



05041928

SECURITIES AND EXCHANGE COMMISSION  
**RECEIVED**  
MAY 20 2005  
BRANCH OF REGISTRATIONS  
AND  
EXAMINATIONS  
04

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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- 42750

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: CHILIAN PARTNERS, L.P.

OFFICIAL USE ONLY  
27829  
FIRM I.D. NO.

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

324 DATURA STREET

(No. and Street)

WEST PALM BEACH

FL

33401

(City)

(State)

(Zip Code)

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

DONALD W. DENTON

561-833-2700

(Area Code -- Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

SIDNEY W. AZRILIAN, CPA, P.C.

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

36 WEST 44TH ST, SUITE 1100

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  
JUN 17 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.

6/2

OATH OR AFFIRMATION

I, Donald W. Denton, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of CHILIAN PARTNERS, L.P., 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:

NO EXCEPTIONS

EVAN B. AZRILIAN  
Notary Public, State of New York  
No. 02AZ5022862  
Qualified in New York County  
Commission Expires Jan. 18, 2006

Notary Public

X [Signature]  
Signature  
GENERAL PARTNER  
Title

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.

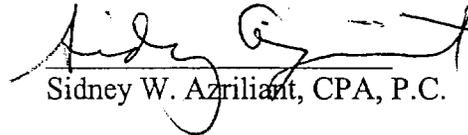
\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

CHILIAN PARTNERS, L.P.  
(A Limited Partnership)

Audited Computation of Net Capital  
At December 31, 2004

Ownership equity as per Statement of Financial Condition and Net Capital before non-allowable assets and haircuts on Security positions	\$6,997,757	
Haircut on Securities	<u>1,134,617</u>	
<b>Net Capital – Audited</b>		\$5,863,140
<b>Net Capital per Unaudited Part IIA- Page 10</b>		<u>\$5,863,140</u>
<b>Difference</b>		<u>-0-</u>

There are no material differences that exist between the audited net capital of the firm compared to the unaudited net capital previously reported on Focus report Part IIA.

  
Sidney W. Azriliant, CPA, P.C.

May 4, 2005



Certified Mail / Return Receipt Requested  
7001 0360 0002 7880 2527  
First Class Mail

Mr. Donald Denton  
Chilian Partners L.P.  
324 Datura Street  
West Palm Beach, Florida 33401

Dear Mr. Denton:

This acknowledges receipt of your December 31, 2004 annual filing of audited financial statements made pursuant to U.S. Securities and Exchange Commission (SEC) Rule 17a-5(d) (the Rule). The report as submitted appears deficient in that it did not contain the following:

1. A computation of net capital; and
2. A Reconciliation, including appropriate explanations, of the audited Computation of Net Capital and the broker-dealer's corresponding Unaudited Part II or Part IIA, if material differences existed, or if no material differences existed, a statement so stating. See SEC Rule 17a-5(d)(4).

Based on the above, your filing does not comply with the requirements of SEC Rule 17a-5(d)(4). The text of the Rule is reproduced in the NASD Manual under the section titled *SEC Rules & Regulation T*. We urge you to review the Rule with your independent accountant.

Pursuant to the provisions of NASD Rule 8210, we request that you send one copy of each item(s) listed above to this office and to the appropriate SEC regional or district office, and two copies to the SEC Washington, D.C. office. Your submissions must include a new completed Form X-17A-5 Part III Facing Page, a copy of which is enclosed for your convenience. Please respond to this matter by **May 18, 2005**.

If you have any questions, please contact Mark Roberts, Compliance Examiner, at (404) 760-8813.

Sincerely,

A handwritten signature in black ink, appearing to read "DePorres Cormier". The signature is fluid and cursive, written over the typed name.

DePorres Cormier  
Supervisor of Examiners

Enclosure

Atlanta District Office  
One Securities Centre, Suite 300  
3490 Piedmont Road, NE  
Atlanta, GA  
404-525-4808

tel 404 238 8100  
fax 404 238 8100  
www.nasd.com

Investor protection

PATRICIA K ALLEN PA

MAY 6 2005 1:32PM

SIDNEY W. AZRILIAN, CPA, P.C.

THE BAR BUILDING · SUITE 1100

36 WEST 44TH STREET

NEW YORK, N. Y. 10036

TELEPHONE

(212) 869-8223

May 17, 2005

**Certified Mail/Return Receipt Requested**

Mr. DePorres Cormier- Supervisor of Examiners  
NASD  
Atlanta District Office  
One Securities Centre, Suite 500  
3490 Piedmont Road, NE  
Atlanta, GA 30305

Dear Mr. Cormier:

Pursuant to your letter of May 4, 2005, we are enclosing the following:

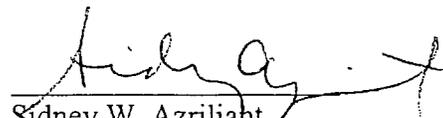
1. An audited Computation of Net Capital indicating no material differences between it and the corresponding Unaudited Part IIA Computation of Net Capital.
2. A Form X-17A-5 Part III Facing Page together with Oath or Affirmation..

If you have any questions, please call us at (212) 869-8223.

Kindly acknowledge receipt hereof by signing the duplicate copy of this letter and returning it in the envelope provided.

Very Truly yours,

Sidney W. Azriliant, CPA, P.C.

  
Sidney W. Azriliant

SWA/tp

Enclosures

Cc: SEC Regional Office (1 copy)

SEC Washington, DC Office (2 copies)