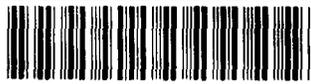


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SECURITIES: 04004947 ION

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

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

SEC FILE NUMBER
8- 40919

**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, 2003 AND ENDING DECEMBER 31, 2003  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: BENEDETTO, GARTLAND & COMPANY, INC.

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

1330 AVENUE OF THE AMERICAS

(No. and Street)

NEW YORK,

NEW YORK

10019

MAR 01 2004

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT: COLIN G. FLEMING (212) 424-9719

(Area Code - Telephone Number)

**OFFICIAL USE ONLY**  
FIRM I.D. NO.  
RECEIVED  
MAR 01 2004  
SECTION

**B. ACCOUNTANT IDENTIFICATION**

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

PRICEWATERHOUSECOOPERS, LLC

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

1177 AVENUE OF THE AMERICAS

NEW YORK,

NY

10036

(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 25 2004

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)

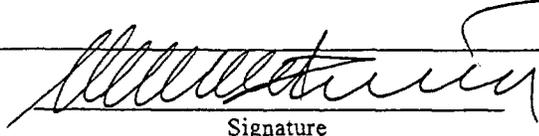
SEC 1410 (06-02)

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.

*SW*

OATH OR AFFIRMATION

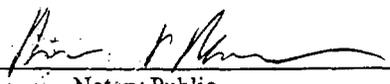
I, M. WILLIAM BENEDETTO, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of BENEDETTO, GARTLAND & COMPANY, INC., as of DECEMBER 31, 2003, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:



Signature

CHAIRMAN

Title



Notary Public

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

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (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).

RUSSELL P. PENNOYER  
Notary Public, State Of New York  
No. 02PE6061414  
Qualified in New York County  
Commission Expires July 16, 2007

**Benedetto, Gartland &  
Company, Inc.**

*(formerly known as BenGar, Inc.)*

**Statement of Financial Condition**

**December 31, 2003**

**Benedetto, Gartland & Company, Inc.**

**Index**

**December 31, 2003**

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<b>Financial Statement</b>	
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**Report of Independent Auditors**

To the Board of Directors  
and Stockholder of  
Benedetto, Gartland & Company, Inc.

In our opinion, the accompanying statement of financial condition presents fairly, in all material respects, the financial position of Benedetto, Gartland & Company, Inc. (formerly BenGar, Inc.) (the "Company") at December 31, 2003, in conformity with accounting principles generally accepted in the United States of America. This financial statement is the responsibility of the Company's management; our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit of this statement in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit of the statement of financial condition provides a reasonable basis for our opinion.

*PricewaterhouseCoopers LLP*

February 24, 2004

**Benedetto, Gartland & Company, Inc.**  
**Statement of Financial Condition**  
**December 31, 2003**

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<b>Assets</b>	
Cash and cash equivalents	\$ 537,712
Fees receivable	3,370,111
Total assets	<u>\$ 3,907,823</u>
<b>Liabilities and Stockholder's Equity</b>	
Accounts payable and accrued expenses	\$ -
Total liabilities	<u>-</u>
Commitments	
Stockholder's equity	
Common stock, \$.01 par value, 200 shares authorized, 100 shares issued and outstanding	1
Additional paid-in-capital	4,004,422
Retained earnings	(96,600)
Total stockholder's equity	<u>3,907,823</u>
Total liabilities and stockholder's equity	<u>\$ 3,907,823</u>

The accompanying notes are an integral part of this statement of financial condition.

**Benedetto, Gartland & Company, Inc.**  
**Notes to Statement of Financial Condition**  
**December 31, 2003**

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**1. Organization**

Benedetto, Gartland & Company, Inc. (formerly BenGar, Inc.) (the "Company") is registered with the Securities and Exchange Commission (the "SEC") as a "broker/dealer" pursuant to Section 15(b) of the Securities Exchange Act of 1934 and is a member of The National Association of Securities Dealers, Inc. The principal business of the Company is to render investment banking services. The Company, which was formed as part of a reorganization of the Parent, is a wholly owned subsidiary of Benedetto, Gartland Group, Inc. (the "Parent"). The Company was incorporated on November 26, 2002 and commenced operations on December 23, 2002.

**2. Significant Accounting Policies**

The Company considers its short-term money market fund investments to be cash equivalents.

Fees receivable denominated in foreign currencies are translated at year-end rates of exchange.

The preparation of the 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

**3. Income Taxes**

The Company is an "S" corporation for federal and state income tax purposes. Accordingly, the Company is not subject to federal and state income taxes as the net income of the Company flows through to its shareholder. The Company is, however, subject to income taxes in New York City. The results of the operations of the Company are included in the consolidated income tax returns filed by the Parent (the "Consolidated Tax Group").

To the extent the Consolidated Tax Group earns net income, computed on a cash basis, for fiscal years ending December 31, 2002 through December 31, 2005, it will be subject to federal and state income taxes as a "C" corporation in the year such cash basis income is realized. For the year ending December 31, 2003, the Consolidated Tax Group realized a net loss for tax purposes, computed on a cash basis, and accordingly, was not subject to federal or state income taxes.

**4. Stockholder's Equity**

The Company has authorized 200 shares of common stock, \$0.01 par value and has 100 shares issued and outstanding.

During the period the Parent forgave \$3,715,821 of expenses allocated to the Company pursuant to a service agreement (See Note 5). This forgiveness was treated as a deemed capital contribution and is recorded in additional paid-in capital.

**Benedetto, Gartland & Company, Inc.**  
**Notes to Statement of Financial Condition**  
**December 31, 2003**

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**5. Net Capital**

Pursuant to the Uniform Net Capital Rule under the Securities Exchange Act of 1934 (Rule 15c3-1), the Company is required to maintain minimum net capital of the greater of \$5,000 or 6 2/3% of the Company's aggregate indebtedness as defined. At December 31, 2003, the Company had net capital of \$526,958 which exceeded the minimum net capital requirement of \$5,000 by \$521,958 and the Company's ratio of aggregate indebtedness to net capital was 0.0 to 1.

**6. Concentration of Credit and Market Risk**

The Company investment banking activities are conducted with counterparties which include private equity funds. In the event these counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the credit-worthiness of the counterparty. It is the Company's policy to review, as necessary the credit standing of each counterparty. Certain of the Company's receivables are denominated in Euro's, and as such, the company is exposed to fluctuations in the value of the Euro over time.