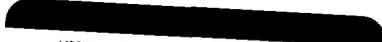


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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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



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

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SECTION

SEC FILE NUMBER  
8-44088

FACING PAGE

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

REPORT FOR THE PERIOD BEGINNING 01/01/04 AND ENDING 12/31/04  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

World Equity Group, Incorporated

OFFICIAL USE ONLY

FIRM ID NO.

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

1650 North Arlington Heights Road

(No. and Street)

Arlington Heights  
(City)

IL  
(State)

60004  
(Zip Code)

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

Robert D. Yarosz

847-342-1700

(Area Code - Telephone No.)

B. ACCOUNTANT IDENTIFICATION

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

Altschuler, Melvoin and Glasser LLP

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

One South Wacker Drive  
(Address)

Chicago  
(City)

IL  
(State)

60606-3392  
(Zip Code)

CHECK ONE:

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

PROCESSED

MAR 11 2005

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).

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 current valid OMB control number.

**OATH OR AFFIRMATION**

I, Robert D. Yarosz, affirm that, to the best of my knowledge and belief the accompanying statement of financial condition pertaining to the firm of World Equity Group, Incorporated, as of December 31, 2004, is true and correct. I further 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.

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

Sworn and subscribed to me on the  
15<sup>th</sup> day of February 2005

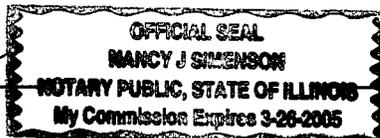
Robert D Yarosz

Signature

President

Title

Nancy J. Simenson  
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 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 Statement 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.
- (o) Independent Auditors' Report on Internal Control.

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

# **World Equity Group, Incorporated**

## **Table of Contents**

**December 31, 2004**

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**Altschuler, Melvoin and Glasser LLP**  
Certified Public Accountants and Consultants

## **Independent Auditors' Report**

Board of Directors of  
World Equity Group, Incorporated

We have audited the accompanying statement of financial condition of World Equity Group, Incorporated as of December 31, 2004 that you are filing pursuant to Rule 17a-5 of the Securities and Exchange Commission. 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 in accordance with U.S. generally accepted auditing standards. Those standards 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. 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.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of World Equity Group, Incorporated as of December 31, 2004 in conformity with U.S. generally accepted accounting principles.

*Altschuler, Melvoin and Glasser LLP*

Chicago, Illinois  
February 3, 2005

**World Equity Group, Incorporated**  
**Statement of Financial Condition**  
**December 31, 2004**

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**Assets**

Cash and cash equivalents	\$ 235,742
Commissions receivable and deposit with clearing broker	127,469
Other commissions receivable	162,107
Equipment, furniture and leasehold improvements, net	35,053
Other assets	<u>135,668</u>
<b>Total assets</b>	<b>\$ <u>696,039</u></b>

**Liabilities and Stockholders' Equity**

Liabilities	
Accounts payable and accrued expenses	\$ 95,481
Commissions payable	<u>312,111</u>
Total liabilities	<u>407,592</u>
Stockholders' equity	
Common stock	1,038
Additional paid-in capital	122,850
Retained earnings	<u>164,559</u>
Total stockholders' equity	<u>288,447</u>
<b>Total liabilities and stockholders' equity</b>	<b>\$ <u>696,039</u></b>

**Note 1 Nature of Operations and Significant Accounting Policies**

**Nature of Operations**—World Equity Group, Incorporated (the "Company") is a registered securities broker-dealer and investment advisor. The Company provides brokerage, investment advisory and venture capital advisory services to retail customers primarily in the midwest region of the United States. Customer transactions are cleared through another broker on a fully disclosed basis.

**Use of Estimates**—The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**Cash and Cash Equivalents**—The Company defines cash equivalents as short-term, highly liquid investments with original maturities of 90 days or less.

**Income Recognition**—Customers' securities transactions and the related commission income and expense are recorded on trade date.

**Advertising**—The Company expenses the cost of advertising and marketing as the costs are incurred.

**Deferred Income Taxes**—The Company provides for deferred income taxes resulting from temporary differences in reporting certain expense items for income tax and financial accounting purposes, primarily officers' compensation.

**Note 2 Receivable from and Deposits with Clearing Broker**

The receivable from clearing broker represents amounts due for commissions earned and cash on deposit of \$102,469 and \$25,000, respectively.

**Note 3 Equipment, Furniture and Leasehold Improvements**

Furniture and equipment are recorded at cost and depreciated using an accelerated method over the estimated useful lives of the assets. Leasehold improvements are being amortized on the straight-line method over their useful life.

Furniture, equipment and leasehold improvements at December 31, 2004 consist of:

Equipment	\$ 118,085
Furniture and fixtures	35,002
Leasehold improvements	<u>44,231</u>
	197,318
Accumulated depreciation and amortization	<u>(162,265)</u>
	<u>\$ 35,053</u>

**Note 4 Commitment and Contingencies**

The Company has a lease from a party related through common ownership for office space that expires February 28, 2007. Minimum annual rentals are as follows:

2005	\$	64,994
2006		67,592
2007		<u>11,338</u>
	\$	<u>143,924</u>

In addition, the Company rents additional office space on a monthly basis, and receives reimbursement for certain operating expenses from another party that was related through common ownership through June 30, 2004.

In the normal course of business, the Company is subject to litigation and arbitration claims. Currently, a matter involving the Company is in arbitration, the outcome of which cannot be determined at this time.

**Note 5 Related-Party Transactions**

The Company refers customers to an investment management firm that was affiliated through common ownership through June 30, 2004. The Company earns referral fees from this firm.

**Note 6 Employee Benefit Plan**

The Company maintains a 401(k) plan for qualified employees. The Company matches 25 percent of participant contributions of up to 4 percent, and may make discretionary contributions to the plan, subject to certain limitations as set forth in the plan agreement.

**Note 7 Off-Balance-Sheet Risk**

Customer transactions are introduced to and cleared through the Company's clearing broker on a fully disclosed basis. Under the terms of its clearing agreement, the Company is required to guarantee the performance of its customers in meeting contracted obligations. In conjunction with the clearing broker, the Company seeks to control the risks associated with its customer activities by requiring customers to maintain collateral in compliance with various regulatory and internal guidelines. Compliance with the various guidelines is monitored daily and, pursuant to such guidelines, customers may be required to deposit additional collateral, or reduce positions, where necessary.

The Company maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts. Management believes that the Company is not exposed to any significant credit risk on cash and cash equivalents.

**Note 8 Net Capital Requirements**

The Company is a broker-dealer subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c3-1). Under this rule, the Company is required to maintain "net capital" equal to \$50,000 or 6 2/3 percent of "aggregate indebtedness," whichever is greater, as these terms are defined.

Net capital and aggregate indebtedness change from day to day, but at December 31, 2004, the Company had net capital and net capital requirements of approximately \$136,000 and \$50,000, respectively. The net capital rule may effectively restrict the payment of cash dividends.