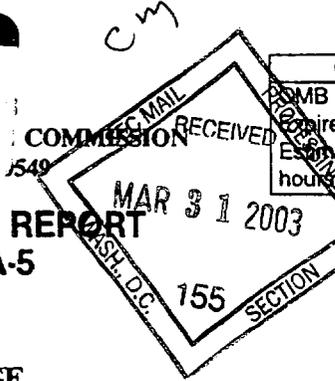


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**ANNUAL AUDITED REPORT
FORM X-17A-5
PART III**

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 January 1, 2002 AND ENDING December 31, 2002
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

ExPrss Securities, Inc.

OFFICIAL USE ONLY
FIRM ID. NO.

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

83 Lafayette Road

(No. and Street)

Hampton Falls

NH

03844

(City)

(State)

(Zip Code)

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

Kevin Britko

(949) 916-5055

(Area Code -- Telephone No.)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Kevin G. Breard, CPA An Accountancy Corporation

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

9010 Corbin Avenue, Suite 7

Northridge

California

91324

(Address)

(City)

(State)

Zip Code)

CHECK ONE:

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

PROCESSED
APR 21 2003

FOR OFFICIAL USE ONLY

THOMSON
FINANCIAL

*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.

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OATH OR AFFIRMATION

I, Matthew Lee, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of ExPrss 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:

State of New Hampshire
County of Rochester
Subscribed and sworn (or affirmed) to before me this 23rd day of January, 2003

Matthew Lee
Signature
President
Title

Kimberly A. Lee
Notary Public
KIMBERLY A. LEE, Notary Public
My Commission Expires 9/4/07

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~~ 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).



ExPrss Securities, Inc.
Report Pursuant to Rule 17a-5 (d)
Financial Statements
For the Year Ended December 31, 2002

KEVIN G. BREARD, C.P.A.
AN ACCOUNTANCY CORPORATION

Independent Auditor's Report

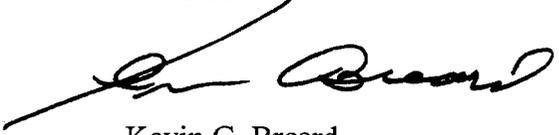
Board of Directors
ExPrss Securities, Inc.

I have audited the accompanying statement of financial condition of ExPrss Securities, Inc. as of December 31, 2002, and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

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

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of ExPrss Securities, Inc. as of December 31, 2002, and the results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

My examination was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained on Schedules I-III are presented for purposes of additional analysis and is not required as part of the basic financial statements, but as supplementary information required by Rule 17a-5 of the Securities and Exchange Commission. Such information has been subject to the auditing procedures applied in the examination of the basic financial statements and, in my opinion, is fairly stated in all material respect in relating to the basic financial statements taken as a whole and in conformity with the rules of the Securities and Exchange Commission.



Kevin G. Breard
Certified Public Accountant

Northridge, California
January 31, 2003

NORTHRIDGE OFFICE PLAZA
9010 CORBIN AVENUE, SUITE 7
NORTHRIDGE, CALIFORNIA 91324
(818) 886-0940 • FAX (818) 886-1924
BreardCPA@aol.com

ExPrss Securities, Inc.
Statement of Financial Condition
December 31, 2002

Assets

Cash and cash equivalents	\$ 9,981
Receivable from broker-dealers	5,800
Deposit with clearing organization	9,204
Organization costs, net of \$1,428 accumulated amortization	<u>2,142</u>
Total assets	<u>\$ 27,127</u>

Liabilities & Stockholders' Equity

Liabilities

Accounts payable	\$ 2,713
Income taxes payable	<u>1,018</u>
Total liabilities	3,731

Stockholders' equity

Common stock, no par value, 2,000 shares authorized, 200 issued and outstanding	17,000
Additional paid-in capital	10,000
Accumulated deficit	<u>(3,604)</u>
Total stockholders' equity	<u>23,396</u>

Total liabilities & stockholders' equity	<u>\$ 27,127</u>
---	-------------------------

The accompanying notes are an integral part of these financial statements.

ExPrss Securities, Inc.
Statement of Operations
For the Year Ended December 31, 2002

Revenues

Commissions	\$ 303,401
Interest	<u>179</u>
Total revenue	303,580

Expenses

Employee compensation and expenses	62,197
Commissions	177,345
Occupancy and equipment rental	11,970
Taxes, licenses, & fees, other than income	8,976
Other operating expenses	<u>51,168</u>

Total expenses 311,696

Income (loss) before income tax provision (8,076)

Income (loss) tax provision

Income tax provision 1,018

Total income tax provision 1,018

Net income (loss) \$ (9,094)

The accompanying notes are an integral part of these financial statements.

ExPrss Securities, Inc.
Statement of Changes of Stockholders' Equity
For the year ended December 31, 2002

	<u>Common Stock</u>	<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
Balance, December 31, 2001	\$ 17,000	\$ -	\$ 5,490	\$ 22,490
Issuance of additional paid-in capital	-	10,000	-	10,000
Net income (loss)	<u>-</u>	<u>-</u>	<u>(9,094)</u>	<u>(9,094)</u>
Balance, December 31, 2002	<u>\$ 17,000</u>	<u>\$ 10,000</u>	<u>\$ (3,604)</u>	<u>\$ 23,396</u>

The accompanying notes are an integral part of these financial statements.

ExPrss Securities, Inc.
Statement of Changes of Stockholders' Equity
For the year ended December 31, 2002

Cash flow from operating activities		
Net loss		\$ (9,094)
Adjustments to reconcile net loss to net cash and cash equivalents used in operating activities:		
Amortization	\$ 714	
(Increase) decrease in:		
Receivable from broker-dealers	8,741	
Deposit with clearing organization	(86)	
(Decrease) increase in:		
Accounts payable	330	
Payroll payable	(57,210)	
Income taxes payable	<u>(615)</u>	
Total adjustments		<u>(48,126)</u>
Net cash and cash equivalents used in operating activities		(57,220)
Cash flows from investing activities		-
Cash flows from financing activities		
Proceeds from additional paid-in capital	<u>10,000</u>	
Net cash and cash equivalents provided by financing activities		<u>10,000</u>
Net decrease in cash and cash equivalents		(47,220)
Cash and cash equivalents at the beginning of the year		<u>57,201</u>
Cash and cash equivalents at the end of the year		<u>\$ 9,981</u>

Supplemental disclosure of cash flow information

Cash paid during the period ended December 31, 2002	
Income taxes	\$ 2,310
Interest	\$ -

The accompanying notes are an integral part of these financial statements.

ExPrss Securities, Inc.
Statement of Cash Flows
For the Year Ended December 31, 2002

Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

General

ExPrss Securities, Inc. (the "Company") was formed on April 28, 2000 in the state of New Hampshire and commenced operations on May 3, 2001 in the business of securities brokerage and investment counseling. The Company is a member of the National Association of Securities Dealers (NASD) and the Securities Investor Protection Corporation (SIPC).

The Company conducts business on a fully disclosed basis whereby the execution and clearance of trades are handled by another Broker/Dealer. The Company does not hold customer funds and/or securities.

Based upon the income reported, the commissions earned from the sales of stocks, mutual funds and investment company shares represent the major portion of the business.

Summary of Significant Accounting Principles

The presentation 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 the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Securities transactions are recorded on a settlement date basis.

Trade receivables are stated at face amount with no allowance for doubtful accounts. An allowance for doubtful accounts is not considered necessary because probable uncollectible accounts are immaterial.

For the purpose of the statement of cash flows, cash and cash equivalents are defined as demand deposits at banks and cash deposits in money market funds.

The Company has elected to amortize its organization costs over a five (5) year period. The amortization expense for the year ended December 31, 2002 was \$714.

ExPrss Securities, Inc.
Notes to Financial Statements
For the Year Ended December 31, 2002

Note 2: INCOME TAXES

The current tax provision consists of the following:

Federal	\$	-
California		800
New Hampshire		<u>218</u>
	<u>\$</u>	<u>1,018</u>

The Company will carry forward the losses to be applied against future taxable income.

A deferred tax asset of \$1,364 could be recorded, but a 100% valuation allowance has been established against this asset since management cannot determine if it is more likely than not that the asset will be realized.

Note 3: COMPUTATION OF NET CAPITAL

The Company is subject to the uniform net capital rule (Rule 15c3-1) of the Securities and Exchange Commission, which requires both the maintenance of minimum net capital and the maintenance of a maximum ratio of aggregate indebtedness to net capital. Net capital and aggregate indebtedness change day to day, but on December 31, 2002, the Company's net capital of \$21,055 exceeded the minimum net capital requirement by \$16,055; and the Company's ratio of aggregate indebtedness (\$3,513) to net capital was 0.17 to 1, which is less than the 15 to 1 maximum ratio required of a Broker/Dealer.

Note 4: RECONCILIATION OF AUDITED NET CAPITAL TO UNAUDITED FOCUS

There is a difference between the computation of net capital under net capital Sec. Rule 15c3-1 and the corresponding unaudited focus part IIA.

Net capital per unaudited schedule	\$	23,508
Adjustments:		
Retained earnings	\$	(112)
Haircut on money market		(199)
Non-allowable assets		<u>(2,142)</u>
Total adjustments		<u>(2,453)</u>
Net capital per audited statements		<u>\$ 21,055</u>

ExPrss Securities, Inc.
Schedule I - Computation of Net Capital Requirements
Pursuant to Rule 15c3-1
As of December 31, 2002

Computation of net capital

Stockholders' equity		
Common stock	\$ 17,000	
Additional paid-in capital	10,000	
Retained earnings	<u>(3,604)</u>	
Total stockholders' equity		\$ 23,396
Less: Non-allowable assets		
Organization cost, net	<u>(2,142)</u>	
Total non-allowable assets		<u>(2,142)</u>
Net capital before haircuts		21,254
Less: Haircuts		
Haircut on money market account	<u>(199)</u>	
Total Haircuts		<u>(199)</u>
Net Capital		21,055

Computation of net capital requirements

Minimum net capital requirements		
6 2/3 percent of net aggregate indebtedness	\$ 234	
Minimum dollar net capital required	5,000	
Net capital required (greater of above)		<u>5,000</u>
Excess net capital		<u>\$ 16,055</u>

Percentage of aggregate indebtedness to net capital 0.17:1

There was a difference between net capital shown here and net capital as reported on the Company's unaudited Form X-17A-5 report dated December 31, 2002. (See note 4)

See independent auditor's report

ExPrss Securities, Inc.
Schedule II - Computation for Determination of Reserve
Requirements Pursuant to Rule 15c3-3
As of December 31, 2002

A computation of reserve requirement is not applicable to ExPrss Securities, Inc. as the Company qualifies for exemption under Rule 15c3-3 (k)(2)(ii).

See independent auditor's report

ExPrss Securities, Inc.
Schedule III - Information Relating to Possession or Control
Requirements Under Rule 15c3-3
As of December 31, 2002

Information relating to possession or control requirements is not applicable to ExPrss Securities, Inc. as the Company qualifies for exemption under Rule 15c3-3 (k)(2)(ii).

See independent auditor's report

ExPrss Securities, Inc.
Supplementary Accountant's Report
on Internal Accounting Control
Report Pursuant to 17a-5
For the Year Ended December 31, 2002

KEVIN G. BREARD, C.P.A.
AN ACCOUNTANCY CORPORATION

Board of Directors
ExPrss Securities, Inc.

In planning and performing my audit of the financial statements of ExPrss Securities, Inc. for the year ended December 31, 2002, I considered its internal control structure, for the purpose for safeguarding securities, in order to determine my auditing procedures for the purpose of expressing my 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, I have made a study of the practices and procedures followed by ExPrss Securities, Inc. including tests of such practices and procedures that I considered relevant to objectives stated in rule 17a-5(g), in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry security accounts for customers or perform custodial functions relating to customer securities, I did not review the practices and procedures followed by the Company in any of the following:

1. Making the quarterly securities examinations, counts, verifications and comparisons
2. Recordation of differences required by 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 structure and the practice and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgements by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the proceeding paragraph and to assess whether those practices and procedures can be expected to achieve the Commission's above mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that 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 conformity with generally accepted accounting principles. Rule 17-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

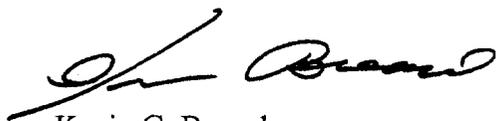
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NORTHRIDGE, CALIFORNIA 91324
(818) 886-0940 • FAX (818) 886-1924
BreardCPA@aol.com

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

My consideration of the internal control structure would not necessarily disclose all matters in the 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 design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that 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, I noted no matters involving the internal control structure, including procedures for safeguarding securities, that I considered to be material weakness as defined above.

I understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission 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 respects indicate material inadequacy for such purposes. Based on this understanding on my study, I believe that the Company's practices and procedures were adequate at December 31, 2002 to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 and should not be used for any other purpose.



Kevin G. Breard
Certified Public Accountant

Northridge, California
January 31, 2003