Financial Statements
And
Accountants' Compilation Report

October 31, 2012 and 2011

Table of Contents

	Page
Accountants' Compilation Report	1
Financial Statements	
Balance Sheets October 31, 2012 and 2011	2-3
Statements of Income For the Years Frided October 31, 2012 and 2011	4

Eric Barshop & Associates, P.A. P.O. Box 21543 Baltimore, Maryland 21282-1543 410-486-8478

Accountants' Compilation Report

To the Directors and Stockholders of ACL Computers and Software, Inc.

We have compiled the accompanying balance sheets of ACL Computers and Software, Inc. as of October 31, 2012 and 2011 and the related statements of income for the years then ended. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with accounting principles generally accepted in the United States of America.

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 designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

Management has elected to omit substantially all of the disclosures and statements of cash flow required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the company's financial position, results of operations and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

We are not independent with respect to ACL Computers and Software, Inc.

ENC Bardop Streeges PA

Eric Barshop & Associates, P.A. Certified Public Accountants

November 26, 2012

BALANCE SHEETS OCTOBER 31, 2012 AND 2011

ASSETS

	2012	2011	
CURRENT ASSETS			
Cash in Bank Prepaid Rent Accounts Receivable Inventory at Cost Loan Receivable - Stockholder Prepaid Income Tax TOTAL CURRENT ASSETS	\$ 649,657 10,460 3,564,118 18,864 6,243 0	\$ 431,612 10,460 3,586,346 70,862 3,346 5,423 4,108,049	
TOTAL CURRENT ASSETS	4,249,342	4,100,049	
FIXED ASSETS			
Office and Warehouse Equipment Leasehold Improvements Automobile	67,871 23,562 93,099 184,532	67,871 23,562 93,099 184,532	
Less: Accumulated Depreciation	(78,293)	(76,245)	
TOTAL FIXED ASSETS	106,239	108,287	
TOTAL ASSETS	\$ 4,355,581	\$ 4,216,336	

(See Accountants' Compilation Report)

BALANCE SHEETS OCTOBER 31, 2012 AND 2011

LIABILITIES AND STOCKHOLDER'S EQUITY

	2012	2011	
CURRENT LIABILITIES			
Accounts Payable Accrued Profit Sharing Payable Accrued Commissions Payable Loan Payable - ACL Distributors, Inc. Income Taxes Payable Payroll Taxes Payable Sales Tax Payable	\$ 2,570,567 105,995 36,453 685,812 4,067 572 0	\$ 2,504,187 79,737 22,887 678,509 0 630	
TOTAL CURRENT LIABILITIES	3,403,466	3,285,950	
OTHER LIABILITIES			
Loan Payable - Stockholder	0	0	
TOTAL OTHER LIABILITIES	0	0	
TOTAL LIABILITIES	3,403,466	3,285,950	
STOCKHOLDER'S EQUITY			
Common Stock Retained Earnings	150,000 802,115	150,000 780,386	
TOTAL STOCKHOLDER'S EQUITY	952,115	930,386	
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	\$ 4,355,581	\$ 4,216,336	

(See Accountants' Compilation Report)

ACL COMPUTERS AND SOFTWARE, INC. STATEMENTS OF INCOME FOR THE YEARS ENDED OCTOBER 31, 2012 AND 2011

	2012 2011			
SALES	\$ 32,253,570	100.0%	\$ 26,739,410	100.0%
COST OF GOODS SOLD				
Beginning Inventory Purchases Less: Ending Inventory	70,862 30,287,644 (18,864)	0.2% 93.9% -0.1%	112,050 25,286,369 (70,862)	0.4% 94.6% -0.3%
TOTAL COST OF GOODS SOLD	30,339,642	94.1%	25,327,557	94.7%
GROSS PROFIT	1,913,928	5.9%	1,411,853	5.3%
OPERATING EXPENSES				
Salaries - Officer Salaries - Sales and Office Advertising Automobile Bad Debt Expense Bank and Credit Card Charges Depreciation Dues and Subscriptions Insurance Interest Expense Legal, professional, and Accounting Meals & Entertainment Office Expense Payroll Taxes Postage Profit Sharing Expense Rent Expense Repairs and Maintenance Taxes and Licenses Telephone Travel Utilities	520,000 855,428 2,653 0 41 95,895 2,048 3,867 31,291 15,812 22,880 31,680 26,038 81,009 1,424 105,995 67,758 2,388 1,323 486 5,215 8,508	1.6% 2.7% 0.0% 0.0% 0.0% 0.3% 0.0% 0.1% 0.1% 0.1% 0.1% 0.3% 0.0% 0.3% 0.0% 0.0% 0.0% 0.0% 0.0	225,000 702,129 10,340 717 732 71,944 12,312 12,080 31,775 8,509 23,107 28,671 41,288 60,783 1,568 79,737 64,221 4,021 300 3,872 10,383 5,778	0.8% 2.6% 0.0% 0.0% 0.0% 0.3% 0.0% 0.1% 0.1% 0.1% 0.2% 0.2% 0.0% 0.3% 0.2% 0.0% 0.0% 0.0% 0.0% 0.0%
TOTAL OPERATING EXPENSES	1,881,739	5.8%	1,399,267	5.2%
OPERATING INCOME	32,189	0.1%	12,586	0.0%
Interest Income	7	0.0%	0	0.0%
INCOME BEFORE INCOME TAXES	32,196	0.1%	12,586	0.0%
Income Tax Expense	10,467	0.0%	5,777	0.0%
NET INCOME	\$ 21,729	0.1%	\$ 6,809	0.0%

(See Accountants' Compilation Report)