

SECU



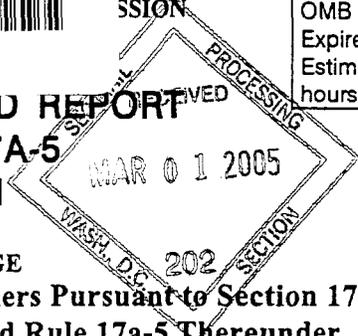
05040010

SSION

1E321-05

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	January 31, 2007
Estimated average burden hours per response.....	12.00

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



SEC FILE NUMBER
8- 52121

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: BURCH & COMPANY, INC.

OFFICIAL USE ONLY
FIRM I.D. NO.

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

911 MAIN SUITE 600

(No. and Street)

KANSAS CITY

MISSOURI

64105

(City)

(State)

(Zip Code)

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

A. RANDAL BURCH

(816) 842-4660

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

CUDNEY, ECORD, MCENROE & MULLANE LLC

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

1310 CARONDELET DRIVE, SUITE 333

KANSAS CITY

MISSOURI 64114

(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 04 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)

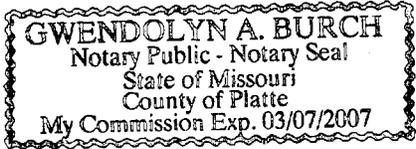
SEC 1410 (06-02)

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.

Handwritten signature and date: 2/23/05

OATH OR AFFIRMATION

I, A. RANDAL BURCH, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of BURCH & COMPANY, INC., as of DECEMBER 31, 20 04, 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:



*[Handwritten Signature]*

Signature

PRESIDENT

Title

*[Handwritten Signature]*  
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~~. CASH FLOWS.
- (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).



**BURCH & COMPANY, INC.**

FINANCIAL STATEMENTS  
with  
INDEPENDENT AUDITOR'S REPORT

DECEMBER 31, 2004

**INDEPENDENT AUDITOR'S REPORT**

The Board of Directors  
Burch & Company, Inc.  
Kansas City, Missouri

We have audited the accompanying statement of financial condition of Burch & Company, Inc. as of December 31, 2004, and the related statements of income, changes in stockholder's equity, changes in liabilities subordinated to claims of general creditors, 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. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. 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.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Burch & Company, Inc. as of December 31, 2004, and the results of its operations and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

*Cudney, Ecord, McEnroe & Mullane LLC*

February 25, 2005

**BURCH & COMPANY, INC.**

STATEMENT OF FINANCIAL CONDITION

December 31, 2004

**ASSETS**

Cash	\$ 37,170
Prepaid expenses	4,110
Property and equipment, net of accumulated depreciation of \$14,306 (Note 1)	23,157
Due from officer (Note 4)	97,695
Deferred tax asset (Note 1)	<u>8,760</u>
	<u>\$170,892</u>

**LIABILITIES AND STOCKHOLDER'S EQUITY**

Commissions payable	\$ 3,662
Income taxes payable (Note 1)	5,726
Subordinated borrowings (Note 3):	
Subordinated loan	120,000
Accrued interest	<u>48,999</u>
Total liabilities	<u>178,387</u>
Stockholder's equity:	
Common stock, \$1 par value; 30,000 shares authorized, 1,000 issued and outstanding	1,000
Additional paid-in capital	30,969
Retained earnings (deficit)	<u>(39,464)</u>
	<u>\$170,892</u>

See the accompanying notes.

**BURCH & COMPANY, INC.**

## STATEMENT OF INCOME

For the year ended December 31, 2004

Revenues:		
Commissions		\$828,732
Consulting and advisory		<u>8,390</u>
		<u>837,122</u>
Expenses:		
Commissions	612,244	
Professional services	9,134	
Rent	19,239	
Registration fees and bonding	10,536	
Consulting fees	57,206	
Office expenses	16,985	
Telephone	7,520	
Depreciation	6,415	
Other administrative expenses	<u>42,153</u>	<u>781,432</u>
Income from operations		55,690
Other income (expense):		
Interest income	4,215	
Interest expense	<u>(13,852)</u>	<u>(9,637)</u>
Income before taxes		46,053
Income taxes (Note 1):		
Current		5,726
Deferred		<u>6,034</u>
Net income		<u>\$ 34,293</u>

See the accompanying notes.

**BURCH & COMPANY, INC.**

**STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY**

For the year ended December 31, 2004

	<u>Common Stock</u>	<u>Additional Paid-In Capital</u>	<u>Retained Earnings (Deficit)</u>	<u>Total</u>
Balance, January 1, 2004	\$1,000	\$30,969	\$(73,757)	\$(41,788)
Net income	-	-	<u>34,293</u>	<u>34,293</u>
Balance, December 31, 2004	<u>\$1,000</u>	<u>\$30,969</u>	<u>\$(39,464)</u>	<u>\$ (7,495)</u>

See the accompanying notes.

**BURCH & COMPANY, INC.**

STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED  
TO CLAIMS OF GENERAL CREDITORS

For the year ended December 31, 2004

Subordinated borrowings at January 1, 2004	\$190,929
Increases:	
Accrued interest on subordinated loans	13,852
Decreases:	
Payment of principal on subordinated loans	(15,444)
Payment at interest on subordinated loans	<u>(20,338)</u>
Subordinated borrowings at December 31, 2004	<u>\$168,999</u>

See the accompanying notes.

**BURCH & COMPANY, INC.**

## STATEMENT OF CASH FLOWS

For the year ended December 31, 2004

Cash flows from operating activities:	
Net income	\$ 34,293
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation	6,415
Deferred taxes	6,034
Accrued interest revenue on officer's loan	(4,215)
Accrued interest on subordinated loans	13,852
(Increase) in prepaids and deposits	(3,257)
Increase in commissions payable	3,662
(Decrease) in accounts payable	(3,780)
Increase in income taxes payable	<u>5,726</u>
Net cash provided by operating activities	<u>58,730</u>
Cash flows from investing activities:	
Loan to officer	(66,381)
Officer loan repayment	18,000
Purchase of equipment	<u>(22,575)</u>
Net cash used in investing activities	<u>(70,956)</u>
Decrease in cash	(12,226)
Cash at beginning of year	<u>49,396</u>
Cash at end of year	<u>\$ 37,170</u>
Supplemental disclosures:	
Taxes paid during the year	\$ 479
Noncash investing and financing transactions:	
Reduction of principal and interest on subordinated officer loans applied to due from officer	\$ 35,782
Accrued interest receivable added to amount due from officer	\$ 4,215

See the accompanying notes.

# **BURCH & COMPANY, INC.**

## NOTES TO FINANCIAL STATEMENTS

December 31, 2004

### **1. Summary Of Significant Accounting Policies**

#### Business activity

Burch & Company, Inc. (the Company) is a broker-dealer registered with the Securities and Exchange Commission and is a member of the National Association of Securities Dealers. The Company is in the general securities business located in Kansas City, Missouri.

#### Securities and commission transactions

Commission revenues and expenses are recorded on a trade date basis as securities transactions occur.

#### Concentrations

##### Financial instruments

Financial instruments that potentially subject the Company to significant concentrations consist principally of cash and commissions receivable. The Company places its cash with high credit quality financial institutions which at times may be in excess of FDIC insurance limits.

The Company records commissions receivable from completed securities trades which are cleared on a fully disclosed basis and upon the sale or at the closing date of other investment products.

##### Product sales and major customers

Commission revenues from the sale of interests in real estate properties comprised 96% of total revenues. Commissions from one issuer of the real estate programs were \$664,539, or 75% of total commissions.

#### Income taxes

Current and deferred income taxes are determined in accordance with Statement of Financial Accounting Standards No. 109 (SFAS 109). Under SFAS 109, the amount of current and deferred taxes payable or refundable is recognized utilizing currently enacted tax laws and rates. Deferred tax expenses or benefits are recognized in the financial statements for the changes in deferred tax liabilities or assets between years. Deferred taxes relate to the timing of the deductibility of interest expense on shareholder loans, the use of accelerated depreciation methods and the election to expense property acquisitions for income tax purposes. During 2004, the Company utilized the remaining \$18,479 of its net operating loss carryforward.

1. **Summary Of Significant Accounting Policies (continued)**

The components of the deferred tax asset on the balance sheet as of December 31, 2004 related to the following:

Interest expense	\$9,800
Tax basis of property and equipment	<u>(1,040)</u>
Net deferred tax asset	<u>\$8,760</u>

The current provision for income taxes consists of the following:

Federal	\$3,653
State and local	<u>2,073</u>
	<u>\$5,726</u>

**Property and depreciation**

Property and equipment at December 31, 2004 consists of the following and is depreciated using accelerated and straight-line methods over the following lives:

	<u>Balance</u>	<u>Lives</u>
Computer equipment	\$ 6,700	5 years
Office furniture	15,517	7 years
Automobile	<u>15,246</u>	5 years
	37,463	
Less accumulated depreciation	<u>(14,306)</u>	
	<u>\$23,157</u>	

**Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

**Cash and cash equivalents**

For purposes of the statement of cash flows, the Company defines cash equivalents as demand deposits, money market funds and any highly liquid debt instruments with a maturity of three months or less at the time of purchase.

2. **Net Capital Requirements**

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2004, the Company had net capital of \$27,782 which was \$22,782 in excess of its required net capital of \$5,000.

The aggregate indebtedness to net capital ratio was .34 to 1.

**3. Subordinated Borrowings**

The borrowings under subordination agreements at December 31, 2004 are payable to the Company's sole shareholder as follows:

10% loan due May 31, 2007	<u>\$120,000</u>
	<u>\$120,000</u>

The Subordinated borrowings and the related accrued interest are available in computing net capital under the Securities and Exchange Commission's Uniform Net Capital Rule. To the extent that such borrowings are required for the Company's continued compliance with minimum net capital requirements, they may not be repaid.

**4. Related Party Transactions**

At December 31, 2004, \$97,695 was owed the Company by its officer/shareholder under a 5% demand note.

**5. Operating Leases**

The Company's office space lease is on a month-to-month basis at a current monthly rental of \$809.

Rental expense under this lease and other equipment leases which expired in 2004 was \$19,239.

SUPPLEMENTARY INFORMATION

---

**BURCH & COMPANY, INC.**

SUPPLEMENTARY INFORMATION

December 31, 2004

1. Computation of net capital under rule 15c3-1

Total stockholder's equity	\$ (7,495)
Subordinated borrowings allowable in the computation of net capital	168,999
Deferred taxes	(8,760)
Nonallowable assets	<u>(124,962)</u>
Net capital	27,782
Minimum net capital required, the greater of \$5,000 or 6 2/3% of aggregate indebtedness	<u>5,000</u>
Excess net capital	<u>\$ 22,782</u>
Aggregate indebtedness:	
Total liabilities	\$ 178,387
Less subordinated borrowings	<u>168,999</u>
Aggregate indebtedness	<u>\$ 9,388</u>
Ratio: Aggregate indebtedness to net capital	<u>.34 to 1</u>

2. Computation for determination of reserve  
requirements under rule 15c3-3

The Company operates under the exemptive provisions of paragraph (k)(2)(B) of SEC rule 15c3-3.

3. Information relating to the possession or control  
requirements under rule 15c3-3

The Company has complied with the exemptive requirements of rule 15c3-3 and did not maintain possession or control of any customer funds or securities as of December 31, 2004.

4. Reconciliation pursuant to rule 17a-5(d)(4)

Net capital per December 31, 2004 Form X-17A-5	\$ 33,508
Income taxes not accrued	<u>( 5,726)</u>
Net capital per 1. above	<u>\$ 27,782</u>

# CUDNEY, ECORD, McENROE & MULLANE L.L.C.

CERTIFIED PUBLIC ACCOUNTANTS

---

The Board of Directors  
Burch & Company, Inc.  
Kansas City, Missouri

In planning and performing our audit of the financial statements and supplementary information of Burch & Company, Inc. (the Company) for the year ended December 31, 2004, we considered its internal control, including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness 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 internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the 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 conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

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

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control components does not reduce to a relatively low level the risk that error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its 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 our study, we believe that the Company's practices and procedures were adequate at December 31, 2004, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the Securities and Exchange Commission 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 is not intended to be and should not be used by anyone other than these specified parties.

*Qudney, Scott, McEwen & Williams LLC*

February 25, 2005