

RECD S.E.C.

SEC 1410 (06-02)

2 2007

503

APR

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

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

**FACING PAGE** 

**OMB APPROVAL** 

OMB Number 3235-0123

**Expires** February 28, 2010 Estimated average burden

Hours per response

SEC FILE NUMBER 8 - 67138

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, 2006 AND ENDING DECEMBER 31, 2006

	· .	
	A. REGISTRANT IDENTIFIC	<del></del>
NAME OF BROKER-DEALER:		OFFICIAL USE OF
ALLAGASH TRADING, LLC		PROCE
ADDRESS OF PRINCIPAL PLA	CE OF BUSINESS: (Do not use P.	O. Box No.)
120 BROADWAY – 20 <sup>TH</sup> FLOO	OR .	APR 132
NEW YORK	NEW YORK	THOMSON 1 of Phancia
(City) NAME AND TELEPHONE NUI	(State) MBER OF PERSON TO CONTACT	(Zip Code) T IN REGARD TO THIS REPOR
ERIK HARTOG		(917) 653 - 4270
-		(Area Code – Telephone No.)
, , , , , , , , , , , , , , , , , , , ,	B. ACCOUNTANT IDENTIFIE	CATION
INDEPENDENT PUBLIC ACCO	DUNTANT whose opinion is contain	ned in this Report*
LERNER & SIPKIN, CPAs, LL	.P	
132 Nassau Street, Suite 1023	New York	NY 1003
X Certified Publi	e Accountant	
	FOR OFFICIAL USE ON	NLY
•		ł

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, ERIK HARTOG, swear (or affirm) that, to the best of maccompanying financial statement and supporting schedules ALLAGASH TRADING, LLC, as of DECEMBER 31,	pertaining to the firm of 2006,
are true and correct. I further swear (or affirm) that neither proprietor, member, principal officer or director has any proclassified solely as that of a customer, except as follows:	the company nor any partner, prietary interest in any account
NONE	
× 60×0	lain
D0-6-00	Signature  Menny Ser
	Title
XNotary Public	V
This report** contains (check all applicable boxes):  (x) (a) Facing page.  (x) (b) Statement of Financial Condition.  (x) (c) Statement of Income (Loss).  (x) (d) Statement of Cash Flows.	
<ul> <li>(x) (e) Statement of Changes in Stockholders' Equity or Partners</li> <li>(x) (f) Statement of Changes in Liabilities Subordinated to Claim</li> <li>(x) (g) Computation of Net Capital.</li> <li>( ) (h) Computation for Determination of Reserve Requirements</li> <li>( ) (i) Information Relating to the Possession or Control requires</li> <li>( ) (j) A Reconciliation, including appropriate explanation, of the Rule 15c3-1 and the Computation for Determination of the of Rule 15c3-3.</li> </ul>	ns of Creditors.  Pursuant to Rule 15c3-3.  ments under rule 15c3-3.  Pursuant to Rule 15c3-3.  Pursuant to Rule 15c3-3.
<ul> <li>( ) (k ) A Reconciliation between the audited and unaudited States respect to methods of consolidation.</li> <li>(x) (l) An Oath or Affirmation.</li> <li>( ) (m) A copy of the SIPC Supplemental Report.</li> <li>( ) (n ) A report describing any material inadequacies found to exdate of the provious audit.</li> </ul>	
(x) (o) Independent Auditors' Report.	
** For conditions of confidential treatment of certain portions of th	is filing, see section 240,17a-5(e)(3).

I, ERIK HARTOG, swear that to the best of my knowledge and belief, the accompanying financial statements and supporting schedule(s) pertaining to the Firm of ALLAGASH TRADING, LLC, as of DECEMBER 31, 2006,

are true and correct. I further swear that neither the Company nor any partner, proprietor, principal officer, director or member has any proprietary interest in any account classified solely as that of customer, except as follows:

No Exceptions

(Signature)

Coratin MANABURE
(Tide)

(Notary Public)

## ALLAGASH TRADING, LLC STATEMENT OF FINANCIAL CONDITION

**DECEMBER 31, 2006** 

# ALLAGASH TRADING, LLC. STATEMENT OF FINANCIAL CONDITION DECEMBER 31, 2006

## ASSETS

Cash and cash equivalents (Note 3)	\$ 4,283
Marketable securities (Note 4)	4,695,528
Equipment and leasehold improvements - net of	·
accumulated depreciation and amortization of \$19,155 (Note 3c)	99,944
Other assets	1,200
Total assets	\$4,800,955
LIABILITIES AND CAPITAL	
Liabilities	
Due to clearing broker	\$ 587,730
Securities sold, but not yet purchased (Note 4)	3,169,352
Accounts payable and accrued expenses	43,562
Total liabilities	3,800,644
Commitments and Contingencies (Notes 7 and 8)	
Capital (Note 9)	1,000,311
Total liabilities and capital	\$4,800,955

## ALLAGASH TRADING, LLC

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2006

#### Note 1- Nature of Business

Allagash Trading, LLC, a Limited Liability Company ("The Company") is a broker-dealer in securities registered with the Securities and Exchange Commission (the "SEC") and is a member of the Philadelphia Stock Exchange.

The Company is primarily engaged in option market making on the New York Stock Exchange (NYSE).

## Note 2- Going Concern Operation

The accompanying statements have been prepared assuming the Company will continue as a going concern. The Company had a significant operating loss for the year that was in excess of its remaining net capital as of December 31, 2006. This raises substantial doubt about the Company's ability to continue as a going concern.

The Company has made significant changes in order to reduce the loss moving forward. They have closed two operations which had contributed heavily to the loss. In addition, they have implemented a new system that will reduce the amount of risk they are exposed to as market makers.

## Note 3- Summary of Significant Accounting Policies

## a) Revenue Recognition

Securities transactions (and the recognition of related income and expenses) are recorded on a trade date basis.

#### b) Cash and Cash Equivalents

For the purpose of the statement of cash flows, the Company considers demand deposited money market funds to be cash and cash equivalents. The Company maintains cash in bank deposit accounts which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts and does not believe it is exposed to any significant credit risk on cash.

## c) Equipment

Equipment is carried at cost and is depreciated over a useful life of 5-7 years using the straight-line method. Leasehold improvements are amortized over the remaining term of the lease.

#### d) Income Taxes

Income taxes are not payable by, or provided for, the Company, since the Company is a Single Member Limited Liability Company. The accompanying financial statements have been adjusted to provide for unincorporated business tax based upon Company income, if applicable.

## ALLAGASH TRADING, LLC NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2006

## Note 3- Summary of Significant Accounting Policies (continued)

e) Use of Estimates

Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, and the reported amounts of revenues and expenses.

## Note 4- Marketable Securities Owned and Sold, but not yet Purchased

Marketable securities consist of trading securities, at quoted market values, as illustrated below

		Sold, but not yet
	<u>Owned</u>	Purchased
Equities	\$3,660,894	\$2,182,614
Options	<u>1,034,634</u>	<u>986,738</u>
	<u>\$4,695,528</u>	<u>\$3,169,352</u>

## Note 5- Property, Equipment and Leasehold Improvements

Property, equipment and leasehold improvements, at cost, consist of the following:

Computer equipment	\$ 119,099
Accumulated depreciation	19,155
	<u>\$ 99,944</u>

#### Note 6 - Related Party Transactions

Pursuant to its operating agreement with Allagash Capital Management, LLC, the Parent of the Company, the Company will pay a consulting fee in exchange for the Parent providing operational and management assistance to the Company. The fee paid for the period ended December 31, 2006 amounted to \$162,000.

## Note 7- Financial Instruments with Off-Balance Sheet Credit.Risk

A substantial portion of the Company's assets is held at the clearing broker. The Company is subject to credit risk should the clearing broker be unable to fulfill its obligations.

## ALLAGASH TRADING, LL'C NOTES TO FINANCIAL STATEMENTS

**DECEMBER 31, 2006** 

#### Note 8- Commitments

#### **Premises**

The Company leases its premises under a month to month lease with its clearing broker.

## Note 9- Net Capital Requirement

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule 15c3-1, which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 1500%. At December 31, 2006, the Company's net capital of \$837,423 was \$737,423 in excess of its required net capital of \$100,000. The Company's net capital ration was 5.20%.

A copy of the Company's Statement of Financial Condition as of December 31, 2006, pursuant to SEC Rule 17a-5 is available for examination at the Company's office and at the regional office of the Securities and Exchange Commission and the office of the National Association of Securities Dealers, Inc.

EDNED & CIE

## LERNER & SIPKIN

CERTIFIED PUBLIC ACCOUNTANTS LLP

132 Nassau Street, New York, NY 10038 Tel 212.571.0064 Fax 212.571.0074

E-mail: LS@lernersipkin.com

#### INDEPENDENT AUDITORS' REPORT

To the Members of Allagash Trading, LLC. 120 Broadway New York, N.Y. 10271

#### Gentlemen:

We have audited the accompanying statement of financial condition of Allagash Trading, LLC, as of December 31, 2006. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement 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 statement of financial condition is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial condition. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit provides a reasonable basis for our opinion.

The accompanying statement of financial condition has been prepared assuming that the Company will continue as a going concern. As discussed in Note 2, the Company's ability to continue in the normal course of business is dependent upon the success of future operations. Management's plans in regard to these matters are also described in Note 2. These financial statements do not include any adjustments that might result from the outcome of this uncertainty.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Allagash Trading, LLC, as of December 31, 2006, in conformity with accounting principles generally accepted in the United States of America.

Lerner & Sipkin CPAs LLP

Certified Public Accountants (NY)

New York, NY February 22, 2007

# ALLAGASH TRADING, LLC INDEPENDENT AUDITORS' REPORT ON INTERNAL ACCOUNTING CONTROL

FOR THE YEAR ENDED DECEMBER 31, 2006



132 Nassau Street, New York, NY 10038 Tel 212.571.0064 / Fax 212.571.0074

E-mail: LS@lernersipkin.com

To the Members of Allagash Trading, LLC

Allagash Trading, LLC 120 Broadway New York, NY 10271

#### Gentlemen:

In planning and performing our audit of the financial statements of Allagash Trading, LLC as of and for the year ended December 31, 2006, in accordance with auditing standards generally accepted in the United States of America, we considered its internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion of the financial statements but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's 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 consideration of control activities for safeguarding securities. This study included 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:

- Making quarterly securities examinations, counts, verifications, and comparisons, and recordation of differences required by rule 17a-13
- 2. 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 Commission'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 and 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.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control. A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and 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, as described in the second paragraph of this report, were adequate at December 31, 2006, to meet the SEC's objectives.

This report recognizes that it is not practicable in an organization the size of Allagash Trading, LLC to achieve all the divisions of duties and cross checks generally included in a system of internal accounting control and that alternatively greater reliance must be placed on surveillance by management.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, Philadelphia Stock Exchange, NASD 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.

Lerner & Sipkin, CPAS, LLP

Certified Public Accountants (N.Y.)

New York, NY February 22, 2007

