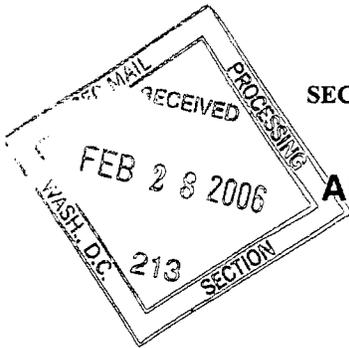


MM



SECURI



06003052

ON

cm

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
866183

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, 2005 AND ENDING December 31, 2005  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: First Independent Financial Services, Inc.

OFFICIAL USE ONLY
FIRM I.D. NO.

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

7134 S. Yale Suite 560

Tulsa, Oklahoma 74136  
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
Phillip Palmer 405-492-9484  
(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*  
Henley and Johnson, PLLC

1409 N.W. 150th Street Edmond Oklahoma 73013  
(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 11 2006

THOMSON FINANCIAL

**FOR OFFICIAL USE ONLY**

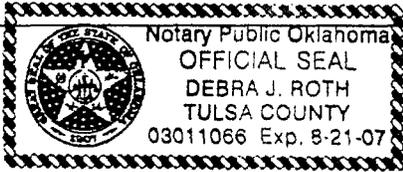
\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

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.

OATH OR AFFIRMATION

I, Phillip Palmer, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of First Independent Financial Services, Inc. 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:



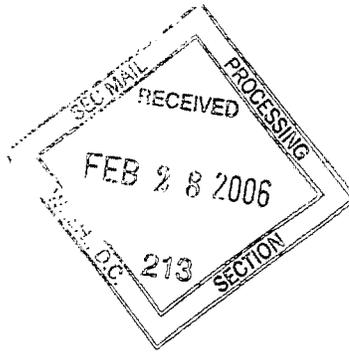
[Handwritten Signature]
Signature
PRESIDENT
Title

[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.
(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 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
(k) A Reconciliation between the audited and unaudited 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).



**FIRST INDEPENDENT FINANCIAL  
SERVICES, INC.**

Statement of Financial Condition  
Year Ended December 31, 2005 and 2004

(With Independent Auditors' Report)

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditor's Report .....	3
Financial Statements	
Statement of Financial Condition .....	4

# HENLEY AND JOHNSON, P.L.L.C.

Certified Public Accountants

1409 N. W. 150th

Edmond, Oklahoma 73013

Phone: (405) 348-8348

Fax: (405) 348-8001

Jack S. Henley, CPA  
William J. Johnson, CPA

Member  
Oklahoma Society of  
Certified Public Accountants

## INDEPENDENT AUDITORS' REPORT

Board of Directors  
First Independent Financial Services, Inc.

We have audited the accompanying statements of financial condition of First Independent Financial Services, Inc. ("FIFS"), as of December 31, 2005 and 2004, and the related statements of operations, changes in stockholders' equity, and statement of cash flows for the two years then ended. These financial statements are the responsibility of FIFS'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 condition of FIFS as of December 31, 2005 and 2004 and the results of its operations, and its cash flows for the two years ended December 31, 2005 and 2004, in conformity with accounting principles generally accepted in the United States of America.



Edmond, Oklahoma  
February 3, 2006

# FIRST INDEPENDENT FINANCIAL SERVICES, INC.

## STATEMENT OF FINANCIAL CONDITION

DECEMBER 31, 2005 AND 2004

### ASSETS

	<u>2005</u>	<u>2004</u>
Cash and cash equivalents	\$ 24,773	\$ 19,079
Restricted cash deposit with clearing organization - <i>Note 4</i>	25,000	25,000
Receivable from clearing agency	2,813	13,435
Other receivables - <i>Note 6</i>	31,384	55,153
Prepaid expenses	8,340	-0-
Furniture and equipment, net of accumulated depreciation of \$ 2,213 and \$ 1,137	3,167	4,243
Security deposits	<u>7,592</u>	<u>7,592</u>
	<u>103,069</u>	<u>124,502</u>

### LIABILITIES

Accrued liabilities	<u>52,709</u>	<u>77,877</u>
	52,709	77,877

Commitments and Contingencies - *Note 5*

### STOCKHOLDERS' EQUITY

Common Stock, \$1.00 par value, authorized 50,000 shares, 500 shares issued and outstanding.	500	500
Additional paid-in capital	126,000	126,000
Retained earnings (deficit)	( 76,140)	( 79,875)
	<u>50,360</u>	<u>46,625</u>
	<u>\$ 103,069</u>	<u>\$ 124,502</u>

See accompanying notes to financial statements