# Financial Statements Years Ended June 30, 2016 and 2015



# Contents

	Page
Independent Auditors' Report	1
Financial Statements	
Statements of Financial Position	2
Statements of Activities and Net Assets	3-4
Statements of Functional Expenses	5 - 6
Statements of Cash Flows	7
Notes to Financial Statements	8 - 14



# Independent Auditors' Report

Board of Directors Heritage Humane Society, Inc.

We have audited the accompanying financial statements of *Heritage Humane Society*, *Inc.* (Society), which comprise the statements of financial position as of June 30, 2016 and 2015, and the related statements of activities and net assets, functional expenses 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.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from 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 auditors' 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 auditors consider internal control relevant to the Society'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 Society'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 *Heritage Humane Society, Inc.*, as of June 30, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with the accounting principles generally accepted in the United States of America.

August 29, 2016

Folh W. Moore, CPA, PLLC

# Statements of Financial Position

June 30,	2016	2015
Assets		
Current assets		
Cash and cash equivalents	\$ 308,585	\$ 997,971
Investments - endowment	174,695	174,218
Investments - unrestricted	757,798	206,549
Contract receivables	10,524	(4)
Receivable - other	550	± <b>★</b> な
Employee receivable	=	474
Prepaid expenses	10,876	10,336
Inventory	3,196	1,763
Total current assets	1,266,224	1,391,311
Property and equipment - net	2,212,700	2,288,112
	\$ 3,478,924	\$ 3,679,423
Liabilities and Net	Assets	
Current liabilities		
Accounts payable	\$ 17,283	\$ 52,042
Accrued payroll	7,111	-
Accrued vacation	2,540	7,654
Payroll liabilities	-	3,047
Total current liabilities	26,934	62,743
Net assets		
Unrestricted	3,258,670	3,433,678
Temporarily restricted	48,768	38,450
Permanently restricted	144,552	144,552
Total net assets	3,451,990	3,616,680
	\$ 3,478,924	\$ 3 679 423

# Statement of Activities and Net Assets

	_Un	restricted		nporarily estricted	rmanently estricted		Total
Support and revenue							
Support							
Contributions	\$	293,494	\$	-	\$ 4	\$	293,494
Contributions - United Way		19,463		-	-		19,463
Endowments and bequests		45,885		-	-		45,885
Grants		23,183		=			23,183
In-kind contributions		38,027		-	-		38,027
Special events - net		85,725			-		85,725
Net assets released from restriction		68	-	(68)	 	_	
Total support		505,845		(68)	 -		505,777
Revenue							
Adoption fees		93,230		-			93,230
Government shelter management fees		72,997			-		72,997
Return to owner fees		7,041		:-	\$3		7,041
Education and camps		16,442		2	20		16,442
Shop sales - net		5,597		9	5		5,597
Interest and dividend income - net of fees		29,213		5,785			34,998
Net loss on disposal of property and equipment		(3,866)		*	*		(3,866)
Net realized and unrealized gains (losses)		AT . 1704 . 1870					
on investments		(27,026)		4,601	 +		(22,425)
Total revenue		193,628		10,386	 -		204,014
Total support and revenue		699,473		10,318	 	_	709,791
Expenses							
Program services		753,517					753,517
Management and general		84,199		4	_		84,199
Fundraising		36,765	_				36,765
Total expenses		874,481					874,481
Change in net assets		(175,008)		10,318			(164,690)
Net assets - beginning of year		3,433,678		38,450	 144,552	;	3,616,680
Net assets - end of year	\$	3,258,670	\$	48,768	\$ 144,552	\$ :	3,451,990

# Statement of Activities and Net Assets

Year Ended June 30, 2015				
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Support and revenue				
Support				
Contributions	\$ 1,008,580	\$ 8,798	\$	\$ 1,017,378
Contributions - United Way	9,088	-	1 = 1	9,088
In-kind contributions	2,125	97	-	2,125
Special events - net	69,217			69,217
Total support	1,089,010	8,798		1,097,808
Revenue				
Adoption fees	80,053	14	***	80,053
Government shelter management fees	54,179	1/2	-	54,179
Return to owner fees	4,980			4,980
Shop sales - net	19,252	18		19,252
Education and camps	496	-	(*	496
Interest and dividend income	374	7,909	(*	8,283
Net realized and unrealized losses		*** * ********************************		2000 <b>2</b> - 127 <b>2</b> - 12
on investments	(723)	(1,484)		(2,207)
Total revenue	158,611	6,425		165,036
Total support and revenue	1,247,621	15,223		1,262,844
Expenses				
Program services	809,812	请		809,812
Management and general	75,795	8	-	75,795
Fundraising	58,864	-		58,864
Total expenses	944,471	- 4		944,471
Change in net assets	303,150	15,223	-	318,373
Net assets - beginning of year	3,130,528	23,227	144,552	3,298,307
Net assets - end of year	\$ 3,433,678	\$ 38,450	\$ 144,552	\$ 3,616,680

# Statement of Functional Expenses

Year	Ended	June	30,	2016
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	Program Services	Management and General	Fundraising	Total
Accounting	\$ -	\$ 4,760	\$	\$ 4,760
Advertising	3,271	363	(*)	3,634
Bank charges	=	5,471	<b>E</b>	5,471
Conferences and education	5,739	638	7 45	6,377
Depreciation	84,456	9,384	=	93,840
Dues and subscriptions	1,301	144		1,445
Employee benefits	12,430	740	1,628	14,798
Insurance	14,858	1,651		16,509
Legal and professional fees		9,950		9,950
Meals and entertainment	2,830	314	32	3,144
Miscellaneous	2,506	-		2,506
Office supplies	2,774	308	-	3,082
Payroll taxes	25,287	2,809	2,497	30,593
Postage	1,886	209	H	2,095
Printing and copying	15,718	1,746		17,464
Repairs and maintenance	14,507	1,612		16,119
Salaries and wages	338,647	36,721	32,640	408,008
Taxes and licenses	-	1,070	-	1,070
Telephone	12,596	1,400	170	13,996
Uniforms	862	96	-	958
Utilities	33,817	3,757	<del>-</del>	37,574
Vehicles	2,656	-	5	2,656
Veterinarian care and animal supplies	177,376	*		177,376
Volunteer and Board expenses	£.	1,056	F.	1,056
Total functional expenses	\$ 753,517	\$ 84,199	\$ 36,765	\$ 874,481

# Statement of Functional Expenses

	rogram		nagement		S 8 2	
	 Services	and	General	Fur	ndraising	 Total
Accounting	\$	\$	9,902	\$		\$ 9,902
Advertising and promotion	7,018		780		-	7,798
Bank charges	-		5,449		-	5,449
Conferences and education	4,661		518			5,179
Depreciation	85,572		9,508		H	95,080
Dues and subscriptions	6,777		753		17	7,530
Employee benefits	25,035		1,490		3,278	29,803
Insurance	12,925		1,436		-	14,361
IT services			7,300		(*)	7,300
Legal and professional fees	-		3,289		-	3,289
Meals and entertainment	2,581		287			2,868
Office supplies	4,045		444		-	4,489
Payroll taxes	31,923		1,796		3,950	37,669
Postage	1,536		171		-	1,707
Printing and copying	11,629		1,292			12,921
Repairs and maintenance	14,200		1,578		~	15,778
Salaries and wages	394,314		23,471		51,636	469,421
Sawyer care fund	10,275		<u>.</u>		-	10,275
Taxes and licenses	2		1,465		_	1,465
Telephone	6,436		715			7,151
Uniforms	2,953		328		2	3,281
Utilities	32,096		3,566		-	35,662
Vehicles	3,182		-		*	3,182
Veterinarian care and animal supplies	152,654		2		~	152,654
Volunteer and Board expenses			257			 257
Total functional expenses	\$ 809,812	\$	75,795	\$	58,864	\$ 944,471

# Statements of Cash Flows

Year Ended June 30,		2016		2015
Cash flows from operating activities				
Change in net assets	\$	(164,690)	\$	318,373
Adjustments to reconcile to net cash from operating activities:				
Depreciation		93,840		95,080
Net realized and unrealized losses on investments		22,425		2,207
Net loss on disposal of property and equipment		3,866		-
Changes in:				
Contract receivables		(10,524)		- 4
Receivable - other		(550)		-
Employee receivable		474		1,772
Prepaid expenses		(540)		(1,257)
Inventory		(1,433)		471
Accounts payable		(34,759)		42,928
Accrued payroll		7,111		(21,075)
Accrued vacation		(5,114)		(4,330)
Payroll liabilities		(3,047)		2,719
Net cash from operating activities		(92,941)		436,888
Cash flows from investing activities				
Purchases of property and equipment		(22,294)		(45,788)
Purchase of investments - endowment		020		(4,205)
Purchase of investments - unrestricted		(840,481)		(2,198)
Proceeds from sale of investments - unrestricted		266,330		2,417
Net cash from investing activities		(596,445)		(49,774)
Net change in cash and cash equivalents		(689,386)		387,114
Cash and cash equivalents - beginning of the year	_	997,971		610,857
Cash and cash equivalents - end of the year	\$	308,585	\$	997,971
Supplemental noncash disclosures  Donated stock received	\$	4,191	\$	6,794
Donated services	\$	38,027	\$ \$	2,125

### Notes to Financial Statements

#### June 30, 2016 and 2015

### 1. Organization and Nature of Activities

Heritage Humane Society, Inc. (Society) is a non-stock, not-for-profit organization that serves as a compassionate haven for stray or unwanted companion animals, educates the public about humane care and treatment, advocates animal welfare, and promotes adoption to measurably reduce overpopulation and homelessness.

## 2. Summary of Significant Accounting Policies

#### **Basis of Accounting**

The financial statements of the Society have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

### **Financial Statement Presentation**

The Society reports information regarding its financial position according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

The classes of net assets are described as follows:

- Unrestricted amounts are those currently available, at the discretion of the Board of Directors, for use in the Society's operations.
- Temporarily restricted amounts are those that are stipulated by donors for specific purposes. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities and net assets as net assets released from restriction.
- **Permanently restricted** amounts are restricted to investments in perpetuity, the income from which is expendable in accordance with the conditions of each specific donation.

All contributions are considered available for unrestricted use unless specifically restricted by the donor or subject to other legal restrictions. The Society has two endowment funds, in which all donor contributions are classified as permanently restricted.

### Cash and Cash Equivalents

The Society considers all highly liquid investments including time deposits with an initial maturity of three months or less to be cash equivalents.

#### Credit Risk

Financial instruments that subject the Society to concentrations of credit risk consist principally of cash and cash equivalents. The Society maintains cash accounts in high credit quality financial institutions. Collected funds are insured by the Federal Deposit Insurance Corporation (FDIC) up to the legal limit. At June 30, 2016 and June 30, 2015, the banks' collected balances did not exceed the FDIC coverage.

#### Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are valued at their fair values in the statements of financial position. Unrealized gains and losses are included in the change in net assets. While not an agency of the United States government, like the FDIC, the Securities Investor Protection Corporation (SIPC) insures accounts (not the underlying investments) with each brokerage firm up to a maximum of \$500,000.

### Temporarily and Permanently Restricted Net Assets

Contributions received from the public and not designated for a specific use are recognized as public support when received and are reported as current unrestricted funds.

Gifts of cash and other assets are reported as temporarily restricted support if they are received with donor stipulations that temporarily limit the use of the donated assets or are for future periods. When a donor restriction is satisfied, by either passage of time or action, temporarily restricted net assets are reclassified to unrestricted net assets. When restrictions are met in the same fiscal year restricted support is received, the gift is classified as unrestricted support. The temporary and permanently restricted net assets as of June 30, 2016 and 2015 relate to donor restriction of use of funds.

#### **Property and Equipment**

Property and equipment are stated at cost. Donated property is recorded at fair market value at the date of receipt. The Society follows the practice of capitalizing all expenditures for property and equipment in excess of \$500. When an asset is sold, retired, or otherwise disposed and the cost and related accumulated depreciation are eliminated from the accounts, any resulting gain or loss is included in the statements of activities and net assets.

	<u>Years</u>
Buildings and improvements	15 - 39
Equipment and vehicles	5 - 7
Furniture and fixtures	3 - 39
Software	3

#### **Functional Expenses**

The Society allocates its expenses, on a functional basis, among its various programs and supporting services. Expenses that relate to a specific program or supporting service are allocated directly. Other expenses that are common to several functions are allocated based on personnel time and space utilization, as well as identification of direct costs for each activity.

#### **Income Taxes**

The Society has been recognized by the Internal Revenue Service as a qualified charitable organization exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code. The Society has determined that it does not have any material unrecognized income tax benefits or obligations as of June 30, 2016. Fiscal years ending on or after June 30, 2013, remain subject to examination by federal and state tax authorities.

### Inventory

The Society values its inventory, which consists of animal products, at the lower of cost, determined on a first-in, first-out basis, or market.

#### **Advertising Costs**

Advertising costs are expensed as incurred and were \$3,634 and \$7,798, for 2016 and 2015, respectively.

#### **Donated Materials and Services**

The Society records the value of donated materials or services when there is an objective basis available to measure their value. The Society recognizes the estimated fair value of contributed services that meet the following criteria:

- The services rendered either create or enhance nonfinancial assets.
- The services received require special skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by contribution.

Donated services of \$38,027 and \$2,125 have been reflected in the statements of activities and net assets for 2016 and 2015, respectively. In addition, a substantial number of volunteers donated significant amounts of time in the Society's program services, which do not meet the criteria above.

Contributed property and equipment is recorded at fair value at the date of donation. If donors stipulate how long the assets must be used, the contributions are recorded as restricted support. In the absence of such stipulations, contributions of property and equipment are recorded as unrestricted support.

### **Estimates**

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 the financial statements and reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates and assumptions.

### **Subsequent Events**

Management has evaluated subsequent events through August 29, 2016, the date which the financial statements were available to be issued.

#### 3. Receivable - Other

Accounts receivable are stated as unpaid balances, less an allowance for doubtful accounts. It is the policy of management to review outstanding accounts receivable at year-end, as well as any bad debt write-offs experienced in the past, and establish an allowance for doubtful accounts. In management's opinion, accounts receivable are fully collectible, accordingly an allowance for doubtful accounts is not required. At June 30, 2016 and 2015, the Organization had \$550 and \$-0-, respectively, due from matching gift programs.

## 4. Property and Equipment

Property and equipment at June 30, 2016 and 2015 consist of the following:

	2016	2015
Building and improvements	\$ 2,772,800	\$ 2,769,355
Equipment and vehicles	206,175	192,297
Furniture and fixtures	27,570	27,570
Software	31,361	31,361
	3,037,906	3,020,583
Less - accumulated depreciation	(825,206)	(732,471)
	\$ 2,212,700	\$ 2,288,112

Depreciation expense for 2016 and 2015 was \$93,840 and \$95,080, respectively.

#### 5. Investments

Accounting standards establish a framework for measuring fair value. That framework 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 assets (level 3 measurements). The three levels of the fair value hierarchy under applicable accounting standards are described as follows:

Level 1	Inputs to the valuation methodology are unadjusted quoted market prices for identical assets in active markets that the Society has the ability to access.
Level 2	Inputs to the valuation methodology include:
	<ul> <li>Quoted prices for similar assets or liabilities in active markets;</li> <li>Quoted prices for identical or similar assets or liabilities in inactive markets;</li> <li>Inputs other than quoted prices that are observable for the asset or liability;</li> <li>Inputs that are derived principally from or corroborated by observable market data by correlation or other means.</li> </ul>
	If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.
Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2016 and 2015.

Mutual Funds: Valued at the official closing price of, or the last reported sale price on, the exchange or market on which such securities are traded, as of the close of business on the day the securities are being valued or, lacking any sales, at the last available bid price. Prices for each security are taken from the principal exchange or market in which the security trades.

Stocks: Valued at the closing price reported in the active market in which the securities are traded.

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Society believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following sets forth by level, within fair value hierarchy, the investment assets at fair value:

	Assets at Fair Value as of June 30, 2016							)16
		Level 1		Level 2		Level 3		Total
Mutual Funds	\$	922,778	\$	-	\$	-	\$	922,778
Stocks		9,715		-		*		9,715
	\$	932,493	\$	-	\$	-	\$	932,493

		Asse	due as of June 30, 2015					
	\$	Level 1	Level 2	L	Level 3		Total	
Mutual Funds Stocks		376,108	\$ -	\$	-	\$	376,108	
		4,659	•		•		4,659	
	\$	380,767	\$ -	\$	(=:	\$	380,767	

The cost and estimated fair value of investment securities at June 30, 2016 are as follows:

	Cost	Fair Value	Net Unrealized Gains/ (Losses)
Mutual Funds	\$ 891,528	\$ 922,778	\$ 31,250
Stocks	7,040	9,715	2,675
	\$ 898,568	\$ 932,493	\$ 33,925

The cost and estimated fair value of investment securities at June 30, 2015 are as follows:

	Cost	Fair Value	Net Unrealized Gains/ (Losses)
Mutual Funds	\$ 349,775	\$ 376,108	\$ 26,333
Stocks	4,964	4,659	(305)
	\$ 354,739	\$ 380,767	\$ 26,028

At June 30, 2016 and 2015, cash of \$126,026 and \$371,055 respectively, was held in money market accounts and is included in cash and cash equivalents on the statements of financial position.

## 6. Special Events

The Society hosted fundraising events during 2016 and 2015. Revenues and expenses related to such special events are as follows:

	 2016	2015
Special events revenue	\$ 106,863	\$ 87,678
Less - direct cost of special events	(21,138)	(18,461)
	\$ 85,725	\$ 69,217

#### 7. Endowment Funds

In October 2010, the Society created the Winnie's Way Endowment Fund, and in January 2011, created the McDuff Endowment Fund to provide the Society with a reliable and consistent, long-term source of funding.

The investment objective of the endowment funds is to earn the highest possible return over the long-term. The Society uses a moderate risk investment strategy with a target asset allocation of 35% equities, 35% fixed income, and 30% alternative strategies to achieve this objective. The endowment fund's spending policy allows the Society to disburse 1.25% of the fund's market value per calendar quarter. If the market value of the fund drops below the principal amount donated at the end of any quarter, then the Society may only disburse the interest and dividends earned for that quarter, instead of 1.25% of the fund's market value. Any other distributions must be authorized by the Society's Board of Directors.

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. The Board of Directors of the Society has interpreted the State Prudent Management of Institutional Funds Act (SPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Society classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time of the accumulation is added to the fund. In accordance with SPMIFA, the Society considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds,

(2) the purposes of the donor-restricted endowment funds, (3) general economic conditions, (4) the possible effect of inflation and deflation, (5) the expected total return from income and the appreciation of investments, (6) other resources of the Society, and (7) the Society's investment policies.

Investment Return Objectives, Risk Parameters and Strategies. The Society has adopted investment and spending policies, approved by the Board of Directors, for endowment assets that attempt to provide the maximum return within certain constraints. The assets must be invested with the care, skill and diligence that a prudent man acting in this capacity would undertake. All investments will be made within quality, marketability and diversification guidelines. The greatest focus is on long-term appreciation of the assets and consistency of total portfolio returns.

Spending Policy. The Society's Board of Directors governs the use of the endowment fund and identifies the mission-related programs and services for which the funds will be used.

Endowment net asset composition is as follows at June 30, 2016 and 2015:

		Temporarily Restricted	 Permanently Restricted	,	Total Endowment Net Assets		
Endowment net assets - June 30, 2016	_\$_	40,231	\$ 144,552	\$	184,783	-0	
		Unrestricted - Board Designated	Temporarily Restricted		Permanently Restricted		Total Endowment Net Assets
Endowment net assets - June 30, 2015	\$	10,559	\$ 29,846	\$	144,552	\$	184,957

### 8. Commitments and Contract Receivables

The Society provides animal management services for the Bruton District of York County (County), James City County (JCC) and the City of Williamsburg (City).

Under a contract dated July 1, 2000, the Society agreed to provide animal management services for the County for an agreed-upon amount. The contract is renewed annually. For 2016 and 2015, the Society received \$14,000 and \$10,000 from the County for these services, respectively.

The Society entered into a contract with the City on January 1, 2005. The term of the contract is for 40 years. The contract requires the Society to pay the City \$1 per year for the lease of the land on which the Society's shelter sits. Also, the Society is required to act as the City's animal pound for the duration of the contract. For 2016 and 2015, the Society received \$16,248 and \$14,847 for these services, respectively.

On July 1, 2009, the Society entered into a contract with JCC. The contract has an initial term of five years, and is renewable every five years for seven additional terms, for a total contract term of 40 years. The Society agrees to act as the JCC's animal pound. JCC agrees to pay the Society a fixed annual amount, adjusted annually for inflation, for providing these services. For 2016 and 2015, the Society received \$32,225 and \$29,333 for these services, respectively.

Contract receivables at June 30, 2016 and 2015 were \$10,524 and \$-0- respectively.

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