Financial Statements of

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Year ended September 30, 2010

[redacted]

[redacted]

AUDITORS' REPORT

To the Members of the
MultiSport Centre of Excellence Foundation

We have audited the statement of financial position of MultiSport Centre of Excellence Foundation (the "Foundation") as at September 30, 2010 and the statements of operations and deficiency in net assets and cash flows for the year then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Foundation as at September 30, 2010 and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

[redacted]

Chartered Accountants

Burnaby, Canada

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PROTECTED B

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Statement of Financial Position

September 30, 2010, with comparative figures for 2009

	2010	2009 (restated - note 3)
Assets		
Current assets:		
Cash and cash equivalents	$ 27,863	$ 15,213
Short-term investments and marketable securities (note 4)	20,928	19,104
Deposits	1,221,929	1,798,622
Sales tax receivable	9,044	96,419
Accounts receivable	16,645	1,626
Prepaids	11,766	16,914
	1,308,175	1,947,898
Prepaid land lease	1,224,956	-
Capital assets (note 5):		
Land	3,098,439	3,098,439
Building construction in process	13,431,937	13,136,989
Field turf facility (note 6)	939,580	2,322,010
	17,469,956	18,557,438
	$ 20,003,087	$ 20,505,336
Liabilities and Deficiency in Net Assets		
Current liabilities:		
Accounts payable and accrued liabilities	$ 160,281	$ 183,927
Deferred revenue	13,325	1,200
Lease payable (note 3)	-	2,031,062
	173,606	2,216,189
Asset retirement obligation (note 6)	489,688	468,601
Notes payable to related parties (note 7)	29,973,585	23,516,517
Due to related party	-	11,000
Deficiency in net assets	(10,633,792)	(5,706,971)
	$ 20,003,087	$ 20,505,336

See accompanying notes to financial statements.

Approved on behalf of the Board:

__________________ Director __________________ Director

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Statement of Operations and Deficiency in Net Assets

Year ended September 30, 2010, with comparative figures for 2009

	2010	2009 (restated - note 3)
Revenue:		
Rental income	$ 41,686	$ 16,140
Investment income	1,831	14,509
	43,516	30,649
Expenses:		
Accounting and legal	33,472	67,188
Accretion of asset retirement obligation	21,087	20,179
Administration	19,998	16,325
Banking	1,809	578
Contract consulting	120,957	20,582
Depreciation	89,421	89,421
Donations	25,340	-
Field lease	68,053	68,053
Insurance	53,105	19,240
Interest on note payable (note 7)	4,132,091	4,488,392
Property taxes	180,057	182,211
Rent	21,700	12,099
Salaries and benefits	203,247	212,523
Travel	-	1,693
	4,970,337	5,198,484
Deficiency of revenue over expenses	(4,926,821)	(5,167,835)
Deficiency in net assets, beginning of year:		
As previously reported	(5,529,318)	(539,136)
Prior year adjustment (note 3)	(177,653)	-
As restated	(5,706,971)	(539,136)
Deficiency in net assets, end of year	$ (10,633,792)	$ (5,706,971)

See accompanying notes to financial statements.

PROTECTED B

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Statement of Cash Flows

Year ended September 30, 2010, with comparative figures for 2009

	2010	2009 (restated - note 3)
Cash provided by (used in):		
Operations:		
Deficiency of revenue over expenses	$ (4,926,821)	$ (5,167,835)
Items not involving cash:		
Field lease	68,053	68,053
Depreciation	89,421	89,421
Accretion of asset retirement obligation	21,087	20,179
Fair value adjustment on marketable securities	(1,824)	(8,304)
Interest accrued on notes payable	4,132,091	4,489,217
Changes in non-cash operating working capital:		
Deposits	576,693	887,800
GST receivable	87,375	441,227
Accounts receivable	(15,019)	(1,626)
Prepaids	5,148	(16,914)
Accounts payable and accrued liabilities	(23,646)	(2,400,162)
Deferred revenue	12,125	1,200
	24,683	(1,597,744)
Investments:		
Decrease in short-term investments and marketable securities	-	653,793
Additions to capital assets	(294,948)	(2,973,310)
	(294,948)	(2,319,517)
Financing:		
Increase in notes payable	2,324,977	1,635,000
Increase (decrease) in lease payable	(2,031,062)	2,031,062
Decrease in due to related party	(11,000)	-
	282,915	3,666,062
Increase (decrease) in cash	12,650	(251,199)
Cash, beginning of year	15,213	266,412
Cash, end of year	$ 27,863	$ 15,213
Supplementary information for statement of cash flows:		
Capital assets recognized due to asset retirement obligation	$ -	$ 448,422
Recognition of asset retirement obligation	-	(448,422)

See accompanying notes to financial statements.

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Notes to Financial Statements

Year ended September 30, 2010

1. Operations:

The Multisport Centre of Excellence Foundation (the "Foundation") was incorporated under Part II of the Canada Corporations Act by Letters Patent on October 18, 2007. As a registered public foundation, the Foundation is exempt from tax under the Income Tax Act. The Foundation is in the process of constructing an integrated sports medicine, science and training athlete development facility (the "Athlete Development Facility") located in Burnaby, BC.

These financial statements have been prepared on a going concern basis, which assumes the assets will be realized and used and liabilities discharged in the normal course of operations. The Foundation has deficiencies of revenue over expenses and in net assets for each of the past three years. The ability of the Foundation to continue as a going concern is dependent upon the continued support of the holders of the notes payable and the ability of the Foundation to obtain alternate sources of financing and revenue. The Foundation is in advanced loan discussions with a senior financial institution, in addition to ongoing dialogue with a number of qualified donators to provide funding to complete construction of the Athlete Development Facility. The holders of the notes payable aggregating $29,973,585 have provided written confirmation that they will not demand payment during the year ending September 30, 2010. Should this commitment not extend past that date, and additional sources of funding are not secured, the going concern assumption may no longer be appropriate. Should the going concern assumption not be appropriate, stated amounts of assets and liabilities may not be valid.

2. Significant accounting policies:

These financial statements are prepared in accordance with Canadian generally accepted accounting principles for not-for-profit entities and include the following significant accounting policies:

(a) Revenue recognition:

The Foundation follows the deferral method of accounting for contributions. Restricted contributions are initially deferred and recognized as revenue in the year in which the related expenses are incurred or the restrictions are met. Unspent amounts are included in deferred revenue and contributions. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

(b) Prepaid land lease:

The prepaid land lease is portion of the lease with the City of Burnaby related to land and land improvements, and is amortized over the length of the lease, being 20 years.

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

Notes to Financial Statements (continued)

Year ended September 30, 2010

2. Significant accounting policies (continued):

(c) Capital assets:

Land is recorded at its historical cost at the date of its acquisition. Depreciable capital assets are recorded at cost less accumulated amortization and are amortized over their estimated useful lives, commencing the date they are available for use. No amortization has been charged to date on building construction in process as these assets are not yet available for use. The field turf facility is being depreciated on a straight line basis over 10 years. The Foundation does not capitalize interest on debt related to construction.

(d) Deposits:

Deposits consist of amounts paid to local government for land planning and construction bonds.

(e) Asset retirement obligations:

The Foundation recognizes asset retirement obligations where a reasonably definitive estimate of the fair value of the obligation can be determined. The Foundation estimates fair value by determining the current market cost required to settle the asset retirement obligation, adjusted for inflation through to the expected date of settlement, which is discounted to its present value. The resulting annual expense is referred to as accretion expense. The Foundation reviews changes in estimated future cash flows and timing underlying the fair value measurement on an annual basis.

(f) Use of estimates:

The preparation of financial statements 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 dates of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Areas subject to significant estimates include the useful life and amortization of capital assets and asset retirement obligations and related assets. Actual results could differ from these estimates.

(g) Financial instruments:

The Foundation accounts for its financial instruments in accordance with Section 3855 of the Canadian Institute of Chartered Accountants ("CICA") Handbook, "*Financial Instruments - Recognition and Measurement*". This section requires that all non-derivative financial assets and liabilities be measured at fair value with the exception of (i) loans and receivables and held-to-maturity investments, which should be measured at amortized cost; and (ii) investments in equity instruments that do not have a quoted market price in an active market, which should be measured at cost, other than such instruments that are classified as held for trading. This section also requires that gains and losses on financial instruments measured at fair value be recognized in the statement of operations in the periods in which they arise, with the exception of (i) unrealized gains and losses on financial assets classified as available-for-sale, which are recognized directly in net assets until the financial asset is derecognized or becomes impaired.

2. Significant accounting policies (continued):

(g) Financial instruments (continued):

The Foundation classifies its deposits and accounts receivable as loans and receivables and has measured these instruments at amortized cost. Impairment losses are recorded in the period they arise. Accounts payable and notes payable are classified as other liabilities and measured at amortized cost.

Short-term investments and marketable securities have been designated as held for trading and measured at fair value. Changes in fair value are recorded in the statement of operations in the period they arise.

(h) Future accounting pronouncements:

(i) Revisions to Not-for-Profit accounting standards:

Effective January 1, 2012, the Foundation's current accounting framework will no longer exist. In December 2010 the Canadian Institute of Chartered Accountants ("CICA") in conjunction with the Accounting Standards Board ("AcSB") issued Part III – Accounting Standards for Not-for-Profit Organizations ("Part III") of the CICA Handbook. Part III is effective for fiscal years commencing on or after January 1, 2012 and provides Canadian private sector not-for-profit organizations with a new financial reporting framework. The Foundation has the option to apply International Financial Reporting Standards (IFRS) or the newly approved accounting standards for Not-for-Profit Organizations.

The Foundation has elected to adopt the new accounting standards for not-for-profit organizations effective January 1, 2012.

The Foundation is evaluating the impact of adopting the new accounting standards for not-for-profit organizations; differences on adoption are expected to be minimal.

3. Restatement of prior year figures:

During the year ended September 30, 2009, the Foundation entered into a capital lease with the City of Burnaby for which no assets or liabilities nor their associated expenses or revenues were recognized in the financial statements. The presentation of the assets, liabilities, revenue and expenses related to the lease agreement has been applied retrospectively and has increased the deficiency of revenue over expenses for the year ended September 30, 2009 by $177,653, increased capital assets by $2,322,010, lease payable by $2,031,062 and the asset retirement obligation by $468,601 as at that date.

MULTISPORT CENTRE OF EXCELLENCE FOUNDATION

4. Short-term investments and marketable securities:

	2010	2009
Marketable securities	$ 20,928	$ 19,104

5. Capital assets:

(a) Building construction in process relates to an Athlete Development Facility. No amortization has been charged in the year as the facility was not complete.

(b) The turf field facility has a historical cost of $1,118,422 (including the asset retirement obligation (note 6)) and accumulated depreciation of $178,842 (2009 - nil).

6. Asset retirement obligation:

The Foundation has recognized an asset retirement obligation for future activities and costs related to restoration of a turf field facility leased from City of Burnaby. Depreciation of the asset retirement obligation and accretion expense during the year ended September 30, 2010 were $89,421 (2009 - $89,421) and $21,087 (2009 - $20,179), respectively. As of September 30, 2010, the total undiscounted amount of estimated future cash flows required to settle the obligation was approximately $1,100,000 (2009 - $1,100,000), of which $489,688 (2009 - $468,601) has been recorded as a liability at year end.

7. Notes payable to related parties:

(a) Elysium Foundation:

A note payable in the amount of $19,799,401 plus accrued interest of $8,436,436 is due to Elysium Foundation, a party related by virtue of common control and board membership.

The note is interest bearing at 20% per annum and is secured by a first charge mortgage on the land and buildings of the Foundation and a general security agreement.

The note is repayable on demand, with 90 days notice.

(b) Note payable to director:

At September 30, 2010, the Foundation had an outstanding note to a director of the Foundation bearing interest at 20% per annum, with a principal of $1,285,000 in addition to accrued interest of $452,748.

The note is unsecured and is repayable on demand, with 90-days notice.

7. Notes payable to related parties (continued):

The related parties to whom both notes are due have confirmed in writing that they have waived the right to demand repayment of the notes, at a minimum until October 1, 2011, and consequently the notes have been presented as non-current liabilities.

In addition, the related parties have expressed positive receptiveness to move to a second charge mortgage on the land and buildings of the Foundation along with other assurances in favor of a senior lending institution advancing loan amounts to complete the construction of the Athlete Development Facility.

8. Financial instruments:

The carrying amounts of accounts receivable, accounts payable and notes payable are recorded at amortized cost which approximates their fair value.

9. Capital disclosures

The Foundation defines its capital to be net assets and notes payable to related parties. There are no external restrictions on the Foundation's capital.