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SEC FILE NUMBER
8-16853

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

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 1/1/05 AND ENDING 12/31/05
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: IRVING LOCKER
D/B/A ESICO CO.
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
15 W. 77 ST # 29F

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street)
NEW YORK NY 10073
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
IRVING LOCKER 212-874-7936
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

ABDALA, SAM
(Name - if individual, state last, first, middle name)
241 W. 30 ST, 3rd FLOOR, NEW YORK NY 10001
(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 13 2006
THOMSON FINANCIAL

FOR OFFICIAL USE ONLY

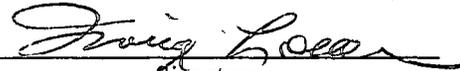
*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

OATH OR AFFIRMATION

I, IRVING LOCKER, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of ESICO CO., as of DECEMBER 31, 2005, 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:

DAVID S. LOCKER
Notary Public, State of New York
No. 01LO4970053
Qualified in New York County
Commission Expires July 30, 2006


Notary Public


Signature
PROPHETOR
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).

FOCUS REPORT

FORM
X-17A-5

(Financial and Operational Combined Uniform Single Report)

Part IIA Quarterly 17a-5(a)

INFORMATION REQUIRED OF BROKERS AND DEALERS PURSUANT TO RULE 17

COVER

Select a filing method:

Basic Alternate [0011]

Name of Broker Dealer:

ESICO CO.
[0013]

SEC File Number: 8- 16853
[0014]

Address of Principal Place of Business:

15 W. 72 ST # 29F
[0020]
NEW YORK NY 10023
[0021] [0022] [0023]

Firm ID: 1705
[0015]

For Period Beginning

1/1/05
[0024]

And Ending

12/31/05
[0025]

Name and telephone number of person to contact in regard to this report:

Name: IRVING LOCICER

[0030]

Phone: 212-874-7936

[0031]

Name(s) of subsidiaries or affiliates consolidated in this report:

Name:

[0032]

Phone:

[0033]

Name:

[0034]

Phone:

[0035]

Name:

[0036]

Phone:

[0037]

Name:

[0038]

Phone:

[0039]

Does respondent carry its own customer accounts?

Yes [0040]

No [0041]

Check here if respondent is filing an audited report

[0042]

ASSETS

Consolidated	[0198]	Unconsolidated	[0199]	Non-Allowable	Total
		Allowable			
1.	Cash	<u>15128</u>	[0200]		<u>15128</u> [0750]
2.	Receivables from brokers or dealers:				
A.	Clearance account	_____	[0295]		
B.	Other	_____	[0300]	_____	_____ [0810]
3.	Receivables from non-customers	_____	[0355]	_____	_____ [0830]
4.	Securities and spot commodities owned, at market value:				
A.	Exempted securities	_____	[0418]		
B.	Debt securities	_____	[0419]		
C.	Options	_____	[0420]		
D.	Other securities	_____	[0424]		
E.	Spot commodities	_____	[0430]		_____ [0850]
5.	Securities and/or other investments not readily marketable:				
A.	At cost				
			[0130]		
B.	At estimated fair value	_____	[0440]	<u>46800</u>	<u>46800</u> [0860]
6.	Securities borrowed under subordination agreements and partners' individual and capital securities accounts, at market value:				
A.	Exempted securities				
			[0150]		
B.	Other securities	_____	[0160]	_____	_____ [0880]

7.	Secured demand notes market value of collateral:	_____	_____	_____
		[0470]	[0640]	[0890]
A.	Exempted securities			

		[0170]		
B.	Other securities			
<hr/>				
8.	Memberships in exchanges:			
		[0180]		
A.	Owned, at market			

		[0190]		
B.	Owned, at cost		_____	
			[0650]	
C.	Contributed for use of the company, at market value		_____	_____
			[0660]	[0900]
9.	Investment in and receivables from affiliates, subsidiaries and associated partnerships	_____	_____	_____
		[0480]	[0670]	[0910]
10.	Property, furniture, equipment, leasehold improvements and rights under lease agreements, at cost-net of accumulated depreciation and amortization	_____	_____	_____
		[0490]	[0680]	[0920]
11.	Other assets	_____	_____	_____
		[0535]	[0735]	[0930]
12.	TOTAL ASSETS	<u>15128</u>	<u>46800</u>	<u>61928</u>
		[0540]	[0740]	[0940]

LIABILITIES AND OWNERSHIP EQUITY

	Liabilities	A.I. Liabilities	Non-A.I. Liabilities	Total
13.	Bank loans payable			0
		[1045]	[1255]	[1470]
14.	Payable to brokers or dealers:			
	A. Clearance account			
		[1114]	[1315]	[1560]
	B. Other			
		[1115]	[1305]	[1540]
15.	Payable to non-customers			
		[1155]	[1355]	[1610]
16.	Securities sold not yet purchased, at market value			
			[1360]	[1620]
17.	Accounts payable, accrued liabilities, expenses and other			
		[1205]	[1385]	[1685]
18.	Notes and mortgages payable:			
	A. Unsecured			
		[1210]		[1690]
	B. Secured			
		[1211]	[1390]	[1700]
19.	Liabilities subordinated to claims of general creditors:			
	A. Cash borrowings:			
	1. from outsiders			
			[1400]	[1710]
		[0970]		
	2. Includes equity subordination (15c3-1(d)) of			
		[0980]		
	B. Securities borrowings, at market value:			
	from outsiders			
			[1410]	[1720]
		[0990]		
	C. Pursuant to secured demand note collateral agreements:			
			[1420]	0 [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

[1220]

[1440]

[1750]

20.

TOTAL LIABILITIES

0

0

0

[1230]

[1450]

[1760]

Ownership Equity

Total

21. Sole proprietorship

61928

[1770]

22. Partnership (limited partners [1020])

[1780]

23. Corporations:

A. Preferred stock

[1791]

B. Common stock

[1792]

C. Additional paid-in capital

[1793]

D. Retained earnings

[1794]

E. Total

[1795]

F. Less capital stock in treasury

[1796]

24.

TOTAL OWNERSHIP EQUITY

61928

[1800]

25.

TOTAL LIABILITIES AND OWNERSHIP EQUITY

61928

[1810]

STATEMENT OF INCOME (LOSS)

REVENUE

1. Commissions:		
a. Commissions on transactions in exchange listed equity securities executed on an exchange		[3935]
b. Commissions on listed option transactions		[3938]
c. All other securities commissions	8520	[3939]
d. Total securities commissions	8520	[3940]
2. Gains or losses on firm securities trading accounts		
a. From market making in options on a national securities exchange		[3945]
b. From all other trading		[3949]
c. Total gain (loss)		[3950]
3. Gains or losses on firm securities investment accounts		[3952]
4. Profit (loss) from underwriting and selling groups		[3955]
5. Revenue from sale of investment company shares		[3970]
6. Commodities revenue		[3990]
7. Fees for account supervision, investment advisory and administrative services		[3975]
8. Other revenue	352	[3995]
9. Total revenue	8872	[4030]

EXPENSES

10. Salaries and other employment costs for general partners and voting stockholder officers		[4120]
11. Other employee compensation and benefits		[4115]
12. Commissions paid to other broker-dealers		[4140]
13. Interest expense		[4075]
a. Includes interest on accounts subject to subordination agreements		[4070]
14. Regulatory fees and expenses	663	[4195]
15. Other expenses	4545	[4100]

16. Total expenses

5208

[4200]

NET INCOME

17. Net Income(loss) before Federal Income taxes and items below (Item 9 less Item 16)

3664

[4210]

18. Provision for Federal Income taxes (for parent only)

[4220]

19. Equity in earnings (losses) of unconsolidated subsidiaries not included above

[4222]

a. After Federal income taxes of

[4238]

20. Extraordinary gains (losses)

[4224]

a. After Federal income taxes of

[4239]

21. Cumulative effect of changes in accounting principles

[4225]

22. Net income (loss) after Federal income taxes and extraordinary items

3664

[4230]

MONTHLY INCOME

23. Income (current monthly only) before provision for Federal income taxes and extraordinary items

470

[4211]

EXEMPTIVE PROVISIONS

25. If an exemption from Rule 15c3-3 is claimed, identify below the section upon which such exemption is based

A. (k) (1)–Limited business (mutual funds and/or variable annuities only) [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(s) [4570]

Clearing Firm SEC#s	Name	Product Code
8- [4335A]	[4335A2]	[4335B]
8- [4335C]	[4335C2]	[4335D]
8- [4335E]	[4335E2]	[4335F]
8- [4335G]	[4335G2]	[4335H]
8- [4335I]	[4335I2]	[4335J]

D. (k) (3)–Exempted by order of the Commission [4580]

B.	Subordinated securities borrowings	_____	[3670]	
C.	Trading and investment securities:			
1.	Exempted securities	_____	[3735]	
2.	Debt securities	_____	[3733]	
3.	Options	_____	[3730]	
4.	Other securities	_____	[3734]	
D.	Undue Concentration	_____	[3650]	
E.	Other (List)			
		_____	[3736A]	_____
		_____	[3736C]	_____
		_____	[3736E]	_____
		_____	[3736B]	
		_____	[3736D]	
		_____	[3736F]	
		_____	[3736]	_____
10.	Net Capital			_____
				15128

				[3740]
				[3750]

COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

Part A				
11.	Minimum net capital required (8-2/3% of line 19)		0	_____
				[3756]
12.	Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries computed in accordance with <u>Note(A)</u>		5000	_____
				[3758]
13.	Net capital requirement (greater of line 11 or 12)		5000	_____
				[3760]
14.	Excess net capital (line 10 less 13)		10128	_____
				[3770]
15.	Excess net capital at 1000% (line 10 less 10% of line 19)		15128	_____
				[3780]

COMPUTATION OF AGGREGATE INDEBTEDNESS

16.	Total A.I. liabilities from Statement of Financial Condition		0	_____
				[3790]
17.	Add:			
A.	Drafts for immediate credit	_____		[3800]

SCHEDULED WITHDRAWALS

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.

Type of Proposed Withdrawal or Accrual	Name of Lender or Contributor	Insider or Outsider	Amount to be Withdrawn (cash amount and/or Net Capital Value of Securities)	Withdrawal or Maturity Date (MMDDYYYY)	Expect to Renew
[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	0		
		\$	[4699]		

Omit Pennies

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.

Withdrawal Code	Description
1	Equity Capital
2	Subordinated Liabilities
3	Accruals
4	15c3-1(c)(2)(iv) Liabilities

B. Market value of securities borrowed for which no equivalent value is paid or credited _____ [3810]

C. Other unrecorded amounts(List)

_____ [3820A] _____ [3820B]

_____ [3820C] _____ [3820D]

_____ [3820E] _____ [3820F]

19. Total aggregate indebtedness

_____ [3820]

_____ [3830]

_____ [3840]

20. Percentage of aggregate indebtedness to net capital (line 19 / line 10)

%

0

_____ [3850]

OTHER RATIOS

21. Percentage of debt to debt-equity total computed in accordance with Rule 15c3-1(d)

%

0

_____ [3860]

Securities Investor Protection Corporation
805 15th Street NW, Suite 800
Washington, DC 20005-2215

Form SIPC-3

FY 2006

Forwarding and Address Correction Requested



8-016853 NASD DEC

IRVING LOCKER
d/b/a ESICO CO
15 WEST 72ND STREET STE 29-F
NEW YORK, NY 10023

Check appropriate boxes.

- (i) the distribution of shares of registered open end investment companies or unit investment trusts.
- (ii) the sale of variable annuities.
- (iii) the business of insurance.
- (iv) the business of rendering investment advisory services to one or more registered investment companies or insurance company separate accounts.

Pursuant to the terms of this form (detailed below).

X Irving Locker, owner 1/3/06
Authorized Signature/Title Date

Securities Investor Protection Corporation
805 15th Street NW, Suite 800
Washington, DC 20005-2215

⑈000000003⑈ ⑆000016853⑆ 0000 2006⑈

Form SIPC-3

FY 2006

8-016853 NASD DEC

IRVING LOCKER
d/b/a ESICO CO
15 WEST 72ND STREET STE 29-F
NEW YORK, NY 10023

Check appropriate boxes.

- (i) the distribution of shares of registered open end investment companies or unit investment trusts.
- (ii) the sale of variable annuities.
- (iii) the business of insurance.
- (iv) the business of rendering investment advisory services to one or more registered investment companies or insurance company separate accounts.

Certification of Exclusion From Membership.

TO BE FILED BY A BROKER-DEALER WHO CLAIMS EXCLUSION FROM MEMBERSHIP IN THE SECURITIES INVESTOR PROTECTION CORPORATION ("SIPC") UNDER SECTION 78ccc(a)(2)(A)(ii) OF THE SECURITIES INVESTOR PROTECTION ACT OF 1970 ("SIPA").

The above broker-dealer certifies that during the year ending December 31, 2006 its business as a broker-dealer is expected to consist exclusively of one or more of the following:

- (i) the distribution of shares of registered open end investment companies or unit investment trusts;
- (ii) the sale of variable annuities;
- (iii) the business of insurance;
- (iv) the business of rendering investment advisory services to one or more registered investment companies or insurance company separate accounts;

and that, therefore, under section 78ccc(a)(2)(A)(ii) of the SIPA it is excluded from membership in SIPC.

The following bylaw was adopted by the Board of Directors:

Interest on Assessments. If all or any part of an assessment payable under Section 4 of the Act has not been received by the collection agent within 15 days after the due date thereof, the member shall pay, in addition to the amount of the assessment, interest at the rate of 20% per annum of the unpaid portion of the assessment for each day it has been overdue. If any broker or dealer has incorrectly filed a claim for exclusion from membership in the Corporation, such broker or dealer shall pay, in addition to all assessments due, interest at the rate of 20% per annum of the unpaid assessment for each day it has not been paid since the date on which it should have been paid.

In the event of any subsequent change in the business of the undersigned broker-dealer that would terminate such broker-dealer's exclusion from membership in SIPC pursuant to section 78ccc(a)(2)(A)(ii) of the SIPA, the undersigned broker-dealer will immediately give SIPC written notice thereof and make payment of all assessments thereafter required under Section 78ddd(c) of the SIPA.

Sign, date and return the top portion of this form no later than 30 days after the beginning of the year, using the enclosed return envelope.

Retain the bottom portion of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SAMUEL ABDALA
PUBLIC ACCOUNTANT
241 WEST 30TH STREET-3RD FLOOR
NEW YORK, NY 10001
212-714-0020

January 17, 2006

Securities & Exchange Commission
26 Federal Plaza
New York, N.Y. 10007

Dear Sir:

I have audited the Statement of Financial Condition of Mr. Irving Locker, Esico Co. as of December 31, 2005 and the related statements of operations, changes in owner's equity, changes in subordinated liabilities, and cash flows for the year then ended that you filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These Financial Statements are the responsibility of Mr. Locker. My responsibility is to express an opinion on these Financial Statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. I believe that my audit provided a reasonable basis for my opinion.

In my opinion the Financial Statements present fairly, in all material respects, the financial position of Esico Co. as of December 31, 2005, and the results of its cash flows for the year then ended, including the computation of net capital, in conformity with accounting principles accepted in the United States of America.

My audit was conducted for the purpose of forming an opinion on the basic Financial Statements taken as a whole. Such information has been subjected to the auditing procedures applied in the audit of the Basic Financial Statements and, in my opinion is fairly stated in all material respects in relation to the basic Financial Statements taken as a whole.

Here is the additional information you require:

(d) Statement of Changes in Financial Condition:

Cash Balance 1/1/05		\$15,964
Funds Received:		
Commission income	\$8,520	
Interest income	<u>352</u>	<u>8,872</u>
Total		24,836
Funds Disbursed:		
Operating expenses	\$5,208	
Investment in NASDAC	<u>4,500</u>	<u>9,708</u>
Cash Balance 12/31/05		<u>\$15,128</u>

(h) Computation of Determination of Reserve Requirements pursuant to Rule 15c 3-3:

SAMUEL ABDALA
PUBLIC ACCOUNTANT
241 WEST 30TH STREET-3RD FLOOR
NEW YORK, NY 10001
212-714-0020

Since Esico Co. deals only in Mutual Funds and has complied with the exemptive provisions under Rule 15c 3-3; this is not applicable.

- (k) A reconciliation between the audited and unaudited Statement of Financial Condition.
- (m) Esico Co. is exempt from S.I.P.C. Assessment Report since it deals only in Mutual Funds. A copy of Certification of Exclusion from membership is attached.

In planning and performing our audit of the financial statements and supplementary information of Irving Locker, Esico Co. for the period beginning January 1, 2005 and ending December 31, 2005, 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 statement 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 (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions 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, verification 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 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 judgements 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

SAMUEL ABDALA
PUBLIC ACCOUNTANT
241 WEST 30TH STREET-3RD FLOOR
NEW YORK, NY 10001
212-714-0020

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 accordance with U.S. generally accepted accounting principals. 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.

SAMUEL ABDALA
PUBLIC ACCOUNTANT
241 WEST 30TH STREET-3RD FLOOR
NEW YORK, NY 10001
212-714-0020

This report is intended solely for the information and use of 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 is not intended to be and should not be used by anyone other than these specified parties.

Very truly yours,

Samuel Abdala

Samuel Abdala
NYS Public Accountant
License No. 8708