

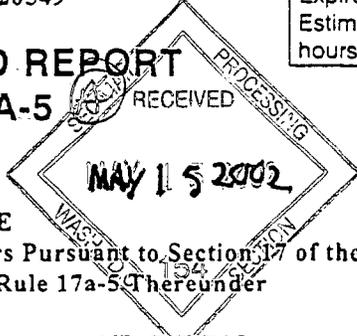


02022258 TATES
 SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

Uf 5-22-02

OMB APPROVAL
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**ANNUAL AUDITED REPORT
 FORM X-17A-5
 PART III**



SEC FILE NUMBER
 8- 48509

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the
 Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 01/01/01 AND ENDING 12/31/01
 MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:
 TrustFirst, Inc.
 ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
 505 South Gay Street, Suite 1230

OFFICIAL USE ONLY
 FIRM I.D. NO.

(No. and Street)
 Knoxville, TN 37902
 (City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
Don Taylor 800-685-8628
 (Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

McKerley & Noonan, P.C.

(Name - if individual, state last, first, middle name)
 104 Woodmont Blvd., Suite 410, Nashville, TN 37205
 (Address) (City) (State) (Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

PROCESSED

MAY 31 2002

THOMSON
 FINANCIAL

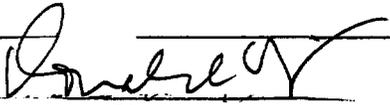
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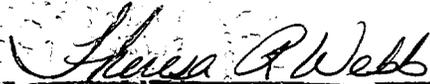
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*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

OATH OR AFFIRMATION

I, Don Taylor, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of TrustFirst, Inc., as of December 31, 2001, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:


Signature
President
Title


Notary Public

This report ** contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- N/A (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- N/A (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- N/A (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

TRUSTFIRST, INC.

**Consolidated Statement of Financial Condition
December 31, 2001**

Assets		2001
Current Assets		
Cash and Cash Equivalents	\$	157,961
Certificate of Deposit		60,773
Commissions Receivable		9,664
Prepaid Insurance		3,256
Deferred Tax Asset		48,212
Total Current Assets		<u>279,866</u>
 Property, Plant and Equipment		
Furniture & Equipment		84,896
Accumulated Depreciation		<u>(72,828)</u>
Net Property, Plant & Equipment		<u>12,068</u>
 Other Assets		
Other Receivable – Stockholder		3,872
Investments – At Cost		3,300
Intangible – Customer List		<u>213,583</u>
Total Other Assets		<u>220,755</u>
 Total Assets	 \$	 <u>512,689</u>
 Liabilities & Stockholders' Equity		
Current Liabilities		
Accounts Payable and Accrued Wages	\$	16,156
Accrued Interest Payable		779
Pension Plan Payable		54,900
State Tax Payable		843
Total Current Liabilities		<u>72,678</u>
 Long-Term Liabilities		
Notes Payable - Stockholder		<u>10,500</u>
Total Liabilities		<u>83,178</u>
 Stockholders' Equity		
Capital Stock (no par value, 200,000 shares authorized, 100,000 shares issued and outstanding)		354,300
Paid in Capital		109,000
Retained Earnings (Deficit)		<u>(33,789)</u>
Total Stockholder's Equity		<u>429,511</u>
 Total Liabilities & Stockholders' Equity	 \$	 <u>512,689</u>

See Notes to the Financial Statements