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

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

SEC FILE NUMBER  
8-65251

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 01/01/05 AND ENDING 12/31/05  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: GEOFFREY RICHARDS SECURITIES CORP.  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
1801 S. Federal Hwy - Suite 247  
(No. and Street)  
Delray Beach Florida 33483  
(City) (State) (Zip Code)  
NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
Geoffrey D. Liddy 561-276-4233  
(Area Code - Telephone Number)

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FIRM I.D. NO.

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*  
Baum & Company, P.A.  
(Name -- if individual, state last, first, middle name)  
1515 University Drive, Suite 226 Coral Springs Florida 33071  
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

PROCESSED  
MAY 25 2006  
THOMSON  
FINANCIAL

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\*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)

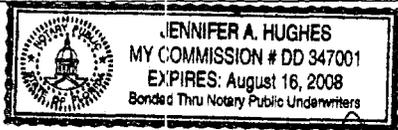
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OATH OR AFFIRMATION

I, Geoffrey O. Liddy, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of GEOFFREY RICHARDS SECURITIES CORP., 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:



Jennifer A. Hughes  
Notary Public

Geoffrey O. Liddy  
Signature

PRESIDENT  
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).

**GEOFFREY RICHARDS SECURITIES CORP.**

**FINANCIAL STATEMENTS**

**DECEMBER 31, 2005**

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**BAUM & COMPANY, P.A.**  
**Certified Public Accountants**  
**1515 University Drive - Suite 226**  
**Coral Springs, Florida 33071**  
**(954) 752-1712**

**INDEPENDENT AUDITOR'S REPORT**

Geoffrey Richards Securities Corp.  
Delray Beach, Florida

We have audited the accompanying balance sheet of Geoffrey Richards Securities Corp. as of December 31, 2005 and the related statement of operations, cash flows, and statements of changes in stockholders' equity for the year then ended. 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 audits 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 Geoffrey Richards Securities Corp. and the results of its operations and the related statement of operations, cash flows, and statements of changes in stockholders' equity for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

My examination was made for the purpose of forming an opinion on the financial statements taken as a whole. The information presented on the statement of computation of minimum capital requirements is not a required part of the financial statements, but in supplementary information required by the Commodity Exchange Act. Such information has been subjected to the auditing procedures applied to the examination of the financial statements and, in my opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

February 25, 2006  
Coral Springs, Florida

*BAUM & COMPANY, P.A.*

**GEOFFREY RICHARDS SECURITIES CORP.**  
**BALANCE SHEET**  
**DECEMBER 31, 2005**

**ASSETS**

Current Assets	
Cash in bank and cash equivalents	\$ 64,072
Commission receivable	<u>9,484</u>
Total Current Assets	73,556
Other Assets	
Deposit with clearing broker	<u>50,000</u>
Total Assets	\$ <u>123,556</u>

**LIABILITIES AND STOCKHOLDERS' EQUITY**

Current Liabilities	
Accounts Payable	\$ 886
Total Liabilities	<u>886</u>
Stockholder's Equity	
Common Stock, par value \$.01; 10,000 shares authorized, 3,000 shares issued and outstanding	30
Additional paid-in-capital	138,297
Accumulated Deficit	<u>(15,657)</u>
Total Stockholders' Equity	<u>122,670</u>
Total Liabilities and Stockholders Equity	\$ <u>123,556</u>

See accompanying notes to financial statements.

**GEOFFREY RICHARDS SECURITIES CORP.  
STATEMENT OF OPERATIONS  
FOR THE YEAR ENDED DECEMBER 31, 2005**

Revenues	\$ 291,626
Operating Expenses:	
Clearing charges	55,847
Professional fees	2,250
Compensation	188,628
Regulatory fees	4,311
Occupancy expense	30,006
General & Administrative Expenses	<u>18,599</u>
Total Operating Expenses	<u>299,641</u>
Net Income ( Loss ) before Other Income ( Expense )	(8,015)
Other Income ( Expense )	
Interest Income	<u>1,184</u>
Net Income ( loss ) before Provision for Income Taxes	( 6,831 )
Provision for Income Taxes	<u>- 0 -</u>
Net Income ( Loss )	<u>( \$ 6,831 )</u>

See accompanying notes to financial statements.

**GEOFFREY RICHARDS SECURITIES CORP.**  
**STATEMENTS OF CASH FLOWS**  
**YEAR ENDED DECEMBER 31, 2005**

Cash Flows from Operating Activities:

Net Income(Loss)	\$ ( 6,831 )
Adjustment to reconcile net income (loss) to net cash provided by operating activities:	
Decrease in commission receivable	15,841
Decrease in accounts and commissions payable	<u>17,597</u>
Net Cash provided ( used) by Operating Activities	<u>(8,587)</u>
Net decrease in cash	( 8,587 )
Cash and Cash Equivalents - beginning	<u>72,659</u>
Cash and Cash Equivalents - ending	<u>\$64,072</u>

Other disclosures for cash flows statement:

taxes paid	\$ -0-
interest expense paid	- 0 -

See accompanying notes to financial statements.

**GEOFFREY RICHARDS SECURITIES CORP.  
STATEMENTS OF CHANGES IN STOCKHOLDERS EQUITY**

	<u>Common Stock</u>	<u>Additional Paid In Capital</u>	<u>Accumulated Deficit</u>
Balance - 12/31/03	28	\$138,297	(10,572 )
Issuance of stock	2	( 2 )	
Net income	<u>- 0 -</u>	<u>- 0 -</u>	<u>1,748</u>
Balance - 12/31/04	30	138,295	( 8,824)
Net loss	<u>- 0 -</u>	<u>- 0 -</u>	<u>( 6,831)</u>
Balance - 12/31/05	<u>\$ 30</u>	<u>\$138,295</u>	<u>\$(15,655)</u>

See accompanying notes to financial statements

**GEOFFREY RICHARDS SECURITIES CORP**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2005**

**NOTE 1**     **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A.)**     **Nature of Business**

The Company was incorporated on February 5, 2002 in the State of Florida. The Company has registered with the Securities and Exchange Commission and the National Association of Securities Dealers, Inc. as a broker/dealer. Consequently, its record keeping is in accordance with rules and regulations prescribed by these agencies. On August 29, 2003, the company changed its name to Geoffrey Richards Securities Corp.

**B.)**     **Cash Equivalents**

For purposes of reporting cash flows, and cash and cash equivalents includes money market accounts and certificated of deposits and any highly liquid debt instruments purchased with a maturity of six months or less.

**C.)**     **Organization Costs**

Organization cost are amortized over sixty months.

**D.)**     **Income Taxes**

The Company has made an election to be treated as an S Corporation under the Federal Income tax laws. Accordingly, the income of the Company is taxed directly to its stockholders. Therefore, no provision for income taxes has been made in the financial statements.

**E.)**     **Management Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at December 31, 2005 and revenues and expenses for the year then ended. The actual outcome of the estimates could differ from the estimates made in the preparation of the financial statements.

**F.)**     **Marketable Investments**

The Company reflects its marketable investments at the lower of cost or market.

**GEOFFREY RICHARDS SECURITIES CORP**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2005**

**NOTE 2**     **RESTRICTIVE COVENANTS**

The National Association of Securities Dealers, Inc. imposes certain restrictions on the Company, the most significant of which are to maintain a minimum net capital of \$ 100,000 and aggregate indebtedness, as defined, which does not exceed fifteen times net capital, as defined.

**NOTE 3**     **SECURITIES AND EXCHANGE REQUIREMENTS**

The statement of changes in liabilities subordinated to claims of general creditors has been omitted as the Company has no such liabilities.

**NOTE 4**     **COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS FOR BROKERS AND DEALERS PURSUANT TO RULE 15c3-3**

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, in that the Company's activities are limited to those set forth in the conditions for exemption appearing in paragraph (k) of that Rule.

**NOTE 5**     **COMMITMENTS**

The Company executed a lease on September 19, 2002 for a term of one commencing November 1, 2002 and ending October 31, 2003. The lease has been extended for an additional year to October 31, 2005. Effective July 20, 2005, the lease was renewed for a term commencing September 1, 2005 to August 31, 2007.. The rent for year ended 2005 was \$ 30,006. The rent obligation under this renewed lease is \$ 38,187 and \$ 18,645 for the years 2006 and 2007, respectively..

**NOTE 6**     **RELATED PARTIES**

For the year ended 12/31/05, the two shareholders of the Company received approximately \$ 100,000 in compensation and distributions.

**GEOFFREY RICHARDS SECURITIES CORP**  
**Supplemental Information**  
**STATEMENT OF COMPUTATION OF MINIMUM CAPITAL REQUIREMENTS**  
**DECEMBER 31, 2005**

Total Assets	\$ 123,556
Less:Liabilities	<u>886</u>
Net Capital	122,670
Adjustments:	<u>- 0 -</u>
Adjusted Net Capital	122,670
Net Capital Required	<u>100,000</u>
Excess in Capital	<u>\$ 22,670</u>

**GEOFFREY RICHARDS SECURITIES CORP.  
RECONCILIATION OF NET CAPITAL  
DECEMBER 31, 2005**

Net capital per Audited Financial Statements	\$ 122,670
Net capital per Focus Report - Part II A	<u>122,670</u>
Net Difference	- 0 -

**BAUM & COMPANY, P.A.**  
**Certified Public Accountants**  
**1515 University Drive - Suite 226**  
**Coral Springs, Florida 33071**  
**(954) 752-1712**

Geoffrey Richards Securities Corp.  
Delray Beach, Florida

We have examined the financial statements of Geoffrey Richards Securities Corp. as of December 31, 2005 and have issued our report there on dated February 25, 2006. As part of our examination, we reviewed and tested the system of internal accounting control to the extent we considered necessary to evaluate the system as required by generally accepted auditing standards and by Rule 17a-5 contemplates that the scope of the review and tests should be sufficient to provide reasonable assurance that any material weakness existing at the date of our examination would be disclosed. Under these standards and that Rule the purposes of such evaluation are to establish a basis for reliance thereon in determining the nature, timing, and extend if other auditing procedures that are necessary for expressing an opinion on the financial statements and to provide a basis for reporting material weaknesses internal accounting control.

The objective of internal accounting control is to provide reasonable, but not absolute, assurance as to the safeguarding of assets against loss from unauthorized use or disposition, and the reliability of financial records for preparing financial statements and maintaining accountability for assets. The concept of reasonable assurance recognized that the cost of a system of internal accounting control should not exceed the benefits derived and also recognized tat the evaluation of these factors necessarily requires estimates and judgements by management.

There are inherent limitations that should be recognized in considering the potential effectiveness of any system of internal accounting control. In the performance of most control procedures, errors can result from misunderstanding of instructions, mistakes of judgement, carelessness, or other personal factors.

Control procedures whose effectiveness depends upon segregation of duties can be circumvented by collusion. Similarly, control procedures can be circumvented intentionally by management with respect to the estimates and judgements required in the preparation of financial statements. Further, projection of any evaluation of internal accounting control to future periods is subject to the risk that the procedures may become inadequate because of changes in conditions, and that the degree of compliance with the procedures may deteriorate.

Our study and evaluation of the system of internal accounting control for the year ended December 31, 2005, was made for the purposes set forth in the first paragraph above and would not necessarily disclose all weaknesses in the system which may have existed during the period under review, disclosed no weaknesses that I believe to be material.

Coral Springs, Florida  
February 25, 2006