

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



06051098

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

<b>OMB APPROVAL</b>
OMB Number: 3235-0123 Expires: January 31, 2007 Estimated average burden hours per response 12.00

<b>SEC FILE NUMBER</b>
8-46661

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 08/01/05 AND ENDING 07/31/06  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

Infinex Investments, Inc.

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

10 Waterside Drive

(No. and Street)

Farmington, CT 06032-3056

(City)

(State)

(Zip Code)

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

Stephen P. Amarante

(860) 284-0509

(Area Code - Telephone No.)

<b>OFFICIAL USE ONLY</b>
Firm ID. No.

B. ACCOUNTANT IDENTIFICATION

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

McGLADREY & PULLEN, LLP

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

One Church Street, New Haven, CT 06510

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

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

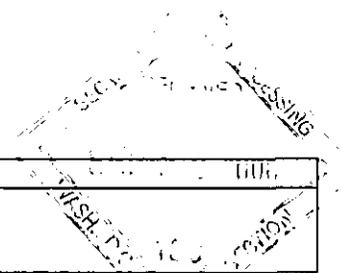
<b>FOR OFFICIAL USE ONLY</b>

\* 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)

PROCESSED

APR 20 2007

THOMSON  
FINANCIAL



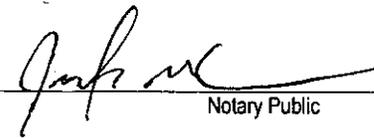
## OATH OR AFFIRMATION

I, **Stephen P. Amarante**, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Infinex Investments, Inc., as of **July 31, 2006**, 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:

None

  
Signature

President  
Title

  
Notary Public

**JENNIFER M. CODY**  
**NOTARY PUBLIC**  
MY COMMISSION EXPIRES APR. 30, 2008

This report\*\* contains (check all applicable boxes):

- (a) Facing page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's 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.
- (o) Independent Auditor's Report on Internal Control

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

## CONTENTS

---

<b>INDEPENDENT AUDITOR'S REPORT</b>	<b>1</b>
-------------------------------------	----------

---

<b>FINANCIAL STATEMENTS</b>	
Consolidated statements of financial condition	2
Consolidated statements of operations	3
Consolidated statements of changes in stockholders' equity	4
Consolidated statements of cash flows	5
Notes to consolidated financial statements	6-13

---

<b>SUPPLEMENTARY SCHEDULES</b>	
I. Computation of net capital under Rule 15c3-1 of the Securities and Exchange Commission	14
II. Reconciliation of the computation of net capital with that of the Broker Dealer as filed in Part IIA of Form X-17a-5	15

---

<b>INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL REQUIRED BY SEC RULE 17a-5</b>	<b>16-17</b>
--	--------------

---

# McGladrey & Pullen

Certified Public Accountants

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors  
Infinex Investments, Inc.  
Farmington, Connecticut

We have audited the accompanying consolidated statements of financial condition of Infinex Investments, Inc. and Subsidiary as of July 31, 2006 and 2005, and the related consolidated statements of operations, changes in stockholders' equity and cash flows for the years 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 consolidated financial statements based on our audits.

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 audits 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 audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial condition of Infinex Investments, Inc. and Subsidiary as of July 31, 2006 and 2005, and the results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The information contained in Schedules I and II is presented for purposes of additional analysis and is not a required part of the basic consolidated 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 audits of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

*McGladrey & Pullen, LLP*

New Haven, Connecticut  
September 8, 2006

**INFINEX INVESTMENTS, INC. AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION**

**July 31, 2006 and 2005**

	<u>2006</u>	<u>2005</u>
<b>ASSETS</b>		
Cash and cash equivalents (Note 2)	\$ 3,630,105	\$ 3,307,658
Receivable from clearing broker	193,939	268,539
Other accounts receivable	116,808	65,413
Income tax refund receivable	67,947	28,999
Equipment, furniture and software, net of accumulated depreciation of \$830,709 (2006) and \$763,336 (2005) (Note 4)	76,545	144,898
Marketable securities, at market value	-	198,199
Other assets (Note 3)	384,745	194,141
<b>Total assets</b>	<b>\$ 4,470,089</b>	<b>\$ 4,207,847</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Liabilities		
Commissions payable	\$ 1,496,331	\$ 1,379,615
Accounts payable and accrued expenses	128,058	141,669
Deferred revenue	179,028	-
	<u>1,803,417</u>	<u>1,521,284</u>
Commitments and Contingencies (Notes 6, 7 and 8)		
Stockholders' Equity (Note 10)		
Common stock, no par value, \$1,000 stated value, authorized 250,000 shares; issued - 33,825 shares (2006); 32,825 shares (2005) outstanding - 31,075 shares (2006); 31,325 shares (2005)	1,000	1,000
Additional paid-in capital	2,605,000	2,505,000
Retained earnings	260,672	280,563
Less:		
Treasury stock at cost - 2,750 shares (2006); 1,500 shares (2005)	(200,000)	(100,000)
	<u>2,666,672</u>	<u>2,686,563</u>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 4,470,089</b>	<b>\$ 4,207,847</b>

See Notes to Consolidated Financial Statements.

INFINEX INVESTMENTS, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF OPERATIONS

Years Ended July 31, 2006 and 2005

	2006	2005
Revenues		
Commissions	\$ 18,267,288	\$ 18,516,824
Interest	69,668	51,100
Investment gains (losses)	1,801	(12,874)
Other income	903,594	1,010,860
<b>Total revenues</b>	<b>19,242,351</b>	<b>19,565,910</b>
Expenses		
Commissions	14,448,972	14,501,923
Salaries and benefits	2,603,772	2,735,358
Banking association license, marketing and support services fees (Note 6)	316,849	275,730
Clearing expenses	361,194	263,120
Occupancy	204,547	194,117
Depreciation	68,974	129,932
Professional services	105,073	119,338
Travel and entertainment	175,487	157,069
Licensing fees	187,242	176,230
Computer expenses	98,669	132,762
Insurance	152,397	103,487
Telephone	95,556	87,633
Advertising	50,234	76,945
Other expenses	385,213	383,733
<b>Total expenses</b>	<b>19,254,179</b>	<b>19,337,377</b>
<b>(Loss) income before income taxes</b>	<b>(11,828)</b>	<b>228,533</b>
Provision for income taxes (Note 5)	8,063	96,318
<b>Net (loss) income</b>	<b>\$ (19,891)</b>	<b>\$ 132,215</b>

See Notes to Consolidated Financial Statements.

INFINEX INVESTMENTS, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

Years Ended July 31, 2006 and 2005

	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock	Total Stockholders' Equity
Balance, July 31, 2004	\$ 1,000	\$ 2,505,000	\$ 148,348	\$ (50,000)	\$ 2,604,348
Purchase of treasury shares (1,500 shares)	-	-	-	(50,000)	(50,000)
Net income	-	-	132,215	-	132,215
Balance, July 31, 2005	1,000	2,505,000	280,563	(100,000)	2,686,563
Issuance of common stock (1,000 shares)	-	100,000	-	-	100,000
Purchase of treasury shares (1,250 shares)	-	-	-	(100,000)	(100,000)
Net loss	-	-	(19,891)	-	(19,891)
Balance, July 31, 2006	<u>\$ 1,000</u>	<u>\$ 2,605,000</u>	<u>\$ 260,672</u>	<u>\$ (200,000)</u>	<u>\$ 2,666,672</u>

See Notes to Consolidated Financial Statements.

INFINEX INVESTMENTS, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS  
Years Ended July 31, 2006 and 2005

	2006	2005
<b>Cash Flows From Operating Activities</b>		
Net (loss) income	\$ (19,891)	\$ 132,215
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation	68,974	129,932
Loss on disposal of equipment	2,244	348
(Gain) loss on marketable securities	(1,801)	12,874
Deferred income taxes	1,255	71,120
Change in assets and liabilities:		
Decrease (increase) in receivable from clearing broker	74,600	(180,011)
Increase in other accounts receivable	(51,395)	(51,273)
(Increase) decrease in income tax refund receivable	(38,948)	9,790
Increase in other assets	(190,604)	(34,496)
Increase (decrease) in commissions payable	116,716	(34,967)
Decrease in accounts payable and accrued expenses	(14,866)	(17,306)
Increase in deferred revenue	179,028	-
<b>Net cash provided by operating activities</b>	<b>125,312</b>	<b>38,226</b>
<b>Cash Flows From Investing Activities</b>		
Maturity of marketable securities	200,000	600,000
Purchase of equipment, furniture and software	(2,865)	(38,473)
<b>Net cash provided by investing activities</b>	<b>197,135</b>	<b>561,527</b>
<b>Cash Flows From Financing Activities</b>		
Proceeds from issuance of common stock	100,000	-
Purchase of treasury shares	(100,000)	(50,000)
<b>Net cash used in financing activities</b>	<b>-</b>	<b>(50,000)</b>
<b>Increase in cash and cash equivalents</b>	<b>322,447</b>	<b>549,753</b>
<b>Cash and cash equivalents</b>		
Beginning	3,307,658	2,757,905
Ending	<b>\$ 3,630,105</b>	<b>\$ 3,307,658</b>

See Notes to Consolidated Financial Statements.

## INFINEX INVESTMENTS, INC. AND SUBSIDIARY

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

July 31, 2006 and 2005

---

#### Note 1. Nature of Business and Summary of Significant Accounting Policies

##### Nature of business

Infinex Investments, Inc. ("Infinex") was incorporated in April 1993, and is a registered broker/dealer under the Securities Exchange Act of 1934. Infinex is a member of the National Association of Securities Dealers, Inc. and is also subject to oversight by the Securities and Business Investment Division of the Department of Banking of the State of Connecticut, and similar agencies in states in which the Company operates. Infinex, which is owned by the Connecticut Bankers Association (15%), the Massachusetts Bankers Association (12%) and various financial institutions (73%), sells shares of registered investment companies, provides securities brokerage services and investment advisory services to individuals as an introducing broker on a fully disclosed basis and provides annuity and insurance products of certain insurance carriers as an insurance agency through subscribing financial institutions. A portion of the commissions earned by Infinex through the sale of both investment and insurance products are shared with the financial institution where the specific product was sold.

Infinex operates under the provisions of Paragraph (k)(2)(ii) of Rule 15c3-3 of the Securities and Exchange Act of 1934 and, accordingly, is exempt from the remaining provisions of that Rule. Essentially, the requirements of Paragraph (k)(2)(ii) provide that Infinex clear all transactions on behalf of customers on a fully disclosed basis with a clearing broker/dealer, and promptly transmit all customer funds and securities to the clearing broker/dealer. The clearing broker/dealer carries all of the accounts of the customers and maintains and preserves all related books and records as are customarily kept by a clearing broker/dealer.

##### Significant accounting policies

A description of significant accounting policies follows:

##### Basis of financial statement presentation

The consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of consolidated 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 and disclosure of contingent assets and liabilities at the date of the financial statements and revenue and expenses for the period. Actual results could differ from those estimates.

##### Principles of consolidation

The accompanying consolidated financial statements include the accounts of Infinex and its wholly-owned subsidiary, Infinex Insurance Agency of Massachusetts, Inc. (collectively, "the Company"). All significant intercompany accounts and transactions have been eliminated in consolidation.

## INFINEX INVESTMENTS, INC. AND SUBSIDIARY

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued July 31, 2006 and 2005

---

#### Cash and cash equivalents

For purposes of reporting cash flows, the Company considers short-term investments with maturities less than 90 days to be cash equivalents. The Company maintains balances with banks that generally exceed federally insured limits. The Company has not experienced any losses from such concentrations.

#### Marketable securities

Marketable securities are valued at market value with realized and unrealized gains and losses recognized in earnings as investment gains and losses. Securities transactions are recorded on the trade date.

#### Commissions

Commissions revenue and expense are recognized on the trade date of the underlying securities transactions, except for commissions revenue and expense on variable annuity, fixed annuity and insurance products which are recognized on the date that the annuity is approved by the insurance carrier and paid for by the annuitant. Commissions expense represents the amounts of commissions revenue shared with the Company's subscribing financial institutions.

#### Equipment, furniture and software

Equipment, furniture and software are stated at cost net of accumulated depreciation. Depreciation is provided on a straight-line basis over the estimated useful lives of the related assets, which range from three to seven years.

#### Income taxes

The Company recognizes income taxes under the asset and liability method. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. Deferred assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized.

#### Reclassification

Certain 2005 amounts have been reclassified to conform with the 2006 presentation.

**INFINEX INVESTMENTS, INC. AND SUBSIDIARY**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued**  
**July 31, 2006 and 2005**

**Note 2. Securities Purchased Under Agreements to Resell**

Securities purchased under agreements to resell are classified as cash and cash equivalents and generally mature overnight. The securities underlying the agreements are transferred into a third party custodian account designated by the financial institution under a written custodial agreement that recognizes the purchasers' interests in the securities. At June 31, 2006 and 2005, the total amount of securities purchased under agreements to resell were approximately \$2,440,000 and \$2,300,000, respectively. The Company is required to maintain a target balance of cash on deposit of \$65,000 with financial institutions following a security transaction. All amounts above the target balance are not considered book deposits and accordingly are not insured by the FDIC.

**Note 3. Other Assets**

At July 31, 2006 and 2005, other assets were comprised of:

	<u>2006</u>	<u>2005</u>
Deposits	\$ 117,222	\$ 42,222
Insurance premiums receivable under split dollar life agreement	150,000	120,000
Other	117,523	31,919
<b>Total other assets</b>	<u>\$ 384,745</u>	<u>\$ 194,141</u>

**Note 4. Equipment, Furniture and Software**

At July 31, 2006 and 2005, equipment, furniture and software consisted of the following:

	<u>2006</u>	<u>2005</u>
Equipment and software	\$ 732,232	\$ 733,212
Furniture and fixtures	132,221	132,221
Leasehold improvements	14,297	14,297
Automobiles	28,504	28,504
	<u>907,254</u>	<u>908,234</u>
Less accumulated depreciation	(830,709)	(763,336)
<b>Total</b>	<u>\$ 76,545</u>	<u>\$ 144,898</u>

Depreciation expense was \$68,974 and \$129,932 for the years ended July 31, 2006 and 2005, respectively.

INFINEX INVESTMENTS, INC. AND SUBSIDIARY

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued  
July 31, 2006 and 2005

**Note 5. Income Taxes**

The components of the income tax provision for the years ended July 31, 2006 and 2005 are as follows:

	<u>2006</u>	<u>2005</u>
Current provision:		
Federal	\$ -	\$ 6,339
State	6,808	18,859
<b>Total</b>	<u>6,808</u>	<u>25,198</u>
Deferred provision:		
Federal	(10,226)	66,150
State	11,481	4,970
<b>Total</b>	<u>1,255</u>	<u>71,120</u>
<b>Total provision for income taxes</b>	<u>\$ 8,063</u>	<u>\$ 96,318</u>

A reconciliation of the anticipated income tax provision (benefit), computed by applying the federal statutory income tax rate of 34% to income (loss) before taxes as reported in the statements of operations, is as follows:

	<u>2006</u>	<u>2005</u>
(Benefit) provision for income taxes at statutory federal rate	\$ (4,021)	\$ 77,701
State income taxes, net of federal income tax benefit	4,493	13,346
Nondeductible expenses	5,156	5,163
Effect of graduated tax rates	2,247	-
Other	188	108
	<u>\$ 8,063</u>	<u>\$ 96,318</u>

INFINEX INVESTMENTS, INC. AND SUBSIDIARY

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued  
July 31, 2006 and 2005

---

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at July 31, 2006 and 2005 are presented below:

	<u>2006</u>	<u>2005</u>
Deferred tax assets:		
State tax credit carryforwards	\$ 4,390	\$ 17,391
<b>Total gross deferred tax assets</b>	<u>4,390</u>	<u>17,391</u>
Deferred tax liabilities:		
Depreciation	<u>(5,781)</u>	<u>(17,527)</u>
<b>Total gross deferred tax liability</b>	<u>(5,781)</u>	<u>(17,527)</u>
<b>Net deferred tax liability</b>	<u>\$ (1,391)</u>	<u>\$ (136)</u>

**Note 6. Banking Association License, Marketing and Support Services Fees**

The Company has entered into agreements with certain banking associations in states where the Company conducts, or plans to conduct, business operations. Under the terms of these agreements, the banking associations agree to endorse the Company, provide marketing services and promotion on behalf of the Company or license the use of their name to the Company. Such agreements generally have terms of one to three years and are automatically renewed annually, unless terminated by either party.

Payments under these agreements are based on fixed monthly or annual amounts, a stipulated fee per subscribing institution within the respective state, a monthly service fee based on insurance commission revenue collected by the Company from subscribing institutions within the respective state, plus discretionary amounts as determined by the Company subject to annual limitations, or some combination of these bases.

For the fiscal years ended July 31, 2006 and 2005, fees incurred and charged to operations under these agreements amounted to \$316,849 and \$275,730, respectively.

## INFINEX INVESTMENTS, INC. AND SUBSIDIARY

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued July 31, 2006 and 2005

---

#### Note 7. Related Party Transactions

During the years ended July 31, 2006 and 2005, the Company made payments under marketing and administrative service agreements as follows:

	2006	2005
Connecticut Banker's Association ("CBA")	\$ 120,000	\$ 120,000
Massachusetts Banker's Association ("MBA")	134,762	140,000
Florida Banker's Association ("FBA")	15,000	15,000
Ohio Banker's League ("OBL")	40,087	730
New Jersey League of Community Banks ("NJLCB")	7,000	-
	<u>\$ 316,849</u>	<u>\$ 275,730</u>

These payments represent reimbursement of certain direct and indirect expenses incurred by CBA, MBA, FBA, OBL and NJLCB on behalf of, or for the benefit of, the Company, and to compensate CBA, MBA, FBA, OBL and NJLCB for their efforts in promoting and marketing the Company in their respective states.

The Company receives sublease income for office space that it shares with a shareholder under a written sublease arrangement. Amounts received from the shareholder under this arrangement were approximately \$93,000 and \$85,000 for 2006 and 2005, respectively, and have been recorded as a reduction of occupancy expense.

#### Note 8. Commitments and Contingencies

##### Employment agreements

The Company entered into an employment agreement with its Chief Executive Officer (the "CEO Agreement") for the period January 1, 2002 through December 31, 2004, with automatic one-year renewals on the first day of January each year thereafter. The CEO Agreement provides for an initial stipulated base salary, which will be reviewed annually in June. In addition to the base salary, the CEO Agreement also provides for additional incentive compensation based upon a percentage of the Company's annual net commission revenue.

On January 22, 2002, the Company entered into a Split Dollar Agreement with its Chief Executive Officer. Under the terms of this agreement, the Chief Executive Officer purchased a life insurance policy in the face amount of \$909,590 and the Company pays all of the premiums annually as they become due. The Company retains an interest in the policy to the extent of premiums paid. During the years ended July 31, 2006 and 2005, premiums of \$30,000 per year were paid on the policy and are included in the financial statements in other assets (See Note 3).

## INFINEX INVESTMENTS, INC. AND SUBSIDIARY

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued July 31, 2006 and 2005

---

On April 1, 2004, the Company entered into an employment agreement with its Executive Vice President (the "EVP Agreement") for the period April 1, 2004 through March 31, 2007, with automatic one-year renewals on the first day of April each year thereafter. The EVP Agreement provides for an initial stipulated base salary, which will be reviewed annually beginning in June 2005.

#### Legal matters

The Company is involved in legal proceedings which have arisen in the normal course of business. Management believes that the resolution of these matters will not have a material effect on the Company's financial condition or results of operations.

#### Leases

The Company leases office space and certain vehicles and equipment under noncancelable operating leases. Future minimum rental commitments under the terms of these leases, by year and in the aggregate, are as follows:

<u>Fiscal Year Ending</u>	<u>Amount</u>
2007	\$ 287,188
2008	16,420
2009	7,704
	<u>\$ 311,312</u>

Total rental expense charged to operations for these operating leases was approximately \$205,000 and \$194,000, for the years ended July 31, 2006 and 2005, respectively.

#### Line of credit

The Company has a \$250,000 unsecured line of credit with a bank, with interest at the bank's "Base Rate" (8.25% at July 31, 2006), which is used for operating purposes. There were no borrowings outstanding under this line of credit at July 31, 2006 and 2005.

#### **Note 9. Off-Balance-Sheet Risk and Concentration of Credit Risk**

As discussed in Note 1, the Company's customers' securities transactions are introduced on a fully-disclosed basis with its clearing broker/dealer. The clearing broker/dealer carries all of the accounts of the customers of the Company and is responsible for execution, collection of and payment of funds and, receipt and delivery of securities relative to customer transactions. Off-balance-sheet risk exists with respect to these transactions due to the possibility that customers may be unable to fulfill their contractual commitments wherein the clearing broker/dealer may charge any losses it incurs to the Company. The Company seeks to minimize this risk through procedures designed to monitor the creditworthiness of its customers and to ensure that customer transactions are executed properly by the clearing broker/dealer.

**INFINEX INVESTMENTS, INC. AND SUBSIDIARY**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS, Continued**  
**July 31, 2006 and 2005**

---

**Note 10. Net Capital Requirements**

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of a minimum level of net capital, and that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. The Company calculates net capital under Rule 15c3-1, excluding equity attributable to the Company's investment in its wholly-owned subsidiary. Rule 15c3-1 also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. At July 31, 2006, the Company had net capital (as defined) of approximately \$2,025,938 which was in excess of its required net capital of \$123,045. The Company's net capital ratio at July 31, 2006, was .91 to 1.

COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE  
SECURITIES AND EXCHANGE COMMISSION

July 31, 2006

Total stockholders' equity from statement of financial condition	<u>\$ 2,666,192</u>
Less non-allowable assets and charges:	
Other accounts receivable	115,420
Due from Infinex of Massachusetts	62,688
Income tax refund receivable	67,947
Equipment, furniture and software, net of accumulated depreciation	76,545
Other assets	279,745
Other deductions	<u>620</u>
<b>Total non-allowable assets</b>	<u>602,965</u>
<b>Net capital before haircuts on securities positions</b>	2,063,227
Haircuts on securities	<u>37,289</u>
<b>Net capital</b>	<u>\$ 2,025,938</u>
Aggregate parent company indebtedness:	
Items included in statement of financial condition:	
Commissions payable	\$ 1,216,135
Accounts payable and accrued expenses (inclusive of subsidiary net liability)	449,591
Deferred revenue	<u>179,028</u>
<b>Total aggregate indebtedness</b>	<u>\$ 1,844,754</u>
Computation of basic net capital requirement:	
Minimum net capital required (greater of 6 2/3% of aggregate indebtedness or \$50,000)	<u>\$ 123,045</u>
<b>Net capital in excess of minimum requirement</b>	<u>\$ 1,902,893</u>
<b>Ratio of aggregate indebtedness to net capital</b>	<u>\$ 0.91</u>

RECONCILIATION OF THE COMPUTATION OF NET CAPITAL WITH  
THAT OF THE BROKER DEALER AS FILED IN PART IIA OF FORM X-17a-5  
July 31, 2006

---

	Net Capital	Aggregate Indebtedness
	<u>          </u>	<u>          </u>
As reported by the broker dealer in Part IIA of Form X-17a-5 as of July 31, 2006 (unaudited)	\$ 2,027,800	\$ 1,844,754
Audit adjustments affecting net capital	<u>(1,862)</u>	<u>-</u>
Net capital as computed on Schedule I.	<u>\$ 2,025,938</u>	<u>\$ 1,844,754</u>

## INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL REQUIRED BY SEC RULE 17a-5

The Board of Directors  
Infinex Investments, Inc.  
Farmington, Connecticut

In planning and performing our audit of the consolidated financial statements of Infinex Investments, Inc. and Subsidiary (the "Company") for the year ended July 31, 2006, 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 consolidated 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 (the "SEC"), we have made a study of the practices and procedures followed by the Company, including tests of compliance with 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:

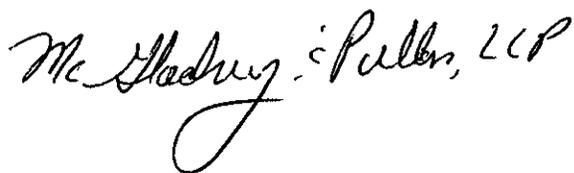
1. Making quarterly securities examinations, counts, verifications, and comparisons
2. Recordation of differences required by rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve 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 preparation of financial statements in conformity with accounting principles generally accepted in the United States of America. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations of 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 one or more internal control components does not reduce to a relatively low level the risk that misstatements caused by errors 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 July 31, 2006, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the National Association of Securities Dealers, Inc. 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.



New Haven, Connecticut  
September 8, 2006