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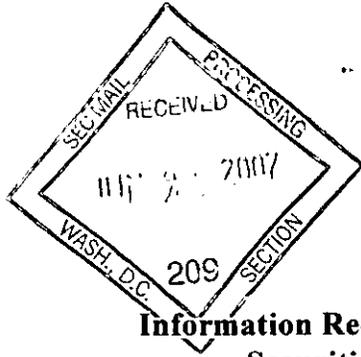


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# ANNUAL AUDITED REPORT FORM X-17A-5 PART III

SEC FILE NUMBER
8-32026

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 05/01/06 AND ENDING 04/30/07  
MM/DD/YY MM/DD/YY

### A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: PROFINANCIAL, INC.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
7902 WRENWOOD BLVD SUITE D  
(No. and Street)

BATON ROUGE, LA 70809  
(City) (State) (Zip Code)

OFFICIAL USE ONLY
FIRM I.D. NO.

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
GORDON OGDEN (225) 802-1000  
(Area Code - Telephone Number)

### B. ACCOUNTANT IDENTIFICATION

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

HALL C. OVERALL  
(Name - if individual, state last, first, middle name)

2460 DOGWOOD AVE BATON ROUGE 70808  
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

PROCESSED  
3 AUG 27 2007  
THOMSON  
FINANCIAL

FOR OFFICIAL USE ONLY

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

KA 0124

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, GORDON C. OGDEN III, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of PAO FINANCIAL, INC., as of APRIL 30, 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:

Gordon C. Ogden III  
Signature  
PRESIDENT  
Title

Peggy Hardy ID# 7693  
Notary Public  
Peggy Hardy

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

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

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

**FINANCIAL REPORT**

**Profinancial Incorporated**

**April 30, 2007**

**Hall C. Overall**  
**Certified Public Accountant**  
**2460 Dogwood Avenue**  
**Baton Rouge, Louisiana 70808**

**Hall C. Overall**  
Certified Public Accountant  
2460 Dogwood Avenue  
Baton Rouge, Louisiana 70808  
(225) 927 - 9745

Independent Auditor's Report

To the Board of Directors,  
Profinancial Incorporated  
Baton Rouge, Louisiana

I have audited the accompanying balance sheet of Profinancial Incorporated as of April 30, 2007 and the related statements of income and retained earnings, changes in stockholder equity, cash flows and changes in liabilities subordinated to general creditors for the year then ended. These financial statements are the responsibility of the organization's management and directors. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with generally accepted auditing standards. Those standards require that I 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. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Profinancial Incorporated as of April 30, 2007 and the results of its operation and cash flows for the years then ended, in conformity with generally accepted accounting principles.

My audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in the supplemental schedules is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

*Hall C. Overall*

Certified Public Accountant

June 24, 2007

**PROFINANCIAL INCORPORATED**

**BALANCE SHEET**  
April 30, 2007

**ASSETS**

**Current Assets:**

Cash	\$	12,428	
Accounts receivable	\$	<u>13,282</u>	
Total Current Assets			\$ 25,710

**Other Assets**

Stock Warrants	\$	<u>0</u>	
Total Other Assets			\$ <u>0</u>

Total Assets			\$ <u><u>25,710</u></u>
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**LIABILITIES AND STOCKHOLDERS' EQUITY**

**Current Liabilities:**

Accounts payable	\$	<u>5,603</u>	
Total Current Liabilities			\$ <u>5,603</u>

Total Liabilities			\$ 5,603
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**Stockholders' Equity**

Common Stock - 500 shares (no par value) authorized, issued and outstanding	\$	600	
Additional paid in capital	\$	16,100	
Retained Earnings	\$	<u>3,407</u>	
			\$ <u>20,107</u>

Total Liabilities and Equity			\$ <u><u>25,710</u></u>
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The accompanying notes are an integral part of these financial statements

# PROFINANCIAL INCORPORATED

## STATEMENT OF INCOME AND RETAINED EARNINGS For the year ended April 30, 2007

### Operating Revenues

Securities commissions		
Listed equity securities exchange executed	\$	76
Other securities	\$	2,237
Sales of investment company shares	\$	29,285
Other operating revenues	\$	30,056
Total Operating Revenues		\$ 61,654

### Operating Expenses

General and administrative	\$	59,586	
Total Operating Expenses			\$ 59,586

**Net Income (Loss) from Operations** \$ 2,068

### Other Income (Expenses)

Interest income	\$	559	
Unrealized gain on value of stock warrents	\$	0	
Total Other Income (Expenses)			\$ 559

**Net Income before income taxes** \$ 2,627

### Income Tax

\$ 0

**Net Income (Loss)** \$ 2,627

### Change in Retained Earnings

Balance at April 30, 2006	\$	781
Net income (loss)		
Balance at April 30, 2007	\$	3,408

The accompanying notes are an integral part of these financial statements

# PROFINANCIAL INCORPORATED

## STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY For the year ended April 30, 2007

	<u>Capital Stock</u>		<u>Paid In Capital</u>		<u>Retained Earnings</u>		<u>Total</u>
At April 30, 2006:							
\$	600	\$	16,100	\$	781	\$	17,481
Changes:							
Net Income (Loss)			\$		2,627	\$	2,627
At April 30, 2007:							
\$	<u>600</u>	\$	<u>16,100</u>	\$	<u>3,408</u>	\$	<u>20,108</u>

The accompanying notes are an integral part of these financial statements

# PROFINANCIAL INCORPORATED

## STATEMENT OF CASH FLOWS For the year ended April 30, 2007

<b><u>Cash Flows From Operating Activities:</u></b>		
Net (loss) income from operations	\$	2,627
Item not requiring cash:	\$	0
(Increase) decrease in accounts receivable	\$	(3,970)
Increase (decrease) in accounts payable	\$	<u>2,698</u>
Net Cash From Operating Activities:	\$	1,355
<b><u>Cash Flows From Financing Activities:</u></b>		\$ 0
<b><u>Cash Flows From Investing Activities:</u></b>		\$ <u>0</u>
<b><u>Net Increase of Cash and Cash Equivalents:</u></b>		\$ 1,355
<b><u>Cash and Cash Equivalents at</u></b>		
<b><u>April 30, 2006</u></b>	\$	<u>11,073</u>
<b><u>Cash and Cash Equivalents at</u></b>		12,428
<b><u>April 30, 2007</u></b>	\$	<u><u>12,428</u></u>

The accompanying notes are an integral part of these financial statements

**PROFINANCIAL INCORPORATED**

**STATEMENT OF CHANGES IN LIABILITIES SUBORDINATE TO GENERAL CREDITORS**  
For the year ended April 30, 2007

Balance at April 30, 2006	\$ <u>0</u>
Balance at April 30, 2007	\$ <u>0</u>

The accompanying notes are an integral part of these financial statements

## PROFINANCIAL INCORPORATED

### BALANCE SHEET RECONCILIATION AND NET CAPITAL COMPUTATION For the year ended April 30, 2007

#### Balance Sheet Reconciliation

<u>ASSETS</u>	Unaudited April 30, 2007	Audited April 30, 2007	Difference
<b><u>Current Assets:</u></b>			
Cash	\$ 12,428	\$ 12,428	\$ 0
Accounts receivable	\$ 13,282	\$ 13,282	\$ 0
	\$ 25,710	\$ 25,710	\$ 0
<b><u>Other Assets</u></b>			
Stock Warrants	\$ 0	\$ 0	\$ 0
 Total Assets	 \$ 25,710	 \$ 25,710	 \$ 0
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>			
<b><u>Current Liabilities:</u></b>			
Accounts payable	\$ 5,603	\$ 5,603	\$ 0
	\$ 5,603	\$ 5,603	\$ 0
 Total Liabilities	 \$ 5,603	 \$ 5,603	 \$ 0
 Common Stock	 \$ 600	 \$ 600	 \$ 0
Additional paid in capital	\$ 16,100	\$ 16,100	\$ 0
Retained Earnings (Deficit)	\$ 3,407	\$ 3,407	\$ 0
	\$ 20,107	\$ 20,107	\$ 0
 Total Liabilities and Stockholders Equity	 \$ 25,710	 \$ 25,710	 \$ 0
<b><u>Net Capital Computation</u></b>			
Total Stockholder Equity	\$ 20,107	\$ 20,107	\$ 0
Non Allowable Assets	\$ 0	\$ 0	\$ 0
 Net Capital	 \$ 20,107	 \$ 20,107	 \$ 0
Minimum Net Capital Required	\$ 5,000	\$ 5,000	\$ 0
 Excess Net Capital	 \$ 15,107	 \$ 15,107	 \$ 0

This schedule reconciles the balance sheet and computation of net capital contained in the audited financial statements with the unaudited April 30, 2007 FOCUS report.

The accompanying notes are an integral part of these financial statements

Profinancial Incorporated

NOTES TO FINANCIAL STATEMENTS

April 30, 2007

Note 1 - Summary of Significant Accounting Policies

a. Nature of Activities:

Profinancial Incorporated was incorporated in 1984 in Louisiana as Collins-Ogden, Inc. for the purpose of engaging in the business of a broker/dealer in accordance with the rules and regulations of the Securities and Exchange Commission and the National Association of Securities Dealers.

In 1990 the Company name was changed to Profinancial Incorporated.

b. Basis of Accounting:

Profinancial presents its financial statements on the accrual method of accounting in conformity with generally accepted accounting principles.

c. Accounts Receivable:

Revenues earned but not yet received by Profinancial are reported as accounts receivable. At April 30, 2007 all accounts receivable are current. The Company uses the direct write off method for recognizing uncollectible accounts. This is a departure from generally accepted accounting principals, but has no effect on these statements.

d. Other Assets:

Other assets are the cost of NASDAQ stock warrants purchased by Profinancial. Each warrant has specific limiting guidelines, which must be followed, or they become worthless. These Warrant's are valued in these financial statements using the lower of cost or market method, and accordingly the decrease in value was reported in Other Income.

e. Accounts Payable:

Trade accounts, commissions and professional fees unpaid at the end of the year are recognized as accounts payable. Trade commissions and professional fees are current; the DHL bill is disputed and is not current, but no action has or is being taken by DHL regarding recovery. This disputed payable is listed at the maximum amount contended to be due by the vendor. All other accounts payable are current.

f. Income Taxes:

Profinancial is taxed as a cash basis, C Corporation. Deferred income taxes were not material for the purposes of these financial statements. As Profinancial had a net operating loss for the period shown in these financial statements, no income tax is recognized.

**Hall C. Overall**  
Certified Public Accountant  
2460 Dogwood Avenue  
Baton Rouge, Louisiana 70808  
(225) 927 - 9745

Accountants Report on Material Inadequacies

To the Board of Directors,  
Profinancial Incorporated  
Baton Rouge, Louisiana

No material inadequacies in accordance with Reg.240.17a-5, with specific attention to 240.17a-5subsections (g)(1) and (3) were found to existed since the date of the previous audit.

Certified Public Accountant

June 24, 2007

*Hall C. Overall*

**Hall C. Overall**  
Certified Public Accountant  
2460 Dogwood Avenue  
Baton Rouge, Louisiana 70808  
(225) 927 - 9745

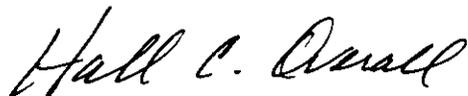
Accountants Report on Compliance with Patriot Act

To the Board of Directors,  
Profinancial Incorporated  
Baton Rouge, Louisiana

As part of obtaining reasonable assurance about whether Profinancial Incorporated is in compliance with the Patriot Act. I have reviewed Profinancial's methodology regarding complying with the following provisions of the law:

- New Client Identification
- Existing Clients Identities
- Maintenance of Client Records
- Retention of Client Records
- Review of FinCen Requests and Comparison to Client Data Files
- Notification to FinCen of Matching Identities
- Procedures in Regards to Handling of Cash
- Customer Notices Regarding Patriot Act Information

The results of my tests disclosed no instances of noncompliance with the Patriot Act.



Certified Public Accountant

June 24, 2007

**DESIGNATION OF ACCOUNTANT  
(Notice Pursuant to Rule 17a-5(f)(2))**

(i) Broker or Dealer

Name: Profinancial, Inc.  
Address: 7902 Wrenwood, Blvd., Suite D, Baton Rouge, LA 70809  
Telephone: 225-293-1000  
SEC Registration Number: 8-32026  
NASD Registration Number: 15345

(ii) Accounting Firm

Name: Hall C Overall  
Address: 2460 Dogwood, Ave, Baton Rouge, LA 70808  
Telephone: 225-963-0899  
Accountant's State Registration Number:

(iii) Audit date covered by the Agreement:

May 01, 2006 to April 30, 2007

(iv) The contractual commitment to conduct the broker's or dealer's annual audit - - (check one)

is for the annual audit only for the fiscal year ending 2 \*

is of a continuing nature providing for successive annual audits.

\* if this commitment is not of a continuing nature, it will be necessary to file this form each successive year.

Pursuant to Rule 17a-5(f)(2), the above person has been designated as the independent public accountant for the above-mentioned broker or dealer. I understand that, pursuant to SEC Rule 17a-5(f)(1) the Securities and Exchange Commission will not recognize: (a) any person as a certified public accountant who is not duly registered in good standing as such under the laws of his place of residence or principal office; or (b) any person as a public accountant who is not in good standing and entitled to practice as such under the laws of his place of residence or principal office. Lastly, I understand that should the above-mentioned broker-dealer submit an audit by someone not recognized by the SEC as set forth in Rule 17a-5(f)(1), NASD may deem the audit of the broker-dealer to not have been filed.

Signature:

Name: Gordon C. Dyer  
(By Firm's FINOP or President)  
Title: Date: President 6-28-07

**END**