florida August 6, 2010

UNITED STATES SWIMMING, INC.

SCHEDULE OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2009

(WITH SUMMARIZED COMPARATIVE TOTALS FOR 2008)

		Program Services						
	-	Member		Club and				Total Program
		Services		Coach Services		Events		Services
	_							
Salaries	\$	257,077	\$	79,101	\$	39,551	\$	375,729
Payroll taxes		20,725		6,377		3,188		30,290
Benefits		29,240		8,996		4,499		42,735
Advertising/promotion		23,643		21,072		2,654		47,369
Contributions-ISHOF								-
Convention		41,381		11,714		5,856		58,95 I
Credit card expense-Nationals						6,068		6,068
Depreciation		6,799		2,092		1,046		9,937
Dues and subscriptions		4,106		722		361		5,189
Grants						13,584		13,584
Information technology		36,490		10,777		7,580		54,847
Insurance		120,229		1,928		1,732		123,889
Miscellaneous		3,971		1,021		399		5,391
Occupancy		14,042		4,320		4,828		23,190
Office		6,763		1,109		554		8,426
Office relocation		•						-
Outside services		24,986		46,852		15,806		87,644
Postage		8,181		623		7,902		16,706
Printing		18,891		4,361		5,016		28,268
Professional services		19,302		8,851		6,528		34,681
Publication advertising commission		25,400						25,400
Publications		377,248		2,800		1,600		381,648
Recognition				32/10 M 00/02/2004/100		3,878		3,878
Registration		100,448		1,633				102,081
Telephone		9,174		2,823		1,122		13,119
Travel		12,704		21,396		22,359		56,459
Travel				,				
Total functional expenses	\$_	1,160,800	\$	238,568	\$	156,111	\$	1,555,479
Percent of total	_	70.38%		14.46%		9.46%		94.30%

Support	ng Ser	vices						
General and		Fund		Total	Total			
Administrative		Raising		2009		2008		
\$ 19,775	\$		\$	395,504	\$	239,897		
1,596				31,886		19,843		
2,249				44,984		30,717		
				47,369		38,472		
13,186				13,186		12,078		
2,929				61,880		62,308		
				6,068		6,891		
522				10,459		5,138		
180			5,369			4,482		
				13,584		16,900		
832				55,679		23,791		
1,448				125,337		130,264		
475				5,866		5,613		
1,080				24,270		16,500		
277				8,703		7,265		
34,653				34,653		_		
1,783		2,034		91,461		103,625		
92				16,798		14,022		
132				28,400		23,707		
4,527		841	40,049			8,104		
			25,400			17,814		
				381,648		347,817		
				3,878		3,765		
				102,081		50,914		
1,850				14,969		12,496		
3,476				59,935		50,032		
\$ 91,062	\$ _	2,875	\$	1,649,416	\$	1,252,455		
5.52%	_	0.18%		100.00%				

The accompanying notes are an integral part of these consolidated financial statements.