

EXHIBIT D

FINANCIAL STATEMENTS

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

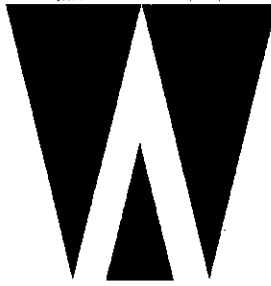
FINANCIAL STATEMENTS

OCTOBER 13, 2006

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

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Weinstein &
Anastasio, P.C.

To the Board of Directors
Casa Latino Franchise Corporation
(A Development Stage Company)
Southbury, Connecticut

We have reviewed the accompanying balance sheet of Casa Latino Franchise Corporation (A Development Stage Company) as of October 13, 2006, and the related statements of income, stockholder's equity and cash flows for the period June 5, 2006 through October 13, 2006, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of Casa Latino Franchise Corporation (A Development Stage Company).

A review consists principally of inquiries of Company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, 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 in order for them to be in conformity with generally accepted accounting principles.

Weinstein + Anastasio, P.C.

November 9, 2006

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CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

BALANCE SHEET

OCTOBER 13, 2006

Current Assets		
Cash	\$ 101,000	
Prepaid Expenses	<u>6,343</u>	
Total Current Assets		\$ 107,343
Property and Equipment		
Furniture & Fixtures	5,985	
Office Equipment	15,705	
Software	<u>3,000</u>	
Total Property and Equipment		24,690
Other Assets		
Deposit	1,143	
Intangible	<u>9,500</u>	
Total Other Assets		<u>10,643</u>
Total Assets		<u>\$ 142,676</u>

The notes are an integral part of these financial statements.
See accountant's review report.
Exhibit: A - Page 2

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

BALANCE SHEET

OCTOBER 13, 2006

Liabilities		\$	0
Stockholder's Equity			
Common stock; no par value; 1,500 shares authorized; 1,000 shares issued and outstanding	\$	1,000	
Additional Paid-In Capital		145,892	
Deficit accumulated during the development stage		<u>(4,216)</u>	
Total Stockholder's Equity			<u>142,676</u>
Total Liabilities and Stockholder's Equity			<u>\$142,676</u>

The notes are an integral part of these financial statements.
See accountant's review report.
Exhibit: A - Page 3

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

STATEMENT OF INCOME

FOR THE PERIOD JUNE 5, 2006 THROUGH OCTOBER 13, 2006

Revenue		\$	0
Expenses			
Marketing	\$	4,153	
Miscellaneous		<u>63</u>	
Total Expenses			<u>4,216</u>
Net Loss		\$	<u>(4,216)</u>

The notes are an integral part of these financial statements.
See accountant's review report.
Exhibit: B - Page 4

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

STATEMENT OF STOCKHOLDER'S EQUITY

FOR THE PERIOD JUNE 5, 2006 THROUGH OCTOBER 13, 2006

	<u>Common Stock</u>	<u>Additional Paid-In Capital</u>	<u>Deficit Accumulated During Development Stage</u>	<u>Total</u>
Balance, June 5, 2006 (Inception)	\$ 0	\$ 0	\$ 0	\$ 0
Issuance of 1,000 shares of Common Stock on June 5, 2006	1,000			1,000
Property and Equipment on October 1, 2006 (value approximates cost)		24,690		24,690
Cash, from June through October 2006		121,202		121,202
Net Loss	<u> </u>	<u> </u>	<u>(4,216)</u>	<u>(4,216)</u>
Balance, October 13, 2006	<u>\$ 1,000</u>	<u>\$ 145,892</u>	<u>\$ (4,216)</u>	<u>\$142,676</u>

The notes are an integral part of these financial statements.

See accountant's review report.

Exhibit: C - Page 5

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

STATEMENT OF CASH FLOWS

FOR THE PERIOD JUNE 5, 2006 THROUGH OCTOBER 13, 2006

Cash Flows from Operating Activities	
Net Loss	\$ (4,216)
(Increase) Decrease in:	
Prepaid Expenses	<u>(6,343)</u>
Net Cash Used by Operating Activities	<u>(10,559)</u>
Cash Flows from Investing Activities	
Proceeds from Issuance of Common Stock and Paid-In Capital	122,202
Increase in Deposit	(1,143)
Increase in Intangible	<u>(9,500)</u>
Net Cash Provided by Investing Activities	<u>111,559</u>
Net Cash Provided by Financing Activities	<u>0</u>
Net Increase in Cash	101,000
Cash - Beginning	<u>0</u>
Cash - Ending	<u>\$ 101,000</u>

The notes are an integral part of these financial statements.

See accountant's review report.

Exhibit: D - Page 6

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

NOTES TO FINANCIAL STATEMENTS

OCTOBER 13, 2006

Note 1 - Nature of Business

Casa Latino Franchise Corporation (the Company) is a Delaware corporation formed on June 5, 2006. The Company was organized to develop, market and service real estate franchises offering real estate brokerage services to, in particular, the Latino market. The Company's principal activities to date involve the preparation of franchise documents, development of marketing programs and implementation of management and administrative functions. The Company is classified as a development stage company.

Risk Factors

The Company is newly formed and has not yet generated any revenue. The Company's future operations will be subject to significant risks and uncertainties, including competitive, financial, operational and other risks associated with an emerging business. To the extent the Company requires additional financing or capital to conduct its business, there can be no assurance that adequate financing or capital will be available on terms that are acceptable to the Company.

Note 2 - Summary of Significant Accounting Policies

A. Basis of Accounting

The Company uses the accrual basis of accounting for both financial reporting and income tax purposes.

B. Use of Estimates

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

See accountant's review report.

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CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

NOTES TO FINANCIAL STATEMENTS

OCTOBER 13, 2006

Note 2 - Summary of Significant Accounting Policies (continued)

C. Property and Equipment

Property and equipment are recorded at cost and will be depreciated over their estimated useful lives.

D. Intangible

The intangible is comprised of cost related to the development and production of franchise documents. The intangible will be amortized over its useful life.

Note 3 - Franchising

The Company has been established to execute franchise agreements that set the terms of its arrangement with each of the Company's franchisee. The franchise will require the franchisee to pay an initial, non-refundable, fee and continuing fees based upon the franchise agreement.

When an individual franchise is sold, the Company agrees to provide certain services to the franchisee. The Company recognizes initial fees as revenue when substantially all services required by the franchise agreement are performed. Continuing fees are recognized as earned, with an appropriate provision for uncollectible amounts charged to expense. As a development stage company, the Company has not recognized any franchisee fees as of the financial statement date.

Note 4 - Related Party Transaction

The Company will be entering into a licensing agreement with Casa Latino Licensing, LLC, a company affiliated by common ownership. Casa Latino Licensing, LLC is owner of trademarks which will be licensed to the Company. The licensing agreement will allow the Company the right to further license the trademarks to franchisees.

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

NOTES TO FINANCIAL STATEMENTS

OCTOBER 13, 2006

Note 5 - Lease Commitment

The Company leases its corporate office space, starting November 1, 2006, under an operating lease which expires December 31, 2011. Monthly rentals are \$1,143 in the first year of the lease and increasing to \$1,249 in year five. The lease contains an option to extend the lease for an additional 62-month term, at rents that are increased by 3%. The Company is responsible for all expenses including taxes, insurance and repairs.

The future minimum lease payments under the lease that have initial or remaining non-cancelable terms in excess of one year are as follows:

<u>Year Ending October 31,</u>	<u>Amount</u>
2007	\$ 11,426
2008	13,712
2009	14,054
2010	14,476
2011	14,913
2012	<u>2,498</u>
Total	<u>\$ 71,079</u>

Note 6 - Statement of Cash Flows

Supplemental Disclosure of Cash Flow Information

Noncash transaction

Issuance of Common Stock in exchange for Property and Equipment on October 1, 2006	<u>\$ 24,690</u>
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November 9, 2006

To: Weinstein & Anastasio, P.C.

We are providing this letter in connection with your review of the financial statements of Casa Latino Franchise Corporation (A Development Stage Company) as of October 13, 2006 and for the period June 5, 2006 through October 13, 2006 for the purpose of expressing limited assurance that there are no material modifications that should be made to the statements in order for them to be in conformity with generally accepted accounting principles. We confirm that we are responsible for the fair presentation in the financial statements of financial position, results of operations, and cash flow in conformity with generally accepted accounting principles.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, as of November 9, 2006, the following representations made to you during your review.

1. The financial statements referred to above are fairly presented in conformity with generally accepted accounting principles.
2. We have made available to you all-
 - a. Financial records and related data.
 - b. Minutes of the meetings of stockholders, directors, and committees of directors, or summaries of actions of recent meetings for which minutes have not been prepared.
3. There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
4. There are no material transactions that have not been properly recorded in the accounting records underlying the financial statements.
5. We acknowledge our responsibility to prevent and detect fraud.
6. We have no knowledge of any fraud or suspected fraud affecting the entity involving management or others where the fraud could have a material effect on the financial statements, including any communications from employees, former employees, or others.

7. We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.
8. There are no material losses (such as from obsolete inventory or purchase or sales commitments) that have not been properly accrued or disclosed in the financial statements.
9. There are no:
 - a. Violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
 - b. Unasserted claims or assessments that our lawyer has advised us are probable of assertion that must be disclosed in accordance with Statement of Financial Accounting Standards No. 5.
 - c. Other material liabilities or gain or loss contingencies that are required to be accrued or disclosed by FASB Statement No. 5.
10. The Company has satisfactory title of all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
11. We have complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.
12. The following have been properly recorded or disclosed in the financial statements:
 - a. Related party transactions and related accounts receivable or payable, including sales, purchases, loans, transfers, leasing arrangements, and guarantees.
 - b. Guarantees, whether written or oral, under which the company is contingently liable.
13. Additional Paid-In Capital is comprised of:

Property and Equipment	\$ 24,690
Cash Payment	100,000
Payment of Company Obligations	<u>21,202</u>
Total	<u>\$145,892</u>

The value of the property and equipment approximates the cost for those items.

14. There are no estimates that may be subject to material change in the near-term that have not been properly disclosed in the financial statements. We understand that *near-term* means the period within one year of the date of the financial statements. In addition, we have no knowledge of concentrations existing at the date of the financial statements that make the company vulnerable to the risk of a near-term severe impact that have not been properly disclosed in the financial statements.
15. No events have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to, or disclosure in, the financial statements.
16. We have responded fully and truthfully to all inquiries made to us by you during your review.
17. The Company is a development stage company and its inception was June 5, 2006.
18. The Company will be entering into a licensing agreement with Casa Latino Licensing, LLC, a company affiliated by common ownership. Casa Latino Licensing, LLC is owner of trademarks which will be licensed to the Company. The licensing agreement will allow the Company the right to further license the trademarks to franchisees.

CASA LATINO FRANCHISE CORPORATION
(A DEVELOPMENT STAGE COMPANY)

By: _____
(Name and Title)