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

SEC FILE NUMBER
8-65576

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 1/1/08 AND ENDING 12/31/08
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Blue Moon Financial, LLC
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
535 16th Street, 6th Floor

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street)
Denver Colorado 80202
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
Lynn Koczera (303) 271-3922
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Stark Winter Schenkein & Co., LLP
(Name - if individual, state last, first, middle name)
3600 S Yosemite Street, Suite 600 Denver Colorado 80237
(Address) (City) (Zip Code)

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CHECK ONE:
 Certified Public Accountant
 Public Accountant
 Accountant not resident in United States or any of its possessions.

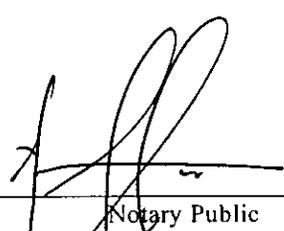
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*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

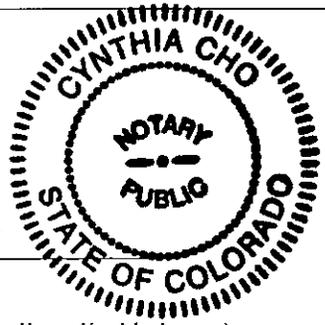
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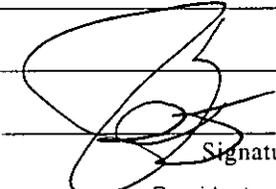
OATH OR AFFIRMATION

I, Josh Suter, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Blue Moon Financial, LLC, as of December 31, 2008, 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:



Notary Public





Signature

President

Title

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

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 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).

Blue Moon Financial, LLC

As of and for the Year Ended
December 31, 2008

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Blue Moon Financial, LLC
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REPORT OF INDEPENDENT AUDITORS

To the Board of Directors
Blue Moon Financial, LLC

We have audited the accompanying statement of financial condition of Blue Moon Financial, LLC, at December 31, 2008, and the related statements of operations and member's equity, and cash flows for the year 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 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 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 by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Blue Moon Financial, LLC, as of December 31, 2008, and the results of its operations, and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule I 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 audit 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.

Stark Winter Schenkein & Co., LLP

Denver, Colorado
February 10, 2009

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Blue Moon Financial, LLC
Statement of Financial Condition
December 31, 2008

ASSETS

Cash	\$	24,520
Receivable from member		33,624
Prepaid expenses		<u>9,207</u>
	<u>\$</u>	<u>67,351</u>

LIABILITIES AND MEMBER'S EQUITY

LIABILITIES		
Accrued expenses	\$	<u>1,000</u>
		<u>1,000</u>
 MEMBER'S EQUITY		
		<u>66,351</u>
	<u>\$</u>	<u>67,351</u>

The accompanying notes are an integral part of these financial statements.

Blue Moon Financial, Inc.
Statement of Operations and Member's Equity
For The Year Ended December 31, 2008

REVENUES	
Commissions Revenue	\$ 601,904
Other income	43
Total revenues	<u>601,947</u>
EXPENSES	
Employee compensation and benefits	542,665
Regulatory expenses	34,708
Other expenses	95,853
Total expenses	<u>673,226</u>
NET (LOSS)	(71,279)
MEMBER'S EQUITY, beginning of year	<u>137,630</u>
MEMBER'S EQUITY, end of year	<u>\$ 66,351</u>

The accompanying notes are an integral part of these financial statements.

Blue Moon Financial, Inc.
Statement of Cash Flows
For the Year Ended December 31, 2008

OPERATING ACTIVITIES	
Net (loss)	\$ (71,279)
Adjustments to reconcile net income to net cash (used in) operating activities:	
Prepaid expenses	<u>423</u>
Net cash (used in) operating activities	<u>(70,856)</u>
INVESTING ACTIVITIES	
Net cash provided by investing activities	<u>-</u>
FINANCING ACTIVITIES	
Decrease in receivable from member	<u>44,793</u>
Net cash provided by financing activities	<u>44,793</u>
NET DECREASE IN CASH	(26,063)
CASH AT BEGINNING OF YEAR	<u>50,583</u>
CASH AT END OF YEAR	<u><u>\$ 24,520</u></u>

The accompanying notes are an integral part of these financial statements.

BLUE MOON FINANCIAL, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2008

Note 1 – Summary of significant accounting policies

Organization

Blue Moon Financial, LLC (the Company), is a Colorado limited liability company organized on August 14, 2002. The Company is a broker-dealer registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA.) The Company, in connection with its activities as a broker-dealer, sells interests of limited partnerships managed by related parties.

As a Colorado Limited Liability Company (LLC), the Company has some of the attributes of a sole proprietorship, a general partnership and a corporation. For tax purposes, it is treated as a partnership. It is essentially a business entity created by contract between the members, much as a general partnership. The members are protected from personal liability for the acts of the LLC, much like shareholders of a corporation. An LLC also differs from a limited partnership by not imposing personal liability on members for participating in the management of the LLC.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 revenue and expenses during the reporting period. Actual results could differ significantly from those estimates.

Income Taxes

The Company is taxed as a partnership for federal and state income tax purposes. As such, the Company will not pay income taxes, as any income or loss will be included in the tax returns of the individual members. Accordingly, no provision is made for income taxes in the financial statements.

Revenue Recognition

The Company recognizes commission revenue upon receipt of commissions from the related parties and copies of signed offering documents from investors, indicating a purchase of interests in the limited partnerships.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Concentrations of Credit Risk

The Company maintains all cash in bank accounts, which at times may exceed federally insured limits. The Company has not experienced a loss in such accounts.

BLUE MOON FINANCIAL, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2008
(Continued)

Fair Value of Financial Instruments

The carrying value of cash, prepaid expenses and accounts payable approximate fair value because of the short maturity of these items.

Note 2 – Net Capital Requirements

The Company is subject to the SEC uniform net capital rule (SEC 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 15 to 1. At December 31, 2008, the Company had net capital of \$23,520, which was in excess of its required net capital of \$5,000. The Company's ratio of aggregate indebtedness to net capital was 4% at December 31, 2008.

Note 3 – Reserve Requirements

The Company is exempt from Securities and Exchange Commission Rule 15c3-3 under Section (k)(2)(A) and, therefore, is not required to make the periodic computation for determination of reserve requirements and information relating to the possession and control requirements under Rule 15c3-3.

Note 4 – Related Party Transactions

The Company has an expense sharing agreement with a related party. Under the agreement, operating expenses are paid by the related party and the Company reimburses the related party under the expense sharing agreement.

Under the terms of the expense sharing agreement, the Company is obligated to pay rent for the term of a sublease equal to the term of the master lease held by the related party. During the year ended December 31, 2008, the Company paid \$67,500 for rent to the related party. In addition, the offices were relocated during the year and a new sublease was entered into. The following are the minimum future rental obligations under the sublease:

2009	\$ 48,000
2010	48,000
2011	<u>40,000</u>
	\$136,000
	=====

The Company operates as the placement agent for private offerings to raise capital for related parties; therefore, all commissions received are received from related parties.

Note 4 – Contingencies

The Company has been named in a customer complaint arising out of the State of Michigan, involving the business of TDP Capital Access, LLC ("TDP") which is not related to the business of the Company. TDP is a separate entity but TDP and the Company are entities under common control.

BLUE MOON FINANCIAL, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2008
(Continued)

The complaint named the Company and several other entities in addition to TDP. The claim is not believed to be material, and is being vigorously defended. A Motion for Summary Disposition is pending and it is anticipated that any claim against the Company will be dismissed.

Blue Moon Financial, Inc.
Schedule I - Computation Of Net Capital Under Rule 15c3-1
Of The Securities And Exchange Commission
December 31, 2008

Member's equity per Statement of Financial Condition	\$ 66,351
Less: Total nonallowable assets	<u>(42,831)</u>
Net Capital	<u>\$ 23,520</u>
Aggregate indebtedness - items included in financial statements	<u>\$ 1,000</u>
Basic net capital requirement	<u>\$ 5,000</u>
Excess net capital	<u>\$ 18,520</u>
Ratio aggregate indebtedness to net capital	<u>4%</u>
Net capital as reported in Company's Part II (unaudited) FOCUS Report as of December 31, 2008:	<u>\$ 23,520</u>

Blue Moon Financial, Inc.
Schedule III - Computation For Determination of Reserve Requirements
and Information Relating to the Possession and Control
Requirements Under Rule 15c3-3
December 31, 2008

Blue Moon Financial, LLC, relies on Section K (2)(ii) of the Securities and Exchange Commission Rule 15c3-3 to exempt them from the provisions of these rules.



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To the Board of Directors of
Blue Moon Financial, LLC

In planning and performing the audit of the financial statements and supplemental schedule of Blue Moon Financial, LLC (the Company), for the year ended December 31, 2008, we consider 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 (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 17-a (5)(g) in the following: making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and the reserve required by 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 the following:

1. Making the quarterly securities examinations, counts, verifications, and comparisons, and the 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
3. Obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by Rule 15c3-3.

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 the 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

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management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practice and procedures listed in the preceding paragraph.

Because of the inherent limitations in internal control or the practice 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 the specific control component does not reduce to a relatively low level the 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 purpose 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 indicates 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 December 31, 2008, to meet the SEC's objectives.

This report is intended solely for the information and use of the members, management, the SEC, 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 those specified parties.

Stuart Winters Schenkein & Co., LLP

Denver, Colorado
February 10, 2009

END