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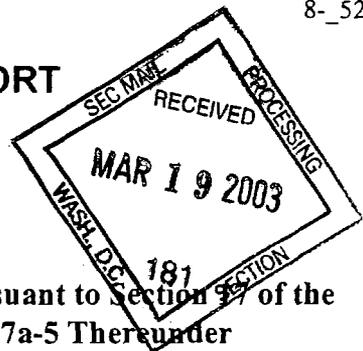
TC3120
OMB APPROVAL

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB Number: 3235-0123
SEC FILE NUMBER
8-52531



ANNUAL AUDITED REPORT
FORM X-17A-5
PART III



FACING PAGE
Information Required of Brokers and Dealers Pursuant to Section 97 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING January 1, 2002 AND ENDING December 31, 2002
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

GFN.com Securities, Inc.

OFFICIAL USE ONLY

FIRM ID. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

111 Broadway

(No. and Street)

New York, New York 10006

(City)

(state)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Timothy Murray (212) 349-1659

(Area Code - Telephone No.)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Kenneth R. George, CPA

(Name - if individual, state last, first, middle name)

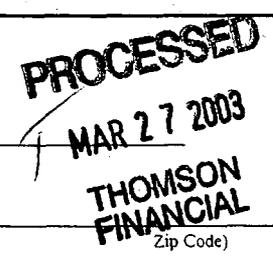
12 Strawberry Lane, Stratham, NH 03885

(Address)

(City)

(state)

Zip Code



CHECK ONE:

Certified Public Accountant

Public Accountant

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

FOR OFFICIAL USE ONLY

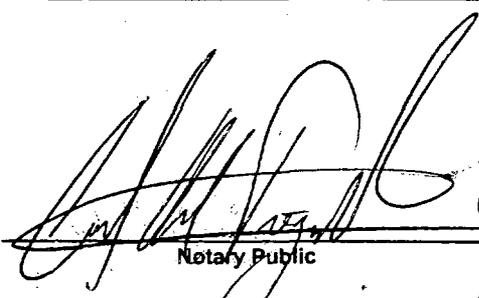
*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240-17a-5(e)(2).

SEC 1410 (3-91)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

OATH OR AFFIRMATION

I Timothy Murray swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of GFN.com Securities, Inc. as of December 31 2002, 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:



Notary Public

CARL MARTIN OSTERGAARD JR.
Notary Public, State of New York
No. 010S8000119
Qualified in New York County
Commission Expires Dec. 8, 2005



Signature

Controller
Title

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

- (a) Facing page
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- (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 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (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).

GFN.COM SECURITIES, INC.

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Kenneth R. George, CPA
12 Strawberry Lane
Stratham, NH 03885

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
GFN.com Securities, Inc.
New York, New York

We have audited the accompanying balance sheet of GFN.com Securities, Inc. as of December 31, 2002 and the related statement of operations, stockholder's equity, and cash flows for the year ended December 31, 2002. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of GFN.com Securities, Inc. as of December 31, 2002, and the results of its operations and its cash flows for the year ended December 31, 2002, in conformity with generally accepted accounting principles.



KENNETH R. GEORGE, CPA
Stratham, New Hampshire

March 17, 2003

GFN.COM SECURITIES, INC
BALANCE SHEET
December 31, 2002

ASSETS

Cash and cash equivalents	\$ 7,000
Total assets	<u><u>\$ 7,000</u></u>

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:

Accounts Payable	\$ -
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Stockholders' Equity

Common stock - \$.01 par value; authorized 10,000 shares, issued and outstanding 1,000 shares	10
Additional paid-in capital	24,990
Accumulated deficit	<u>(18,000)</u>
Stockholders' equity	<u>7,000</u>
Total liabilities and stockholders' equity	<u><u>\$ 7,000</u></u>

See Notes to Financial Statements

GFN.COM SECURITIES, INC
STATEMENT OF OPERATIONS
For the year ended December 31, 2002

Revenue:

Commissions

\$ -

Total revenue

\$ -

Operating expenses:

General and administrative expenses

\$ -

Total operating expenses

\$ -

Profit (loss) from operations

\$ 0

See Notes to Financial Statements

GFN.COM SECURITIES, INC.
STATEMENT OF STOCKHOLDERS' EQUITY
For the year ended December 31, 2002

	Amount	Additional Paid-in Capital	Accumulated Deficit	Stockholders' Equity
Balance at December 31, 2001	\$ 10	\$ 24,990	\$ (18,000)	\$ 7,000
Profit (loss) from operations				
Balance at December 31, 2002	\$ 10	\$ 24,990	\$ (18,000)	\$ 7,000

See Notes to Financial Statements

GFN.COM SECURITIES, INC
STATEMENT OF CASH FLOWS
For the year ended December 31, 2002

Cash flows from operating activities:	
Net loss	\$ -
Adjustments to reconcile net loss to net cash used in operating activities:	
Changes in operating assets and liabilities:	
Decrease in operating assets	-
Decrease in operating liabilities	-
Net cash used in operating activities	<u>-</u>
Net decrease in cash and cash equivalents	<u>-</u>
Cash and cash equivalents at beginning of year	7,000
Cash and cash equivalents at end of year	<u><u>\$ 7,000</u></u>
 Supplemental disclosure of cash flow information:	
Cash paid during the year for interest	\$0

See Notes to Financial Statements

GFN.COM SECURITIES, INC.

NOTES TO FINANCIAL STATEMENTS

- 1. Organization and Principal Business Activities:** GFN.com Securities, Inc. (the "Company") is a Delaware corporation. The Company is a broker/dealer registered with the Securities and Exchange Commission (SEC) and is a member of the National Association of Securities Dealers (NASD). The company has not conducted a securities business since it's broker-dealer approval.
- 2. Summary of Significant Accounting Policies:**
- Revenue recognition** – The company has never been active and has not generated any revenue since inception.
- Cash and cash equivalents** – For purposes of the statement of cash flows, the company considers all short-term investments with maturity of three months or less when purchased to be cash equivalents.
- Use of estimates** – The preparation of financial statements in conformity with generally accepted accounting principles require 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 the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.
- 3. Net Capital:** Pursuant to the net capital provisions of SEC Rule 15c3-1 of the Securities Exchange Act of 1934, the Company is required to maintain a minimum net capital as defined under such provisions. Net capital and the related net capital ratio may fluctuate on a daily basis. At December 31, 2002, the Company had net capital and minimum net capital requirement of \$7,000 and \$5,000, respectively.

Kenneth R. George, CPA
12 Strawberry Lane
Stratham, NH 03885

REPORT OF INDEPENDENT AUDITOR ON SUPPLEMENTARY INFORMATION

To the Board of Directors
GFN.com Securities, Inc.
New York, New York

We have audited the accompanying financial statements of GFN.com Securities, Inc. as of December 31, 2002 and for the year ended December 31, 2002, and have issued our report thereon, dated March 17, 2003. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule 1 is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.



KENNETH R. GEORGE, CPA
Stratham, New Hampshire

March 17, 2003

GFN.COM SECURITIES, INC
COMPUTATION OF NET CAPITAL
December 31, 2002

Computation of Net Capital

Stockholders' equity	7,000
Non-allowable asset deductions and/or charges: Other assets	-
Tentative net capital	<u>7,000</u>
Less: Haircuts	-
Net capital	<u><u>7,000</u></u>

Computation of Aggregate Indebtedness

Aggregate Indebtedness	<u><u>\$ -</u></u>
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Computation of Basic Capital Requirement

(1) Minimum net capital based on aggregate indebtedness	\$ -
(2) Minimum dollar requirement	5,000
Capital requirement - greater of (1) or (2) above	<u><u>\$ 5,000</u></u>

Reconciliation of net capital

There were no differences between the audited and unaudited computation of net capital.

See Notes to Financial Statements

**Kenneth R. George, CPA
12 Strawberry Lane
Stratham, NH 03885**

To the Board of Directors
GFN.com Securities, Inc.
New York, New York

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROLS

In planning and performing our audit of the financial statements and supplemental schedules of GFN.com Securities, Inc. for the year ending December 31, 2002, we considered its internal control structure, including procedures for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g) in making periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11) and for determining compliance with exemptive provisions of SEC Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verification and comparisons
2. Recordation of differences required by SEC Rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practice and procedures are to provide management with reasonable but not absolute assurance that the assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in accordance with generally accepted accounting principles. SEC Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control or the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control components does not reduce to a relatively low level the risk that error or fraud in amounts that

**Kenneth R. George, CPA
12 Strawberry Lane
Stratham, NH 03885**

would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including internal control activities for safeguarding securities that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purpose in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material aspects indicate a material inadequacy for such purposes. Based on this understanding and our study, we believe that the Company's practices and procedures were adequate at December 31, 2002, to meet the SEC's objectives.

This report is intended solely for the use of the Board of Directors, management, the Securities and Exchange Commission, the New York Stock Exchange and other regulatory agencies that rely on SEC Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers and is not intended to be and should not be used by anyone other than these specified parties.



KENNETH R. GEORGE, CPA
Stratham, New Hampshire

March 17, 2003