WE WORK FOR KIDS, LLC

FINANCIAL REPORT

DECEMBER 31, 2021

WE WORK FOR KIDS, LLC.

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MACNELL
ACCOUNTING & CONSULTING, LLP
9436 Springfield Avenue • Evanston, Illinois 60203

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Unitholders
of We Work for Kids, LLC

Opinion

We have audited the accompanying financial statements of We Work for Kids, LLC (a Delaware limited liability company), which comprise the balance sheet as of December 31, 2021, and the related statements of income, changes in members' equity, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of We Work for Kids, LLC as of December 31, 2021, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of We Work for Kids, LLC and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about We Work for Kids, LLC's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 We Work for Kids, LLC's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about We Work for Kids, LLC's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Balance Sheet by Business Unit, Statement of Income by Business Unit, and Schedule of Operating Expenses are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the 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.

MacNell Accounting & Consulting, LLP

Certified Public Accountants

May 24, 2022

WE WORK FOR KIDS, LLC

BALANCE SHEET
DECEMBER 31, 2021

ASSETS	2021
Current Assets	
Cash and cash equivalents	$ 2,433,189
Cash and cash equivalents - restricted	75,000
Accounts receivables, less allowance for doubtful accounts of $6,868 in 2021	643,590
Other receivables	233,698
Prepaid expenses	129,436
Total current assets	3,514,913
Investments	1,068,750
Security Deposits	141,499
Intangible Assets	
Software - net of amortization	644,066
Goodwill - net of amortization	165,533
Total intangible assets	809,599
Property and Equipment - Net of Depreciation	1,209,169
Total assets	$ 6,743,930

LIABILITIES AND MEMBERS' EQUITY	
Current Liabilities	
Accounts payable	$ 213,805
Accrued expenses	459,937
Unearned revenue	679,495
Equipment financing - current maturities	51,087
Total current liabilities	1,404,324
Long Term Liabilities	
Equipment financing, less current maturities	42,894
Notes payable	4,015,993
Total long term liabilities	4,058,887
Members' Equity	
Preferred A units, 5,646,881 units issued and outstanding	5,646,881
Common A units, 901,000 units issued and outstanding	2,225,883
Members' equity (deficit)	(6,592,045)
Total members' equity	1,280,719
Total liabilities and members' equity	$ 6,743,930

The accompanying notes are an integral part of the financial statements.

WE WORK FOR KIDS, LLC

STATEMENT OF INCOME
YEAR ENDED DECEMBER 31, 2021

	2021
Revenue	$ 18,715,400
Cost of sales	8,866,825
Gross profit	9,848,575
Sales, General, & Administrative	
Sales and marketing expense	1,229,733
General and administrative expenses	5,280,829
Depreciation and amortization	624,038
Total sales, general and administrative	7,134,600
Operating income	2,713,975
Other expenses	
Interest	1,956,421
Taxes and fees	40,255
Total other expenses	1,996,676
Net income	$ 717,299

The accompanying notes are an integral part of the financial statements.

WE WORK FOR KIDS, LLC

STATEMENT OF CHANGES IN MEMBERS' EQUITY
YEAR ENDED DECEMBER 31, 2021

	Preferred Units	Common Units	Members' Equity (Deficit)	Total
Balance at January 1, 2021	$ -	$ -	$ -	$ -
Business combination	5,646,881	1,384,207	(7,309,344)	(278,256)
Preferred interest converted	-	1,554,820	-	1,554,820
Capital draws	-	(713,144)	-	(713,144)
Net income	-	-	717,299	717,299
Balance at December 31, 2021	$ 5,646,881	$ 2,225,883	$ (6,592,045)	$ 1,280,719

WE WORK FOR KIDS, LLC

STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2021

	2021
Cash flows from operating activities:	
Net income	$ 717,299
Adjustments to reconcile net change to net cash provided by (used in) operating activities:	
Depreciation and amortization	624,038
Changes in assets and liabilities, net of business combination:	
Decrease in receivables	815,481
Increase in other receivables	(233,351)
Decrease in prepaid expenses	152,753
Increase in security deposits	(12,448)
Decrease in accounts payable	(407,369)
Increase in accrued expenses	298,691
Decrease in unearned revenue	(928,175)
Net cash flows provided by operating activities	1,026,919
Cash flows from investing activities:	
Cash acquired in business combination	1,912,590
Purchase of property and equipment	(898,410)
Purchase of software	(322,614)
Net cash flows provided by investing activities	691,566
Cash flows from financing activities:	
Preferred interest converted	1,554,820
Capital draws	(713,144)
Payments made on financing and debt	(51,972)
Net cash flows provided by financing activities	789,704
Net change in cash	2,508,189
Cash at beginning of year	-
Cash at end of year	$ 2,508,189
Supplemental Disclosures	
Interest paid	$ 401,601

The accompanying notes are an integral part of the financial statements.

Note 1 – Description of Organization

We Work For Kids, LLC. (the Company) was formed in the state of Delaware on December 16, 2020 as a limited liability company. Effective December 31, 2020, the Company merged at the ownership level with Acceleration Academies, LLC and Education Incites, LLC. The Company provides academic, instructional, and support services to students either at risk of not earning a high school diploma or wishing a return to school after a gap in their education. The Company also provides technology platforms and solutions that enable data-driven teaching and learning.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting

The Company prepares its financial statements on the accrual basis of accounting.

Date of Management's Review

Subsequent events were evaluated through May 24, 2022, the date on which the financial statements were available to be issued.

Use of Estimates

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

Cash and Cash Equivalents

Cash and cash equivalents consist of cash in checking accounts.

Accounts Receivable

Accounts receivable are stated at the amount management expects to collect from outstanding balances. Allowance for doubtful accounts is the estimate of uncollectible receivable amounts, which is based upon a review of outstanding receivables. Additions to the allowance for doubtful accounts are made by a charge to earnings and a credit to the allowance account. Receivable amounts deemed uncollectible are written off through a charge to the valuation allowance and a credit to accounts receivables.

Intangible Assets

Goodwill

Goodwill represents the excess of the fair value of consideration given over the fair value of the tangible assets and liabilities and identifiable intangible assets of businesses acquired. The initial capital investment in the Company resulted in recognizing goodwill of $602,594. Goodwill is amortized on a straight-line basis over 10 years and tested when a triggering event occurs that indicated that the fair value of may be below its carrying amount, in accordance with current accounting standards. Amortization expense on goodwill was $60,259 for the year ended December 31, 2021.

Note 2 – Summary of Significant Accounting Policies (Continued)

Intangible Assets (Continued)

Software

Software developed for internal and external purposes is recorded as an intangible asset, and amortized over their estimated useful lives. The assets are carried at cost less accumulated amortization. The accumulated amortization of software totaled $401,724 at December 31, 2021. Amortization expense on software was $209,159 for the year ended December 31, 2021.

Property and Depreciation

Property and equipment are stated at cost. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets as follows:

	Years
Computers & network equipment	3
Furniture & fixtures	5
Leasehold improvements	5
Technology	5

Maintenance and repairs of equipment are charged to operations and major improvements are capitalized. When assets are sold, retired or otherwise disposed of, the cost and accumulated depreciation are removed from the accounts any resulting gain or loss is included in income.

Advertising

Advertising costs are expensed when paid and totaled $226,289 for the year ended December 31, 2021.

Tax Status

Partnership tax status has been elected by all of the members of the Company. A Partnership for Federal Income Tax purposes is not a taxpaying entity. Any income or operating loss arising from the activities of the company is reported, after appropriate adjustments, on the income tax returns of the members. Because the company is not a taxpaying entity, its financial statements are different from those of taxpaying entities. Specifically, on the income statement there is no provision for federal income tax expense. In addition, the balance sheet does not present a liability for income taxes incurred but not yet paid as of the balance sheet date. Also, the balance sheet does not present any deferred tax assets or deferred tax liabilities that might arise from the differences between net income on the income statement and taxable income on the individual members' tax returns, as well as differences between carrying values of assets and liabilities and their tax bases.

The members have reviewed the activity of the Company as of December 31, 2021 and do not believe there has been any action taken that would jeopardize the Company's tax status. The company is subject to routine audits by taxing jurisdictions; however there is currently no audit for any tax periods in progress.

WE WORK FOR KIDS, LLC.

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2021

Note 3 – Concentrations

Cash

The Company maintains cash balances. Accounts at these institutions may from time to time exceed amounts insured by the Federal Deposit Insurance Corporation.

Sales

Sales to four customers made up approximately 77% of all sales for the year ended December 31, 2021.

Note 4 – Property and Equipment

Major classifications of property and equipment at December 31, 2021 are summarized below:

	2021
Computers & network equipment	$ 959,178
Furniture & fixtures	434,792
Leasehold improvements	465,450
Total	1,859,421
Less accumulated depreciation	(650,252)
Property and equipment – net of depreciation	$1,209,169

Depreciation expense aggregated $354,620 for the year ended December 31, 2021.

Note 5 – Related Party Transactions

The Company pays for consulting services from unitholders. The amount paid to the unitholders for consulting services for the year ended December 31, 2021 was $36,718. The Company also had shared salaries with a unitholders company. The amount of expense incurred for the shared salaries with the related party totaled $144,806 for the year ended December 31, 2021.

Note 6 – Financing Activities

Notes Payable

At December 31, 2021, the Company has unsecured promissory notes with owners of the Company. The commitments bear interest of 10%, and are due in full on December 31, 2023. The notes call for quarterly interest payments. At December 31, 2021, the outstanding balance on the notes is $4,015,993.

Financing

The Company financed the purchase of student devices through December 2023. The agreement calls for monthly payments. Minimum future payments under the financing agreement at December 31, 2021 is as follows:

Year Ending December 31,	Amount
2021	$51,087
2022	42,894
Total	$93,981

Note 7 – Operating Leases

The Company has various operating leases that expire through April 2027 for space to house academies.

Minimum future rental payments under these various operating leases that have remaining non-cancelable lease terms greater than one year at December 31, 2021 is as follows:

Year Ending December 31,	Amount
2022	$1,132,312
2023	785,732
2024	677,521
2025	438,356
2026	358,349
Thereafter	47,459
Total	$3,429,729

Rental and lease expense for the year ended December 31, 2021 was $930,623.

Note 8 – Unit Agreements

As part of the initial capital, the Unitholders in Education Incites, LLC (EI) and Acceleration Academies, LLC (AA) contributed all Units owned for Units in the Company.

Preferred A Units

Preferred A Units were issued for all Class Preferred Units in EI and AA. The capital contribution recognized at the formation of the Company was $5,646,881.

Common A Units

Common A Units were issued for the capital contribution of Unitholder's of EI and AA Class A Common Units and Class B Common Units.

Common B Units

The Company issued 2,300 of Common B Units at the formation of the Company.

The Company authorized the issuance of 99,000 Class B Common unit options as incentives. The exercise price of the options is $0.01, and vested at 60% at December 31, 2021 and an additional 8% each subsequent year. None of the options were exercised at December 31, 2021.

SUPPLEMENTARY INFORMATION

WE WORK FOR KIDS, LLC

SCHEDULE OF OPERATING EXPENSES
YEAR ENDED DECEMBER 31, 2021

	Acceleration Academies, LLC	Education Incites, LLC	We Work for Kids, LLC
Operating Expenses			
Personnel related expenses			
Salaries and wages	$ 7,325,877	$ 2,101,643	$ 9,427,520
Payroll taxes	602,300	109,363	711,663
Employee benefits	580,603	110,158	690,761
Total personnel related expenses	8,508,780	2,321,164	10,829,944
Other operating expense			
Rent	930,623	-	930,623
Educational software	153,447	535,944	689,391
Staff and student recruitment	78,299	-	78,299
Dues and subscriptions	124,363	22,309	146,672
Professional fees	278,863	221,537	500,400
Marketing	89,991	136,298	226,289
Classroom and office supplies	176,465	9,489	185,954
Travel, meals and entertainment	294,106	90,497	384,603
Insurance	118,065	-	118,065
Telephone and internet	91,853	12,372	104,225
Transportation	41,861	-	41,861
Depreciation and amortization	596,614	27,424	624,038
Other costs	682,337	458,724	1,141,061
Total other operating expense	3,656,887	1,514,594	5,171,481
Total Operating Expenses	$ 12,165,667	$ 3,835,758	$ 16,001,425

The accompanying notes are an integral part of the financial statements.

WE WORK FOR KIDS, LLC

BALANCE SHEET BY BUSINESS UNIT
DECEMBER 31, 2021

ASSETS	Acceleration Academies, LLC	Education Incites, LLC	We Work for Kids, LLC
Current Assets			
Cash and cash equivalents	$ 1,579,744	$ 853,445	$ 2,433,189
Cash and cash equivalents - restricted	75,000	-	75,000
Accounts receivables, less allowance for doubtful accounts of $6,868 in 2021	604,877	38,713	643,590
Other receivables	110,180	123,518	233,698
Prepaid expenses	233,698	(104,262)	129,436
Total current assets	2,603,499	911,414	3,514,913
Investments	-	1,068,750	1,068,750
Security Deposits	141,499	-	141,499
Intangible Assets			
Software - net of amortization	625,258	18,808	644,066
Goodwill - net of amortization	165,533	-	165,533
Total intangible assets	790,791	18,808	809,599
Property and Equipment - Net of Depreciation	1,181,120	28,049	1,209,169
Total assets	$ 4,716,909	$ 2,027,021	$ 6,743,930
LIABILITIES AND MEMBERS' EQUITY			
Current Liabilities			
Accounts payable	$ 127,103	$ 86,702	$ 213,805
Accrued expenses	273,311	186,626	459,937
Unearned revenue	-	679,495	679,495
Equipment financing - current maturities	51,087	-	51,087
Total current liabilities	451,501	952,823	1,404,324
Long Term Liabilities			
Equipment financing, less current maturities	42,894	-	42,894
Notes payable	3,182,556	833,437	4,015,993
Total long term liabilities	3,225,450	833,437	4,058,887
Members' Equity			
Preferred A units, 5,646,881 units issued and outstanding	2,415,442	3,231,439	5,646,881
Common A units, 901,000 units issued and outstanding	3,653,000	(1,427,117)	2,225,883
Members' equity (deficit)	(5,063,246)	(1,528,799)	(6,592,045)
Total members' equity	1,005,196	275,523	1,280,719
Total liabilities and members' equity	$ 4,682,147	$ 2,061,783	$ 6,743,930

The accompanying notes are an integral part of the financial statements.

WE WORK FOR KIDS, LLC

STATEMENT OF INCOME BY BUSINESS UNIT
YEAR ENDED DECEMBER 31, 2021

	Acceleration Academies, LLC	Education Incites, LLC	We Work for Kids, LLC
Revenue	$ 14,457,689	$ 4,257,711	$ 18,715,400
Cost of sales	7,102,853	1,763,972	8,866,825
Gross profit	7,354,836	2,493,739	9,848,575
Sales, General, & Administrative			
Sales and marketing expense	695,610	534,123	1,229,733
General and administrative expenses	3,770,589	1,510,240	5,280,829
Depreciation and amortization	596,614	27,424	624,038
Total sales, general and administrative	5,062,813	2,071,787	7,134,600
Operating income	2,292,023	421,952	2,713,975
Other expenses			
Interest	1,455,753	500,668	1,956,421
Taxes and fees	40,255	-	40,255
Total other expenses	1,496,008	500,668	1,996,676
Net income	$ 796,015	$ (78,716)	$ 717,299

The accompanying notes are an integral part of the financial statements.

MACNELL
ACCOUNTING & CONSULTING, LLP

9436 Springfield Avenue • Evanston, Illinois 60203

To the Board of Managers and Steve Isaacson
of We Work for Kids, LLC

In planning and performing our audit of the financial statements of We Work for Kids, LLC as of and for the year ended December 31, 2021, in accordance with auditing standards generally accepted in the United States of America, we considered We Work for Kids, LLC's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies, and, therefore, material weaknesses or significant deficiencies may exist that were not identified. However, as discussed below, we identified certain deficiencies in internal control that we consider to be significant deficiencies.

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

A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance. We consider the following deficiencies in We Work for Kids, LLC's internal control to be significant deficiencies:

Preparation of Account Reconciliations

During our audit, we noted that not all balance sheet accounts had reconciliations prepared. As a result of not having reconciliations prepared and reviewed, balances can be improperly stated

Recommendation

We recommend that monthly reconciliation of balance sheet accounts be prepared, and at least quarterly review of the reconciliations be performed.

Management Response

Starting with the closing of the monthly books for January 2022, a procedure has been put in place whereby as part of the close process a monthly reconciliation package is being prepared. Comparing the reconciliations to the Balance Sheet is now a standard operating procedure.

Lumping of Journal Entries

During our audit, we noted that several entries were grouped to adjust balances to miscellaneous accounts.

Recommendation

We recommend adjustments reviewed and properly reflected to appropriate activity.

Management Response

Effective January 1, 2022, this practice has stopped. All entries will be made to appropriate accounts, and if needed, new accounts will be set up if an adequate account does not exist.

Unknown Accounting Treatment

During our audit, we noted that some entries were recorded and reasoning for how the transaction was recorded was unknown.

Recommendation

We recommend that accounting treatment for unusual transactions be researched and reasoning for the accounting treatment of those transactions be documented and supported.

Management Response

The accounting staff has added an individual who is a CPA. The accounting for any transactions that is out of the ordinary will be properly researched and documentation will be provided to support such transactions.

This communication is intended solely for the information and use of management, Board of Managers, and others within the Company, and is not intended to be, and should not be, used by anyone other than these specified parties.

MacNell Accounting & Consulting, LLP

MacNell Accounting and Consulting, LLP
May 26, 2022

MACNELL
ACCOUNTING & CONSULTING, LLP
9436 Springfield Avenue • Evanston, Illinois 60203

May 24, 2022

Board of Managers
We Work for Kids, LLC
910 West Van Buren
Chicago, IL

We have audited the financial statements of We Work for Kids, LLC for the year ended December 31, 2021, and we will issue our report thereon dated May 24, 2022. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated February 8, 2022. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Matters

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by We Work for Kids, LLC are described in Note 2 to the financial statements. We noted no transactions entered into by the Company during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. The following material misstatements detected as a result of audit procedures were corrected by management: recording of unearned revenue.

Disagreements with Management

For purposes of this letter, a disagreement with management is a disagreement on a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated May 24, 2022.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Company's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Company's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

With respect to the supplementary information accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with U.S. generally accepted accounting principles, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

This information is intended solely for the use of the Board of Managers of We Work for Kids, LLC and is not intended to be, and should not be, used by anyone other than these specified parties.

Sincerely,

MacNell Accounting & Consulting, LLP

MacNell Accounting & Consulting, LLP