

143-3-04

Act 2-27-2004

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

OMB APPROVAL  
OMB Number: 3235-0123  
Expires: October 31, 2004  
Estimated average burden  
hours per response..... 12.00

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



04002233

FACING PAGE

RECEIVED  
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SEC FILE NUMBER  
8- 16919

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 01/01/03 AND ENDING 12/31/03  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: HOLLY SECURITIES, INC.  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
100 W. SCHELLENGER AVENUE

OFFICIAL USE ONLY  
FIRM I.D. NO.

(No. and Street) WILDWOOD NJ 08260  
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

DEWINNE & COMPANY, CERTIFIED PUBLIC ACCOUNTANTS  
(Name - if individual, state last, first, middle name)  
1882 WEST LANDIS AVENUE, VINELAND NJ 08360  
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

PROCESSED  
MAR 05 2004  
THOMSON FINANCIAL

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)

Handwritten initials

OATH OR AFFIRMATION

I, JANE OSBORNE, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of HOLLY SECURITIES, INC., as of DECEMBER 31, 2004, 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:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Jane Osborne

Signature

SECRETARY

Title

[Handwritten Signature]  
Notary Public

NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires 07/17/2008

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.
- (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.
- (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).

**FORM  
X-17A-5**

**FOCUS REPORT**

OMB No. 3235-0123  
(5-31-87)

(Financial and Operational Combined Uniform Single Report)

**PART II** 11

3/91

(Please read instructions before preparing Form.)

This report is being filed pursuant to (Check Applicable Block(s)):

- 1) Rule 17a-5(a)  16      2) Rule 17a-5(b)  17      3) Rule 17a-11  18  
 4) Special request by designated examining authority  19      5) Other  26

NAME OF BROKER-DEALER

\*SEC FILE NO

HOLLY SECURITIES, INC.  13

8-16919  14

ADDRESS OF PRINCIPAL PLACE OF BUSINESS (Do Not Use P.O. Box No.)

FIRM ID. NO.

100 W. SCHELLENGER AVENUE  20

22-1948639  15

(No. and Street)

FOR PERIOD BEGINNING (MM/DD/YY)

01/01/03  24

WILDWOOD  21

NJ  22

08260  23

AND ENDING (MM/DD/YY)

12/31/03  25

(City)

(State)

(Zip Code)

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

(Area Code)—Telephone No.

JANE OSBORNE  30

(609) 522-2496  31

NAME(S) OF SUBSIDIARIES OR AFFILIATES CONSOLIDATED IN THIS REPORT.

OFFICIAL USE

- 32
- 34
- 36
- 38

- 33
- 35
- 37
- 39

DOES RESPONDENT CARRY ITS OWN CUSTOMER ACCOUNTS? YES  40 NO  41

CHECK HERE IF RESPONDENT IS FILING AN AUDITED REPORT  42

9A-006150-A  
 HOLLY SECURITIES, INC.  
 JANE OSBORNE  
 100 W. SCHELLENGER AVENUE  
 WILDWOOD NJ 08260

**EXECUTION:**

The registrant/broker or dealer submitting this Form and its attachments and the person(s) by whom it is executed represent hereby that all information contained therein is true, correct and complete. It is understood that all required items, statements, and schedules are considered integral parts of this Form and that the submission of any amendment represents that amended items, statements and schedules remain true, correct and complete as previously submitted.

Dated the SIXTH (6th) day of FEBRUARY, 2004

Manual signatures of:

1) [Signature]  
Principal Executive Officer or Managing Partner

2) [Signature]  
Principal Financial Officer or Partner

3) [Signature]  
Principal Operations Officer or Partner

**ATTENTION**—Intentional misstatements or omissions of facts constitute Federal Criminal Violations. (See 18 U.S.C. 1001 and 15 U.S.C. 78f(a))

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

<b>BROKER OR DEALER</b> HOLLY SECURITIES, INC.	<b>N2</b>			<b>100</b>
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**STATEMENT OF FINANCIAL CONDITION**

As of (MM/DD/YY) 12/31/03 99

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Consolidated  198  
 Unconsolidated  199

ASSETS

	<u>Allowable</u>	<u>Nonallowable</u>	<u>Total</u>
1. Cash .....	\$ 322,790 <span style="border: 1px solid black; padding: 2px;">200</span>		\$ 322,790 <span style="border: 1px solid black; padding: 2px;">750</span>
2. Cash segregated in compliance with federal and other regulations .....	160,000 <span style="border: 1px solid black; padding: 2px;">210</span>		160,000 <span style="border: 1px solid black; padding: 2px;">760</span>
3. Receivable from brokers or dealers and clearing organizations:			
A. Failed to deliver:			
1. Includable in "Formula for Reserve Requirements" .....	6,825 <span style="border: 1px solid black; padding: 2px;">220</span>		6,825 <span style="border: 1px solid black; padding: 2px;">770</span>
2. Other .....	<span style="border: 1px solid black; padding: 2px;">230</span>		
B. Securities borrowed:			
1. Includable in "Formula for Reserve Requirements" .....	<span style="border: 1px solid black; padding: 2px;">240</span>		
2. Other .....	<span style="border: 1px solid black; padding: 2px;">250</span>		<span style="border: 1px solid black; padding: 2px;">780</span>
C. Omnibus accounts:			
1. Includable in "Formula for Reserve Requirements" .....	<span style="border: 1px solid black; padding: 2px;">260</span>		
2. Other .....	<span style="border: 1px solid black; padding: 2px;">270</span>		<span style="border: 1px solid black; padding: 2px;">790</span>
D. Clearing organizations:			
1. Includable in "Formula for Reserve Requirements" .....	<span style="border: 1px solid black; padding: 2px;">280</span>		
2. Other .....	<span style="border: 1px solid black; padding: 2px;">290</span>		<span style="border: 1px solid black; padding: 2px;">800</span>
E. Other .....	<span style="border: 1px solid black; padding: 2px;">300</span>	\$ <span style="border: 1px solid black; padding: 2px;">550</span>	\$ <span style="border: 1px solid black; padding: 2px;">810</span>
4. Receivables from customers:			
A. Securities accounts:			
1. Cash and fully secured accounts .....	<span style="border: 1px solid black; padding: 2px;">310</span>		
2. Partly secured accounts .....	<span style="border: 1px solid black; padding: 2px;">320</span>	<span style="border: 1px solid black; padding: 2px;">560</span>	
3. Unsecured accounts .....		<span style="border: 1px solid black; padding: 2px;">570</span>	
B. Commodity accounts .....	<span style="border: 1px solid black; padding: 2px;">330</span>	<span style="border: 1px solid black; padding: 2px;">580</span>	
C. Allowance for doubtful accounts .....	( <span style="border: 1px solid black; padding: 2px;">335</span> )	( <span style="border: 1px solid black; padding: 2px;">590</span> )	<span style="border: 1px solid black; padding: 2px;">820</span>
5. Receivables from non-customers:			
A. Cash and fully secured accounts .....	<span style="border: 1px solid black; padding: 2px;">340</span>		
B. Partly secured and unsecured accounts .....	<span style="border: 1px solid black; padding: 2px;">350</span>	<span style="border: 1px solid black; padding: 2px;">600</span>	<span style="border: 1px solid black; padding: 2px;">830</span>
6. Securities purchased under agreements to resell .....	<span style="border: 1px solid black; padding: 2px;">360</span>	<span style="border: 1px solid black; padding: 2px;">605</span>	<span style="border: 1px solid black; padding: 2px;">840</span>
7. Securities and spot commodities owned, at market value:			
A. Bankers acceptances, certificates of deposit and commercial paper .....	<span style="border: 1px solid black; padding: 2px;">370</span>		
B. U.S. and Canadian government obligations .....	<span style="border: 1px solid black; padding: 2px;">380</span>		
C. State and municipal government obligations .....	<span style="border: 1px solid black; padding: 2px;">390</span>		
D. Corporate obligations .....	<span style="border: 1px solid black; padding: 2px;">400</span>		

OMIT PLNNIES

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**STATEMENT OF FINANCIAL CONDITION**

**ASSETS**

	<u>Allowable</u>	<u>Nonallowable</u>	<u>Total</u>
E. Stocks and warrants	\$ 410		
F. Options	420		
G. Arbitrage	422		
H. Other securities	424		
I. Spot commodities	430		\$ 850
8. Securities owned not readily marketable:			
A. At Cost	\$ 130		
B. At estimated fair value	440	\$ 610	860
9. Other investments not readily marketable:			
A. At Cost	\$ 140		
B. At estimated fair value	450	620	870
10. Securities borrowed under subordination agreements and partners' individual and capital securities accounts, at market value:			
A. Exempted securities	\$ 150		
B. Other	\$ 160	460	630
11. Secured demand notes - market value of collateral:			
A. Exempted securities	\$ 170		
B. Other	\$ 180	470	640
12. Memberships in exchanges:			
A. Owned, at market value	\$ 190		
B. Owned at cost		650	
C. Contributed for use of company, at market value		660	900
13. Investment in and receivables from affiliates, subsidiaries and associated partnerships	480	670	910
14. Property, furniture, equipment, leasehold improvements and rights under lease agreements:			
At cost (net of accumulated depreciation and amortization)	490	680	920
15. Other Assets:			
A. Dividends and interest receivable	500	690	
B. Free shipments	510	700	
C. Loans and advances	520	710	
D. Miscellaneous	530	720	930
16. TOTAL ASSETS	\$ 489,615	\$ 740	\$ 489,615

OMIT PENNIES

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**STATEMENT OF FINANCIAL CONDITION**

**LIABILITIES AND OWNERSHIP EQUITY**

<u>Liabilities</u>	<u>A.I. Liabilities *</u>	<u>Non-A.I. Liabilities *</u>	<u>Total</u>
17. Bank loans payable:			
A. Includable in "Formula for Reserve Requirements" .....	\$ 1030	\$ 1240	\$ 1460
B. Other .....	1040	1250	1470
18. Securities sold under repurchase agreements .....		1260	1480
19. Payable to brokers or dealers and clearing organizations:			
A. Failed to receive:			
1. Includable in "Formula for Reserve Requirements" .....	1050	1270	1490
2. Other .....	1060	1280	1500
B. Securities loaned:			
1. Includable in "Formula for Reserve Requirements" .....	1070		1510
2. Other .....	1080	1290	1520
C. Omnibus accounts:			
1. Includable in "Formula for Reserve Requirements" .....	1090		1530
2. Other .....	1095	1300	1540
D. Clearing organizations:			
1. Includable in "Formula for Reserve Requirements" .....	1100		1550
2. Other .....	1105	1310	1560
E. Other .....	1110	1320	1570
20. Payable to customers:			
A. Securities accounts -including free credits of .....	\$ 950		\$ 10,434
B. Commodities accounts .....	1120	1330	1580
21. Payable to non customers:			
A. Securities accounts .....	1130		
B. Commodities accounts .....	1140	1340	1600
22. Securities sold not yet purchased at market value - including arbitrage of .....	\$ 960		
23. Accounts payable and accrued liabilities and expenses:			
A. Drafts payable .....	1150		1620
B. Accounts payable .....	1160		1630
C. Income taxes payable .....	1170		1640
D. Deferred income taxes .....	1180		1650
E. Accrued expenses and other liabilities .....	1190	1370	1660
F. Other .....	1200	1380	1670
			1680

OMIT PENNIES

\*Brokers or Dealers electing the alternative net capital requirement method need not complete these columns.

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**STATEMENT OF FINANCIAL CONDITION**

**LIABILITIES AND OWNERSHIP EQUITY (continued)**

<u>Liabilities</u>	<u>A.I. Liabilities *</u>	<u>Non-A.I. Liabilities *</u>	<u>Total</u>
24. Notes and mortgages payable:			
A. Unsecured .....	\$ 1210		\$ 1690
B. Secured .....	1211	\$ 1390	1700
25. Liabilities subordinated to claims of general creditors:			
A. Cash borrowings .....		1400	1710
1. from outsiders <sup>24</sup> \$ .....	970		
2. Includes equity subordination (15c3-1 (d)) of .....	\$ 980		
B. Securities borrowings, at market value; from outsiders \$ .....		1410	1720
C. Pursuant to secured demand note collateral agreements; .....		1420	1730
1. from outsiders \$ .....	1000		
2. Includes equity subordination (15c3-1 (d)) of .....	\$ 1010		
D. Exchange memberships contributed for use of company at market value .....		1430	1740
E. Accounts and other borrowings not qualified for net capital purposes .....		1440	1750
26. TOTAL LIABILITIES .....	\$ 10,434 1220	\$ 1450	\$ 10,434 1760

**Ownership Equity**

27. Sole proprietorship .....		\$ 1770
28. Partnership- limited partners .....	\$ 1020	1780
29. Corporation:		
A. Preferred stock .....		1791
B. Common stock .....		205,000 1792
C. Additional paid-in capital .....		1793
D. Retained earnings .....		274,181 1794
E. Total .....		479,181 1795
F. Less capital stock in treasury .....		( ) 1796
30. TOTAL OWNERSHIP EQUITY .....		\$ 479,181 1800
31. TOTAL LIABILITIES AND OWNERSHIP EQUITY .....		\$ 489,615 1810

OMIT PENNIES

\*Brokers or Dealers electing the alternative net capital requirement method need not complete these columns.

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**COMPUTATION OF NET CAPITAL**

1. Total ownership equity (from Statement of Financial Condition - Item 1800)	\$	479,181	3480
2. Deduct: Ownership equity not allowable for net capital	(		3490
3. Total ownership equity qualified for net capital		479,181	3500
4. Add:			
A. Liabilities subordinated to claims of general creditors allowable in computation of net capital			3520
B. Other (deductions) or allowable credits (List)	▼		3525
5. Total capital and allowable subordinated liabilities	\$		3530
6. Deductions and/or charges:			
A. Total non-allowable assets from			
Statement of Financial Condition (Note B and C)	\$	3540	
1. Additional charges for customers' and non-customers' security accounts		3550	
2. Additional charges for customers' and non-customers' commodity accounts		3560	
B. Aged fail-to-deliver:			3570
1. Number of items	▼ <sub>29</sub>	3450	
C. Aged short security differences-less reserve of	\$	3460	▼ <sub>30</sub> align="right">3580
number of items		3470	
D. Secured demand note deficiency			3590
E. Commodity futures contracts and spot commodities proprietary capital charges		3600	
F. Other deductions and/or charges		3610	
G. Deductions for accounts carried under Rule 15c3-1(a)(6), (a)(7) and (c)(2)(x)		3615	
H. Total deductions and/or charges			3620
7. Other additions and/or allowable credits (List)			3630
8. Net Capital before haircuts on securities positions	\$	479,181	3640
9. Haircuts on securities: (computed, where applicable, pursuant to 15c3-1 (f) ):			
A. Contractual securities commitments		3660	
B. Subordinated securities borrowings		3670	
C. Trading and Investment securities:			
1. Bankers' acceptances, certificates of deposit and commercial paper	▼ <sub>31</sub>	3680	
2. U.S. and Canadian government obligations		3690	
3. State and municipal government obligations		3700	
4. Corporate obligations		3710	
5. Stocks and warrants		3720	
6. Options		3730	
7. Arbitrage		3732	
8. Other securities	▼ <sub>32</sub>	3734	
D. Undue concentration		3650	
E. Other (list)		3736	
10. Net Capital	\$	479,181	3750

OMIT PENNIES

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

<b>BROKER OR DEALER</b>	HOLLY SECURITIES, INC.	as of <u>12/31/03</u>
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**COMPUTATION OF BASIC NET CAPITAL REQUIREMENT**

**Part A**

11. Minimum net capital required (6-2/3% of line 19) .....	\$	<u>696</u>	<b>3756</b>
12. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries computed in accordance with Note (A) .....	\$	250,000	<b>3758</b>
13. Net capital requirement (greater of line 11 or 12) .....	\$	250,000	<b>3760</b>
14. Excess net capital (line 10 less 13) .....	\$	229,181	<b>3770</b>
15. Excess net capital at 1000% (line 10 less 10% of line 19) .....	\$	478,138	<b>3780</b>

**COMPUTATION OF AGGREGATE INDEBTEDNESS**

16. Total A.I. liabilities from Statement of Financial Condition .....	\$		<b>3790</b>
17. Add:			
A. Drafts for immediate credit .....	\$	<u>3800</u>	
B. Market value of securities borrowed for which no equivalent value is paid or credited .....	\$	<u>3810</u>	
C. Other unrecorded amounts (List) .....	\$	<u>3820</u>	<b>3830</b>
18. Deduct: Adjustment based on deposits in Special Reserve Bank Accounts (15c3-1 (c) (1) (vii)) .....	\$		<b>3838</b>
19. Total aggregate indebtedness .....	\$	10,434	<b>3840</b>
20. Percentage of aggregate indebtedness to net capital (line 19 ÷ by line 10) .....	%	2.17%	<b>3850</b>
21. Percentage of Aggregate Indebtedness to net capital <u>after</u> anticipated capital withdrawals (line 19 ÷ by line 10 less Item 4880 page 11) .....	%	2.17%	<b>3853</b>

**COMPUTATION OF ALTERNATE NET CAPITAL REQUIREMENT**

**Part B**

22. 2% of combined aggregate debit items as shown in Formula for Reserve Requirements pursuant to Rule 15c3-3 prepared as of the date of the net capital computation including both brokers or dealers and consolidated subsidiaries' debits .....	\$		<b>3870</b>
23. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries computed in accordance with Note (A) .....	\$		<b>3880</b>
24. Net capital requirement (greater of line 22 or 23) .....	\$		<b>3760</b>
25. Excess net capital (line 10 less 24) .....	\$		<b>3910</b>
26. Percentage of Net Capital to Aggregate Debits (line 10 ÷ by line 17 page 8) .....	%		<b>3851</b>
27. Percentage of Net Capital, <u>after</u> anticipated capital withdrawals, to Aggregate Debits (line 10 less Item 4880 page 11 ÷ by line 17 page 8) .....	%		<b>3854</b>
28. Net capital in excess of:			
5% of combined aggregate debit items or \$120,000 .....	\$		<b>3920</b>

**OTHER RATIOS**

**Part C**

29. Percentage of debt to debt-equity total computed in accordance with Rule 15c3-1 (d) .....	%		<b>3860</b>
30. Options deductions/Net Capital ratio (1000% test) total deductions exclusive of liquidating equity under Rule 15c3-1(a)(6), (a)(7) and (c)(2)(x) ÷ Net Capital .....	%		<b>3852</b>

**NOTES:**

- (A) The minimum net capital requirement should be computed by adding the minimum dollar net capital requirement of the reporting broker, dealer and, for each subsidiary to be consolidated, the greater of:
  - 1. Minimum dollar net capital requirement, or
  - 2. 6-2/3% of aggregate indebtedness or 2% of aggregate debits if alternative method is used.
- (B) Do not deduct the value of securities borrowed under subordination agreements or secured demand notes covered by subordination agreements not in satisfactory form and the market values of memberships in exchanges contributed for use of company (contra to item 1740) and partners' securities which were included in non-allowable assets.
- (C) For reports filed pursuant to paragraph (d) of Rule 17a-5, respondent should provide a list of material non-allowable assets.

REVENUE

STATEMENT OF INCOME (LOSS)

1. Commissions:			
a. Commissions on transactions in listed equity securities executed on an exchange	\$		3935
b. Commissions on transactions in exchange listed equity securities executed over-the-counter			3937
c. Commissions on listed option transactions			3938
d. All other securities commissions		33,527	3939
e. Total securities commissions		33,527	3940
2. Gains or losses on firm securities trading accounts			
a. From market making in over-the-counter equity securities			3941
i. Includes gains or (losses) OTC market making in exchange listed equity securities		3943	
b. From trading in debt securities			3944
c. From market making in options on a national securities exchange			3945
d. From all other trading			3949
e. Total gains or (losses)			3950
3. Gains or losses on firm securities investment accounts			
a. Includes realized gains (losses)		4235	
b. Includes unrealized gains (losses)		4236	
c. Total realized and unrealized gains (losses)			3952
4. Profits or (losses) from underwriting and selling groups			3955
a. Includes underwriting income from corporate equity securities		4237	
5. Margin interest			3960
6. Revenue from sale of investment company shares			3970
7. Fees for account supervision, investment advisory and administrative services			3975
8. Revenue from research services			3980
9. Commodities revenue			3990
10. Other revenue related to securities business			3985
11. Other revenue		5,336	3995
12. Total revenue	\$	38,863	4030

EXPENSES

13. Registered representatives' compensation	\$		4110
14. Clerical and administrative employees' expenses			4040
15. Salaries and other employment costs for general partners, and voting stockholder officers			4120
a. Includes interest credited to General and Limited Partners capital accounts		4130	
16. Floor brokerage paid to certain brokers (see definition)			4055
17. Commissions and clearance paid to all other brokers (see definition)			4145
18. Clearance paid to non-brokers (see definition)			4135
19. Communications			4060
20. Occupancy and equipment costs		1,475	4080
21. Promotional costs			4150
22. Interest expense			4075
a. Includes interest on accounts subject to subordination agreements		4070	
23. Losses in error account and bad debts			4170
24. Data processing costs (including service bureau service charges)			4186
25. Non-recurring charges			4190
26. Regulatory fees and expenses		760	4195
27. Other expenses		30,275	4100
28. Total expenses	\$	32,510	4200

NET INCOME

29. Income (loss) before Federal income taxes and items below (Item 12 less Item 28)	\$	6,353	4210
30. Provision for Federal income taxes (for parent only)		953	4220
31. Equity in earnings (losses) of unconsolidated subsidiaries not included above			4222
a. After Federal income taxes of		4238	
32. Extraordinary gains (losses)			4224
a. After Federal income taxes of		4239	
33. Cumulative effect of changes in accounting principles			4225
34. Net income (loss) after Federal income taxes and extraordinary items	\$	5,400	4230

MONTHLY INCOME

35. Income (current month only) before provision for Federal income taxes and extraordinary items	\$	2,585	4211
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**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER** HOLLY SECURITIES, INC. as of 12/31/03

**COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS  
FOR BROKER-DEALERS UNDER RULE 15c3-3  
(See Rule 15c3-3, Exhibit A and Related Notes)**

**CREDIT BALANCES**

1. Free credit balances and other credit balances in customers' security accounts (see Note A, Exhibit A, Rule 15c3-3) .....	▼ \$ 10,434	4340	
2. Monies borrowed collateralized by securities carried for the accounts of customers (see Note B) .....		4350	
3. Monies payable against customers' securities loaned (see Note C) .....		4360	
4. Customers' securities failed to receive (see Note D) .....		4370	
5. Credit balances in firm accounts which are attributable to principal sales to customers .....		4380	
6. Market value of stock dividends, stock splits and similar distributions receivable outstanding over 30 calendar days .....		4390	
7. **Market value of short security count differences over 30 calendar days old .....		4400	
8. **Market value of short securities and credits (not to be offset by longs or by debits) in all suspense accounts over 30 calendar days .....		4410	
9. Market value of securities which are in transfer in excess of 40 calendar days and have not been confirmed to be in transfer by the transfer agent or the issuer during the 40 days .....		4420	
10. Other (List) .....		4425	
11. TOTAL CREDITS .....			\$ 10,434 4430

**DEBIT BALANCES**

12. **Debit balances in customers' cash and margin accounts excluding unsecured accounts and accounts doubtful of collection net of deductions pursuant to Note E, Exhibit A, Rule 15c3-3 .....	\$ 4440		
13. Securities borrowed to effectuate short sales by customers and securities borrowed to make delivery on customers' securities failed to deliver .....	6,825	4450	
14. Failed to deliver of customers' securities not older than 30 calendar days .....		4460	
15. Margin required and on deposit with the Options Clearing Corporation for all option contracts written or purchased in customer accounts (See Note F) .....		4465	
16. Other (List) .....		4469	
17. **Aggregate debit items .....			\$ 6,825 4470
18. **less 3% (for alternative method only — see Rule 15c3-1 (f) (5) (ii)) .....			( ) 4471
19. **TOTAL 15c3-3 DEBITS .....			\$ 6,825 4472

**RESERVE COMPUTATION**

20. Excess of total debits over total credits (line 19 less line 11) .....	▼ \$ 4480	
21. Excess of total credits over total debits (line 11 less line 19) .....	3,609	4490
22. If computation permitted on a monthly basis, enter 105% of excess of total credits over total debits .....	3,789	4500
23. Amount held on deposit in "Reserve Bank Account(s)", including value of qualified securities, at end of reporting period .....	160,000	4510
24. Amount of deposit (or withdrawal) including value of qualified securities .....	\$ 4515	4520
25. New amount in Reserve Bank Account(s) after adding deposit or subtracting withdrawal including value of qualified securities .....	\$ 160,000	4530
26. Date of deposit (MMDDYY) .....		4540

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**FREQUENCY OF COMPUTATION**

27. Daily  4332 Weekly  4333 Monthly  4334

\*\*In the event the Net Capital Requirement is computed under the alternative method this "Reserve Formula" shall be prepared in accordance with the requirements of paragraph (f) of Rule 15c3-1.

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS  
FOR BROKER-DEALERS UNDER RULE 15c3-3 (continued)**

**EXEMPTIVE PROVISIONS**

28. If an exemption from Rule 15c3-3 is claimed, identify below the section upon which such exemption is based (check one only)

A. (k) (1)—\$2,500 capital category as per Rule 15c3-1 .....	4550
B. (k) (2)(A)—"Special Account for the Exclusive Benefit of customers" maintained .....	4560
C. (k) (2)(B)—All customer transactions cleared through another broker-dealer on a fully disclosed basis. Name of clearing firm <u>SI</u> <span style="float:right">4335</span> .....	4570
D. (k) (3)—Exempted by order of the Commission .....	4580

**Information for Possession or Control Requirements Under Rule 15c3-3**

State the market valuation and the number of items of:

1. Customers' fully paid securities and excess margin securities not in the respondent's possession or control as of the report date (for which instructions to reduce to possession or control had been issued as of the report date) but for which the required action was not taken by respondent within the time frames specified under Rule 15c3-3. Notes A and B .....	\$ NONE	4586
A. Number of Items .....	NONE	4587
2. Customers' fully paid securities and excess margin securities for which instructions to reduce to possession or control had not been issued as of the report date, excluding items arising from "temporary lags which result from normal business operations" as permitted under Rule 15c3-3. Notes B, C and D .....	\$ NONE	4588
A. Number of Items .....	NONE	4589
OMIT PENNIES		
3. The system and procedures utilized in complying with the requirement to maintain physical possession or control of customers' fully paid and excess margin securities have been tested and are functioning in a manner adequate to fulfill the requirements of Rule 15c3-3 .....	Yes	4584
	No	4585

**NOTES**

- A—Do not include in item one customers' fully paid and excess margin securities required by Rule 15c3-3 to be in possession or control but for which no action was required by the respondent as of the report date or required action was taken by respondent within the time frames specified under Rule 15c3-3.
- B—State separately in response to items one and two whether the securities reported in response thereto were subsequently reduced to possession or control by the respondent.
- C—Be sure to include in item two only items not arising from "temporary lags which result from normal business operations" as permitted under Rule 15c3-3.
- D—Item two must be responded to only with report which is filed as of the date selected for the broker's or dealer's annual audit of financial statements, whether or not such date is the end of a calendar quarter. The response to item two should be filed within 60 calendar days after such date, rather than with the remainder of this report. This information may be required on a more frequent basis by the Commission or the designated examining authority in accordance with Rule 17a-5(a)(2)(iv).

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

<b>BROKER OR DEALER</b> HOLLY SECURITIES, INC.	as of <u>12/31/03</u>
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**SCHEDULE OF SEGREGATION REQUIREMENTS AND FUNDS IN SEGREGATION**

**CUSTOMERS' REGULATED COMMODITY FUTURES ACCOUNTS**

**SEGREGATION REQUIREMENTS**

N/A

<b>1. Net ledger balance:</b>	
A. Cash .....	\$ <span style="border: 1px solid black; padding: 2px;">7010</span>
B. Securities (at market) .....	<span style="border: 1px solid black; padding: 2px;">7020</span>
<b>2. Net unrealized profit (loss) in open futures contracts traded on a contract market .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7030</span></b>
<b>3. Exchange traded options:</b>	
A. Add: Market Value of open option contracts purchased on a contract market .....	<span style="border: 1px solid black; padding: 2px;">7032</span>
B. Deduct: Market Value of open option contracts granted (sold) on a contract market .....	( <span style="border: 1px solid black; padding: 2px;">7033</span> )
<b>4. Net equity (deficit) (total of 1, 2 and 3) .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7040</span></b>
<b>5. Add accounts liquidating to a deficit and accounts with debit balances with no open trades .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7050</span></b>
<b>6. Amount required to be segregated (total of 4 and 5) .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7060</span></b>

**FUNDS ON DEPOSIT IN SEGREGATION**

<b>7. Deposited in segregated funds bank accounts:</b>	
A. Cash .....	\$ <span style="border: 1px solid black; padding: 2px;">7070</span>
B. Securities representing investments of customers' funds (at market) .....	<span style="border: 1px solid black; padding: 2px;">7080</span>
C. Securities held for particular customers or option customers in lieu of cash (at market) .....	<span style="border: 1px solid black; padding: 2px;">7090</span>
<b>8. Margins on deposit with clearing organizations of contract markets:</b>	
A. Cash .....	<span style="border: 1px solid black; padding: 2px;">7100</span>
B. Securities representing investments of customers' funds (at market) .....	<span style="border: 1px solid black; padding: 2px;">7110</span>
C. Securities held for particular customers or option customers in lieu of cash (at market) .....	<span style="border: 1px solid black; padding: 2px;">7120</span>
<b>9. Settlement due from (to) clearing organizations of contract markets .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7130</span></b>
<b>10. Exchange traded options:</b>	
A. Add: Unrealized receivables for option contracts purchased on contract markets .....	<span style="border: 1px solid black; padding: 2px;">7132</span>
B. Deduct: Unrealized obligations for option contracts granted (sold) on contract markets .....	<span style="border: 1px solid black; padding: 2px;">7133</span>
<b>11. Net equities with other FCMs .....</b>	<b><span style="border: 1px solid black; padding: 2px;">7140</span></b>
<b>12. Segregated funds on hand:</b>	
A. Cash .....	<span style="border: 1px solid black; padding: 2px;">7150</span>
B. Securities representing investments of customers' funds (at market) .....	<span style="border: 1px solid black; padding: 2px;">7160</span>
C. Securities held for particular customers in lieu of cash (at market) .....	<span style="border: 1px solid black; padding: 2px;">7170</span>
<b>13. Total amount in segregation (total of 7 through 12) .....</b>	<b>\$ <span style="border: 1px solid black; padding: 2px;">7180</span></b>
<b>14. Excess (insufficiency) funds in segregation (13 minus 6) .....</b>	<b>\$ <span style="border: 1px solid black; padding: 2px;">7190</span></b>

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES, INC.**

as of 12/31/03

**Ownership Equity and Subordinated Liabilities maturing or proposed to be withdrawn within the next six months and accruals, (as defined below), which have not been deducted in the computation of Net Capital.**

N/A

Type of Proposed withdrawal or Accrual See below for code to enter

Name of Lender or Contributor

Insider or Outsider? (In or Out)

Amount to be Withdrawn (cash amount and/or Net Capital Value of Securities)

(MMDDYY) Withdrawal or Maturity Date

Expect to Renew (yes or no)

▼	4600	4601	4602	\$	4603	4604	4605
▼	4610	4611	4612		4613	4614	4615
▼	4620	4621	4622		4623	4624	4625
▼	4630	4631	4632		4633	4634	4635
▼	4640	4641	4642		4643	4644	4645
▼	4650	4651	4652		4653	4654	4655
▼	4660	4661	4662		4663	4664	4665
▼	4670	4671	4672		4673	4674	4675
▼	4680	4681	4682		4683	4684	4685
▼	4690	4691	4692		4693	4694	4695

TOTAL \$ ▼ 4699\*

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\*To agree with the total on Recap (Item No. 4880)

**Instructions:** Detail listing must include the total of items maturing during the six month period following the report date, regardless of whether or not the capital contribution is expected to be renewed. The schedule must also include proposed capital withdrawals scheduled within the six month period following the report date including the proposed redemption of stock and payments of liabilities secured by fixed assets (which are considered allowable assets in the capital computation pursuant to Rule 15c3-1(c)(2)(iv)), which could be required by the lender on demand or in less than six months.

<b>WITHDRAWAL CODE:</b>	<b>DESCRIPTION</b>
1.	Equity Capital
2.	Subordinated Liabilities
3.	Accruals
4.	15c3-1(c)(2)(iv) Liabilities

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT  
Capital Withdrawals  
PART II**

**BROKER OR DEALER**

**HOLLY SECURITIES,  
INC.**

For the period (MMDDYY) from 1/1/03 to 12/31/03

**RECAP**

Ownership Equity and Subordinated Liabilities maturing or proposed to be withdrawn within the next six months and accruals, which have not been deducted in the computation of net capital.

**1. Equity Capital**

**A. Partnership Capital:**

1. General Partners	\$	4700
2. Limited		4710
3. Undistributed Profits		4720
4. Other (describe below)		4730
5. Sole Proprietorship		4735

**B. Corporation Capital:**

1. Common Stock		4740
2. Preferred Stock		4750
3. Retained Earnings (Dividends and Other)		4760
4. Other (describe below)		4770

**2. Subordinated Liabilities**

A. Secured Demand Notes		4780
B. Cash Subordinations		4790
C. Debentures		4800
D. Other (describe below)		4810

**3. Other Anticipated Withdrawals**

A. Bonuses		4820
B. Voluntary Contributions to Pension or Profit Sharing Plans		4860
C. Other (describe below)		4870

Total ..... \$ 4880

**4. Description of Other**

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**STATEMENT OF CHANGES IN OWNERSHIP EQUITY  
(SOLE PROPRIETORSHIP, PARTNERSHIP OR CORPORATION)**

1. Balance, beginning of period		\$ 472,828	4240
A. Net income (loss)		6,353	4250
B. Additions (Includes non-conforming capital of	\$ <span style="border: 1px solid black; padding: 2px;">4262</span>		4260
C. Deductions (Includes non-conforming capital of	\$ <span style="border: 1px solid black; padding: 2px;">4272</span>		4270
2. Balance, end of period (From Item 1800)		\$ 479,181	4290

**STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED  
TO CLAIMS OF GENERAL CREDITORS**

3. Balance, beginning of period		\$	4300
A. Increases			4310
B. Decreases			4320
4. Balance, end of period (From item 3520)		\$	4330

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# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART II

**BROKER OR DEALER**    **HOLLY SECURITIES, INC.**

as of 12/31/03

## FINANCIAL AND OPERATIONAL DATA

1. Month end total number of stock record breaks unresolved over three business days		Valuation	Number
A. breaks long		\$ <u>4890</u>	<u>4900</u>
B. breaks short		\$ <u>4910</u>	<u>4920</u>
2. Is the firm in compliance with Rule 17a-13 regarding periodic count and verification of securities positions and locations at least once in each calendar quarter? (Check one)			
A) If response is negative attach explanation of steps being taken to comply with Rule 17a-13.		Yes <input type="checkbox"/> <u>4930</u>	No <input type="checkbox"/> <u>4940</u>
3. Personnel employed at end of reporting period:			
A. Income producing personnel		<u>2</u>	<u>4950</u>
B. Non-income producing personnel (all other)		<u>0</u>	<u>4960</u>
C. Total		<u>2</u>	<u>4970</u>
4. Actual number of tickets executed during current month of reporting period			
		<u>70</u>	<u>4980</u>
5. Number of corrected customer confirmations mailed after settlement date			
		<u>0</u>	<u>4990</u>
		No. of Items	Debit (Short Value)
6. Money differences	<u>5000</u>	\$ <u>5010</u>	No. of Items <u>5020</u>
7. Security suspense accounts	<u>5040</u>	\$ <u>5050</u>	\$ <u>5060</u>
8. Security difference accounts	<u>5080</u>	\$ <u>5090</u>	\$ <u>5100</u>
9. Commodity suspense accounts	<u>5120</u>	\$ <u>5130</u>	\$ <u>5140</u>
		No. of Items	Credit (Long Value)
10. Open transactions with correspondents, other brokers, clearing organizations, depositories and interoffice and intercompany accounts which could result in a charge-unresolved amounts over 30 calendar days	<u>5160</u>	\$ <u>5170</u>	\$ <u>5180</u>
11. Bank account reconciliations-unresolved amounts over 30 calendar days	<u>5200</u>	\$ <u>5210</u>	\$ <u>5220</u>
12. Open transfers over 40 calendar days, not confirmed	<u>5240</u>	\$ <u>5250</u>	\$ <u>5260</u>
13. Transactions in reorganization accounts-over 60 calendar days	<u>5280</u>	\$ <u>5290</u>	\$ <u>5300</u>
14. Total	<u>5320</u>	\$ <u>5330</u>	\$ <u>5340</u>
		No. of Items	Ledger Amount
15. Failed to deliver 5 business days or longer (21 business days or longer in the case of Municipal Securities)	<u>0</u>	\$ <u>0</u>	Market Value <u>0</u>
16. Failed to receive 5 business days or longer (21 business days or longer in the case of Municipal Securities)	<u>0</u>	\$ <u>0</u>	\$ <u>0</u>
17. Security concentrations (See instructions in Part I)			
A. Proprietary positions		\$ <u>none</u>	<u>5370</u>
B. Customers' accounts under Rule 15c3-3		\$ <u>none</u>	<u>5374</u>
18. Total of personal capital borrowings due within six months		\$ <u>none</u>	<u>5378</u>
19. Maximum haircuts on underwriting commitments during the period		\$ <u>none</u>	<u>5380</u>
20. Planned capital expenditures for business expansion during next six months		\$ <u>none</u>	<u>5382</u>
21. Liabilities of other individuals or organizations guaranteed by respondent		\$ <u>none</u>	<u>5384</u>
22. Lease and rentals payable within one year		\$ <u>none</u>	<u>5386</u>
23. Aggregate lease and rental commitments payable for entire term of the lease			
A. Gross		\$ <u>none</u>	<u>5388</u>
B. Net		\$ <u>none</u>	<u>5390</u>

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

OMB APPROVAL  
OMB # 3216-0123  
Expires May 31, 1987

**FOCUS REPORT**  
**FORM X-17A-5**  
**SCHEDULE I**

*(To be filed annually as of the end of calendar year)*

**Contents**

**Schedule I**      **INFORMATION REQUIRED OF ALL BROKERS  
AND DEALERS PURSUANT TO RULE 17a-5**

\* \* \* \* \*

HOLLY SECURITIES, INC.

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**Name of Respondent**

# FORM X-17A-5

# FOCUS REPORT

(Financial and Operational Combined Uniform Single Report)

## Schedule I

INFORMATION REQUIRED OF BROKERS AND DEALERS PURSUANT TO RULE 17a-5

Report for the Calendar Year ~~20~~<sup>20</sup>03  8004  
or if less than 12 months

Report for the period beginning 07/07/03  8005 and ending 12/31/03  8006  
MM DD YY

SEC FILE NUMBER	
8-16919	8011

1. NAME OF BROKER DEALER	<u>HOLLY SECURITIES, INC</u>	<input type="checkbox"/> 8020	<b>N 9</b>	OFFICIAL USE ONLY	<input type="checkbox"/> 8021
				Firm No. M M Y Y	

2. Name(s) of broker-dealer(s) merging with respondent during reporting period:

NAME:	<input type="checkbox"/> 8053	OFFICIAL USE ONLY	<input type="checkbox"/> 8057
		948	
	<input type="checkbox"/> 8054		<input type="checkbox"/> 8058
	<input type="checkbox"/> 8055		<input type="checkbox"/> 8059
	<input type="checkbox"/> 8056		<input type="checkbox"/> 8060

3. Respondent conducts a securities business exclusively with registered broker-dealers:  
(enter applicable code: 1=Yes 2=No)  1  8073

4. Respondent is registered as a specialist on a national securities exchange:  
(enter applicable code: 1=Yes 2=No)  2  8074

5. Respondent makes markets in the following securities:

(a) equity securities ..... (enter applicable code: 1=Yes 2=No)  2  8075

(b) municipals ..... (enter applicable code: 1=Yes 2=No)  2  8076

(c) other debt instruments ..... (enter applicable code: 1=Yes 2=No)  2  8077

6. Respondent is registered solely as a municipal bond dealer:  
(enter applicable code: 1=Yes 2=No)  2  8078

7. Respondent is an insurance company or an affiliate of an insurance company:  
(enter applicable code: 1=Yes 2=No)  2  8079

8. Respondent carries its own public customer accounts:  
(enter applicable code: 1=Yes 2=No)  1  8084

9. Respondent's total number of public customers accounts:  
(carrying firms filing X-17A-5 Part II only)

(a) Public customer accounts .....  150  8080

(b) Omnibus accounts .....  0  8081

10. Respondent clears its public customer and/or proprietary accounts:  
(enter applicable code: 1=Yes 2=No)  1  8085

# FOCUS REPORT

## Schedule I

page 2

11. Respondent clears its public customer accounts in the following manner:

(enter a "1" in appropriate boxes)

- (a) Direct Mail (New York Stock Exchange Members Only) .....  8086
- (b) Self-Clearing .....  8087
- (c) Omnibus .....  8088
- (d) Introducing .....  8089
- (e) Other .....  8090

If Other please describe:

- (f) Not applicable .....  8091

12. (a) Respondent maintains membership(s) on national securities exchange(s):

(enter applicable code: 1=Yes 2=No)

8100

(b) Names of national securities exchange(s) in which respondent maintains memberships:

(enter a "1" in appropriate boxes)

- |                         |      |
|-------------------------|------|
| (1) American .....      | 8120 |
| (2) Boston .....        | 8121 |
| (3) CBOE .....          | 8122 |
| (4) Midwest .....       | 8123 |
| (5) New York .....      | 8124 |
| (6) Philadelphia .....  | 8125 |
| (7) Pacific Coast ..... | 8126 |
| (8) Other .....         | 8129 |

13. Employees:

- (a) Number of full-time employees .....  2  8101
- (b) Number of full-time registered representatives employed by respondent included in 13 (a) .....  0  8102

14. Number of NASDAQ stocks respondent makes market .....  0  8103

15. Total number of underwriting syndicates respondent was a member .....  0  8104

(Carrying or clearing firms filing X-17A-5 Part II)

16. Number of respondent's public customer transactions:
- |                |     |      |
|----------------|-----|------|
| Actual .....   | 220 | 8105 |
| Estimate ..... |     | 8106 |
- (a) equity securities transactions effected on a national securities exchange .....  0  8107
  - (b) equity securities transactions effected other than on a national securities exchange .....  190  8108
  - (c) commodity, bond, option, and other transactions effected in or off a national securities exchange .....  30  8109

# FOCUS REPORT

## Schedule I

page 3

17. Respondent is a member of the Securities Investor Protection Corporation

(enter applicable code: 1=Yes 2=No)  1  8111

18. Number of branch offices operated by respondent

0  8112

19. Respondent is an affiliate or subsidiary of a foreign broker-dealer or bank

(enter applicable code: 1=Yes 2=No)  2  8113

20. (a) Respondent is a subsidiary of a registered broker-dealer

(enter applicable code: 1=Yes 2=No)  2  8114

(b) Name of parent

8118

21. Respondent is a subsidiary of a parent which is not a registered broker or dealer

(enter applicable code: 1=Yes 2=No)  2  8115

22. Respondent sends quarterly statements to customers pursuant to Rule 10b-10(b) in lieu of daily or immediate confirmations:

(enter applicable code: 1=Yes 2=No)  1  8117

23. Aggregate Dollar Amount of Non-Exempted OTC Sales of Exchange-Listed Securities Done by Respondent During the Reporting Period

\$  0  8118

\* Required in any Schedule I filed for the calendar year 1978 and succeeding years.

HOLLY SECURITIES, INC.  
STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED DECEMBER 31, 2003

Cash flows from operating activities	
Net income	\$ 6,353
Decrease in accounts receivable - Brokers	7,612
Decrease in accounts payable - Brokers	(2,925)
Increase in accounts payable - Customers	<u>10,222</u>
Net cash used by operating activities	\$ 21,262
Cash and cash equivalents at beginning of year	<u>461,527</u>
Cash and cash equivalents at end of year	<u>\$ 482,789</u>

February 6, 2004

Holly Securities, Inc.  
ATTN: Ms. Jane Osborne  
100 W. Schellenger Avenue  
Wildwood, NJ 08260

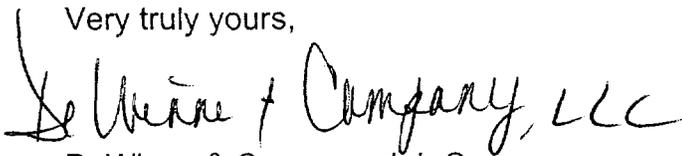
Dear Ms. Osborne:

Please be advised that there are no material differences between the attached audited report and the unaudited report for the period ended December 31, 2003.

During the course of our audit, we found that you have all securities delivered directly to your customers and that you do not hold customers' securities in your possession.

Our audit did not disclose any material inadequacies at the date of our audit or that may have existed since the date of your last audit.

Very truly yours,



DeWinne & Company, L.L.C.  
Certified Public Accountants

BGD:bd

1882 W. Landis Avenue  
Vineland, New Jersey 08360-3429  
Telephone: (856) 696-6998  
Fax: (856) 696-7066  
E-mail: [dewinne@comcast.net](mailto:dewinne@comcast.net)

Holly Securities, Inc.  
100 W. Schellenger Avenue  
Wildwood, New Jersey 08260

**REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANT**

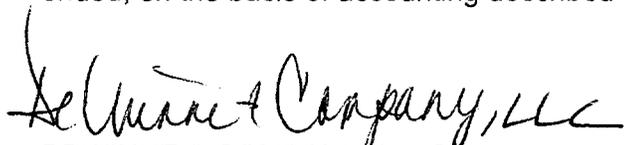
We have audited the statement of financial condition of Holly Securities, Inc. as of December 31, 2003 and the related statement of income, changes in ownership equity and cash flows (as contained in the Company's Focus Report, Form X-17A-5) for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit 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 also 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 audit provides a reasonable basis for our opinion.

These financial statements were prepared in conformity with the accounting practice prescribed or permitted by the Securities and Exchange Commission. Accordingly, the accompanying financial statements are not intended to be presented in conformity with generally accepted accounting principles.

In our opinion, because the Company's policy is to prepare its financial statements on the basis of accounting discussed in the preceding paragraph, the financial statements referred to in the first paragraph do not present fairly, in conformity with generally accepted accounting principles, the financial position of Holly Securities, Inc. as of December 31, 2003 or the results of its operations, changes in ownership equity or its cash flows for the year then ended.

However, in our opinion, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial condition of Holly Securities, Inc. as of December 31, 2003 and the related statement of income, changes in ownership equity and cash flows for the year then ended, on the basis of accounting described above.

  
DEWINNE & COMPANY, L.L.C.  
CERTIFIED PUBLIC ACCOUNTANTS

Vineland, New Jersey  
February 6, 2004

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Board of Directors  
Holly Securities, Inc.  
100 W. Schellenger Avenue  
Wildwood, New Jersey

**INDEPENDENT AUDITOR'S REPORT ON INTERNAL ACCOUNTING CONTROL BY SEC RULE  
17a-5**

In planning and performing our audit of Holly Securities, Inc. (the Company), for the year ended December 31, 2003, 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 focus report and not to provide assurance on the internal control structure.

Also, as required by rule 17a-5(g)(1) of the Securities Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such 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 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 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, 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 an internal control structure 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 internal control structure policies and procedures 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 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 the preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

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Holly Securities, Inc.

Independent Auditor's Report on Internal Accounting Control by SEC Rule 17a-5

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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 that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure 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 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, we noted no matters involving the internal control structure, including procedures for safeguarding securities, which 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 purposes 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 a material inadequacy for such purposes. Based on this understanding and on my study, we believe that the Company's practices and procedures were adequate at December 31, 2003, to meet the SEC's objectives.

This report is intended solely for the use of the Board of Directors, management, the SEC, and other regulatory agencies that rely on rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and should not be used for any other purpose.



DEWINNE & COMPANY, L.L.C.

CERTIFIED PUBLIC ACCOUNTANTS

February 6, 2004