

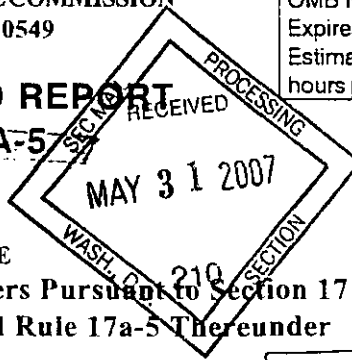


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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0123
Expires: February 28, 2010
Estimated average burden
hours per response..... 12.00

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



SEC FILE NUMBER
8-51049

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 April 1, 2006 AND ENDING March 31, 2007
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Morgan Investment Management, Inc.

OFFICIAL USE ONLY
FIRM I.D. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
12520 High Bluff Drive, Suite 360

San Diego (No. and Street) CA 92130
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
John Morgan, President (858) 793-2500
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Rushall, Reital & Randall

400 S. Sierra Avenue, Suite 200 (Name - if individual, state last, first, middle name) Solana Beach CA 92075
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

FOR OFFICIAL USE ONLY
JUN 14 2007
THOMSON FINANCIAL

*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)

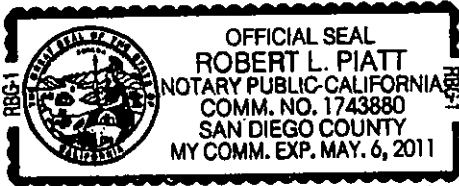
Handwritten initials and date: *WJ 6/13*

OATH OR AFFIRMATION

I, John Morgan, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Morgan Investment Management, Inc., as of March 31, 2007, 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:

[Signature]
Signature
President
Title

[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.
- (o) Independent auditors report on internal accounting control.

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

Financial Statements (Audited)

**Morgan Investment
Management, Inc.**

March 31, 2007 and 2006

RUSHALL REITAL & RANDALL

MORGAN INVESTMENT MANAGEMENT, INC.

March 31, 2007 and 2006

CONTENTS

	<u>Page</u>
Facing page	1
Oath or affirmation	2
Independent Auditors' Report	3
Financial statements:	
Statements of financial condition	4
Statements of operations	5
Statements of cash flows	6
Statements of changes in stockholder's equity	7
Statements of changes in liabilities subordinated to claims of general creditors	8
Notes to financial statements	9-11
Supplementary information:	
Computation of net capital pursuant to Rule 15c3-1	12
Computation of net capital requirement pursuant to Rule 15c3-3	13
Schedule of reconciliation pursuant to Rule 17a-5(d)(4)	14-15
Information relating to the Possession or Control Requirements under Rule 15c3-3 of the Securities and Exchange Commission	16
Computation for Determination of Reserve Requirements under Rule 15c3-3 of the Securities and Exchange Commission	17
Independent Auditors' Report on Internal Accounting Control	18-19

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SUITE 200
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SOLANA BEACH, CA 92075

PHONE (858) 755-5131
FAX (858) 755-5374

Independent Auditors' Report

Board of Directors
Morgan Investment Management, Inc.
San Diego, California

We have audited the accompanying statements of financial condition of Morgan Investment Management, Inc. as of March 31, 2007 and 2006 and the related statements of operations, changes in stockholder's equity, changes in liabilities subordinated to claims of general creditors, and cash flows for the fiscal 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 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 financial statements referred to above present fairly, in all material respects, the financial position of Morgan Investment Management, Inc. as of March 31, 2007 and 2006, and the results of its operations and its cash flows for the fiscal 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 financial statements taken as a whole. The supplementary information contained on pages 12 through 19 is presented for purposes of additional analysis and is not a required part of the basic 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 financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Rushall Reital & Randall

Rushall, Reital & Randall
Solana Beach, California
May 16, 2007

MORGAN INVESTMENT MANAGEMENT, INC.
STATEMENTS OF FINANCIAL CONDITION

March 31, 2007 and 2006

ASSETS		
	<u>2007</u>	<u>2006</u>
Current assets		
Cash and cash equivalents	\$ 3,672	\$ 2,048
Marketable securities	29,631	27,868
Commissions receivable	1,811	1,030
Prepaid expenses	765	754
	35,879	31,700
Furniture and equipment		
Equipment	18,780	18,780
Furniture and fixtures	1,699	1,699
Less: accumulated depreciation	(20,221)	(20,045)
	258	434
	\$ 36,137	\$ 32,134
LIABILITIES AND STOCKHOLDER'S EQUITY		
Current liabilities		
Accounts payable and accrued expenses	\$ 0	\$ 690
Income tax payable	1,149	0
Loans from stockholder	2,712	7,212
	3,861	7,902
Stockholder's equity		
Common stock, \$1 par value; 100 shares authorized, issued and outstanding	100	100
Additional paid in capital	29,900	29,900
Retained earnings (Accumulated deficit)	2,276	(5,768)
	32,276	24,232
	\$ 36,137	\$ 32,134

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
STATEMENTS OF OPERATIONS

Fiscal Years Ended March 31, 2007 and 2006

	<u>2007</u>	<u>2006</u>
Commissions earned	\$ 37,292	\$ 31,377
Annuity, mutual fund, and interest participation fees	<u>17,238</u>	<u>17,441</u>
	<u>54,530</u>	<u>48,818</u>
Other administrative expenses	12,708	13,124
Occupancy and equipment rental	7,543	8,251
Professional and other fees	6,700	8,000
Brokerage and exchange fees	5,083	6,203
Office expenses	3,878	5,326
Communications	3,631	4,596
Meals and entertainment	3,484	2,083
Insurance	1,271	417
Regulatory fees	1,128	1,032
Depreciation expense	<u>176</u>	<u>1,233</u>
	<u>45,602</u>	<u>50,265</u>
Net operating income (loss)	8,928	(1,447)
Realized gain (loss) on marketable securities	1,281	(97)
Unrealized (loss) gain on marketable securities	(289)	731
Interest income	51	555
Interest expense	<u>(31)</u>	<u>(91)</u>
Income (loss) before taxes	9,940	(349)
Income tax expense		
Current	<u>1,896</u>	<u>585</u>
Net income (loss)	<u>\$ 8,044</u>	<u>\$ (934)</u>

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
STATEMENTS OF CASH FLOWS

Fiscal Years Ended March 31, 2007 and 2006

	<u>2007</u>	<u>2006</u>
Cash flows from operating activities:		
Net income (loss)	\$ 8,044	\$ (934)
Adjustments to reconcile net income (loss) to net cash provided (used) by operating activities:		
Depreciation	176	1,233
Realized (gain)loss on marketable securities	(1,281)	97
Unrealized loss (gain) on marketable securities	289	(731)
(Increase) decrease in assets:		
Commissions receivable	(781)	(64)
Prepaid expenses	(11)	417
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	(690)	(924)
Income tax payable	1,149	0
	6,895	(906)
Net cash provided (used) by operating activities		
Cash flows from investing activities:		
Purchase of securities	(57,771)	(27,418)
Sale of securities	57,000	27,980
Purchase of equipment	0	(851)
	(771)	(289)
Net cash used by investing activities		
Cash flows from financing activities		
Payment of shareholder loan	(4,500)	0
	(4,500)	0
Net cash used by financing activities		
Net increase (decrease) in cash and cash equivalents	1,624	(1,195)
Beginning cash and cash equivalents	2,048	3,243
Ending cash and cash equivalents	\$ 3,672	\$ 2,048

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION

Income taxes paid	\$ 800	\$ 585
Interest paid	\$ 31	\$ 91

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY

Fiscal Years Ended March 31, 2007 and 2006

	Number of Common Shares Outstanding	Common Stock	Additional Paid in Capital	Retained Earnings/ (Accumulated Deficit)	Total
Balance at March 31, 2005	100	\$ 100	\$ 29,900	\$ (4,834)	\$ 25,166
Net loss	0	0	0	(934)	(934)
Balance at March 31, 2006	100	100	29,900	(5,768)	24,232
Net income	0	0	0	8,044	8,044
Balance at March 31, 2007	<u>100</u>	<u>\$ 100</u>	<u>\$ 29,900</u>	<u>\$ 2,276</u>	<u>\$ 32,276</u>

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED
TO CLAIM OF GENERAL CREDITORS

Fiscal Years Ended March 31, 2007 and 2006

There were no liabilities subordinated to the claim of general creditors as of March 31, 2007 and 2006.

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
NOTES TO FINANCIAL STATEMENTS

Fiscal Years Ended March 31, 2007 and 2006

NOTE A: NATURE OF BUSINESS AND SIGNIFICANT ACCOUNTING POLICIES

Morgan Investment Management, Inc. (a C corporation) was formed in 1998 and is a licensed securities broker-dealer under the jurisdiction of the NASD (National Association of Securities Dealers, Inc.). The Company sells to their clients, who are located in the Southern California area, different investments which are called products. Each product generates a commission to the Company based on the sales. It conducts a customer business that is cleared through another broker-dealer on a fully disclosed basis in accordance with the exemption under 15c3-3(k)(2)(ii).

The majority of commissions receivable as of March 31, 2007 and 2006 are due from Wedbush Morgan Securities.

Revenue Recognition

Commission revenues are recorded on a trade date basis. Annuity and other fees are recorded in the period earned.

Cash and cash equivalents

The Company considers all highly liquid instruments with an original maturity of 90 days or less at the time of purchase to be cash equivalents. Cash and cash equivalents at March 31, 2007 are invested principally in money market accounts.

Marketable securities

Marketable securities are carried at fair value in accordance with Statement of Financial Accounting Standard No. 115. All of the securities are classified as trading securities. Realized gains and losses on securities are determined by using the specific identification method.

Furniture and equipment

Furniture and equipment are recorded at cost. Depreciation is provided by the straight-line method over statutory periods. The Modified Accelerated Cost Recovery System (MACRS) is being used for income tax purposes.

Income taxes

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due. Deferred taxes are not recognized for differences between the basis of assets and liabilities for financial statement and income tax purposes because the amount is insignificant.

MORGAN INVESTMENT MANAGEMENT, INC.
NOTES TO FINANCIAL STATEMENTS

Fiscal Years Ended March 31, 2007 and 2006

NOTE A: NATURE OF BUSINESS AND SIGNIFICANT ACCOUNTING POLICIES, continued

Use of 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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE B: NET CAPITAL REQUIREMENTS

Pursuant to the net capital provisions of Rule 15c3-1 of the Securities Exchange Act of 1934, the company is required to maintain a minimum net capital, as defined under such provisions. Net capital and the related net capital ratio may fluctuate on a daily basis. At March 31, 2007 and 2006, the Company had net capital of \$30,932 and \$22,739, respectively, and a net capital requirement of \$5,000 for the fiscal years ended March 31, 2007 and 2006.

NOTE C: SECURITIES INVESTOR PROTECTION CORPORATION MEMBERSHIP

The Company is a member in good standing of the Securities Investor Protection Corporation.

NOTE D: CLEARING AGREEMENT

The Company entered into an agreement in July of 1998 with Wedbush Morgan Securities whereby all security transactions are cleared through Wedbush Morgan Securities.

NOTE E: LEASE COMMITMENTS

In September, 2004, the Company entered into a lease agreement for equipment which will expire in September, 2007.

The lease on the Company's premises was made in the stockholder's name. The Company makes a monthly payment of \$691 to the lessor.

Total rent expense for equipment and premises aggregated \$7,543 and \$8,251 for the fiscal years ended March 31, 2007 and 2006, respectively.

MORGAN INVESTMENT MANAGEMENT, INC.
NOTES TO FINANCIAL STATEMENTS

Fiscal Years Ended March 31, 2007 and 2006

NOTE F: INCOME TAXES

The provision for income taxes at March 31, 2007 and 2006 are as follows:

	<u>2007</u>	<u>2006</u>
Federal	\$ 1,096	\$ (215)
State	<u>800</u>	<u>800</u>
	<u>\$ 1,896</u>	<u>\$ 585</u>

NOTE G: RELATED PARTY TRANSACTIONS

The Company has an unsecured loan payable of \$ 2,712 to the stockholder at March 31, 2007. The Company paid the shareholder \$4,500 during the fiscal year ending March 31, 2007. The non-interest bearing loan is due on demand.

MORGAN INVESTMENT MANAGEMENT, INC.
COMPUTATION OF NET CAPITAL PURSUANT TO RULE 15c3-1

Years Ended March 31, 2007 and 2006

	<u>2007</u>	<u>2006</u>
Total stockholder's equity	\$ 32,276	\$ 24,232
Deduct stockholder's equity not allowable	0	0
Total shareholder's equity qualified for net capital	32,276	24,232
Total liabilities subordinated to claims of general creditors allowable in computation of net assets	0	0
Total non-allowable assets	1,023	1,188
Net capital before haircuts on securities positions	31,253	23,044
Less: Haircuts on securities	(222)	(209)
Undue concentration	(99)	(96)
Net capital	\$ 30,932	\$ 22,739

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
COMPUTATION OF NET CAPITAL REQUIREMENT PURSUANT TO RULE 15c3-3

Year Ended March 31, 2007

Minimum net capital requirement (6.67% of current liabilities)	\$	258	
Minimum dollar net capital required		5,000	
Net capital requirement - (the larger of the required net capital)			<u>\$ 5,000</u>
Net capital for fiscal year ended March 31, 2007		30,932	
Net capital requirement		<u>5,000</u>	
Excess net capital	\$	<u>25,932</u>	
Excess net capital at 100% (less 10% of total aggregate indebtedness)			<u>\$ 30,546</u>

COMPUTATION OF AGGREGATE INDEBTEDNESS

Total liabilities from statement of financial condition	\$	<u>3,861</u>
Total aggregate indebtedness	\$	<u>3,861</u>
Ratio: Aggregate indebtedness to net capital		<u>0.12</u>

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
SCHEDULE OF RECONCILIATION PURSUANT TO RULE 17a-5(d)(4)

Fiscal Year Ended March 31, 2007

Reconciliation of computation of net capital pursuant to Rule 15c3-1

	Dealer's Unaudited Report <u>03/31/07</u>	Audited Report <u>03/31/07</u>	<u>Difference</u>
Total stockholder's equity	\$ 32,900	\$ 32,276	\$ 624
Deduct stockholder's equity not allowed	<u>0</u>	<u>0</u>	<u>0</u>
Total stockholder's equity qualified for net capital	32,900	32,276	624
Total non-allowable liabilities	0	0	0
Total non-allowable assets	<u>1,188</u>	<u>1,023</u>	<u>(165)</u>
Net capital before haircuts on securities positions	31,712	31,253	459
Haircuts on securities	(4,445)	(222)	(4,223)
Undue concentration	<u>0</u>	<u>(99)</u>	<u>99</u>
Net capital	<u>\$ 27,267</u>	<u>\$ 30,932</u>	<u>\$ (3,665)</u>

Schedule A - Reconciliation of stockholder's equity

Net income per unaudited statement	\$ 8,668
Increase in commissions earned	5,083
Increase in realized and unrealized gain on securities	36
Increase in brokerage and exchange fees	(5,083)
Decrease in insurance expense	11
Increase in interest income	4
Decrease in regulatory fees	90
Increase in office expenses	(40)
Increase in other administrative expenses	(53)
Increase in income tax	(1,096)
Decrease in professional and other fees	600
Increase in depreciation expense	<u>(176)</u>
Net income, audited report	8,044
Capital stock	100
Additional paid in capital	29,900
Accumulated deficit, March 31, 2006	<u>(5,768)</u>
Total stockholder's equity	<u>\$ 32,276</u>

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
SCHEDULE OF RECONCILIATION PURSUANT TO RULE 17a-5(d)(4), continued

Year Ended March 31, 2007

	Dealer's Unaudited Report <u>3/31/2007</u>	Audited Report <u>3/31/2007</u>	<u>Difference</u>
Schedule B - Reconciliation of non-allowable liabilities:			
Liabilities subordinated to claims of general creditors	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>
Schedule C - Reconciliation of non-allowable assets:			
Property and equipment - net	434	258	(176)
Prepaid expense	<u>754</u>	<u>765</u>	<u>11</u>
Total non-allowable assets	<u>\$ 1,188</u>	<u>\$ 1,023</u>	<u>\$ (165)</u>
Reconciliation of computation of net capital requirement pursuant to Rule 15c3-3			
Minimum net capital requirement (6.67% of current liabilities)	\$ 226	\$ 258	\$ 32
Minimum dollar net capital required	5,000	5,000	0
Net capital requirement	<u>\$ 5,000</u>	<u>\$ 5,000</u>	<u>\$ 0</u>
Net capital for year ended to March 31, 2007	\$ 27,267	\$ 30,932	\$ (3,665)
Net capital requirement	<u>5,000</u>	<u>5,000</u>	<u>0</u>
Excess net capital	<u>\$ 22,267</u>	<u>\$ 25,932</u>	<u>\$ (3,665)</u>

The difference of \$3,665 is due to the difference of net income, haircuts on securities, and non-allowable assets explained in the schedule of reconciliation of net capital pursuant to Rule 15c3-1.

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
INFORMATION RELATING TO THE POSSESSION OR CONTROL REQUIREMENTS
UNDER RULE 15C3-3 OF THE SECURITIES AND EXCHANGE COMMISSION

Years Ended March 31, 2007 and 2006

Not applicable because the Company qualifies for exemption under Rule 15c3-3(k)(2)(ii).

See accompanying notes to financial statements.

MORGAN INVESTMENT MANAGEMENT, INC.
COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS UNDER
RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION

Years Ended March 31, 2007 and 2006

Not applicable because the Company qualifies for exemption under Rule 15c3-3(k)(2)(ii).

See accompanying notes to financial statements.

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SUITE 200
P.O. BOX 643
SOLANA BEACH, CA 92075

PHONE (858) 755-5131
FAX (858) 755-5374

Independent Auditors' Report on Internal Accounting Control

The Board of Directors
Morgan Investment Management, Inc.
San Diego, California

In planning and performing our audits of the financial statements and supplemental schedules of Morgan Investment Management, Inc. (the Company) for the fiscal years ended March 31, 2007 and 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 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 (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 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 the preparation of financial statements in conformity with generally accepted accounting principles. 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 and operation of the specific internal control components does not reduce to a relatively low level of 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 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 March 31, 2007 to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the Securities and Exchange Commission, the National Association of Securities Dealers, and other regulatory agencies which 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.

Rushall, Reital & Randall
Solana Beach, California
May 16, 2007

Rushall Reital & Randall

END