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

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

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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 JANUARY 1, 2008 AND ENDING DECEMBER 31, 2008  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: APPLE LANE GROUP LLC

OFFICIAL USE ONLY  
FIRM I.D. NO.

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

2393 MAIN STREET

(No. and Street)

LANCASTER

(City)

MA

(State)

01523

(Zip Code)

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

MS. DAYNA GANT

(617) 747-4299

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

REAGAN & COMPANY, LLP

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

ONE WOOD PLACE

(Address)

FITCHBURG

(City)

MA

(State)

01420

(Zip Code)

CHECK ONE:

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

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MAR 04 2009  
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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)

SEC 1410 (06-02)

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, DAYNA GANT, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of APPLE LANE GROUP, 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:

\_\_\_\_\_  
\_\_\_\_\_

Dayna Gant  
Signature  
Managing Director  
Title

  
JUPITER  
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.

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

**APPLE LANE GROUP, LLC**  
**FINANCIAL STATEMENTS**  
**AND ADDITIONAL INFORMATION**  
**FOR THE YEARS ENDED**  
**DECEMBER 31, 2008 AND 2007**

**APPLE LANE GROUP, LLC**

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**REAGAN & COMPANY, LLP**  
**CERTIFIED PUBLIC ACCOUNTANTS**

**Independent Auditors' Report**

February 2, 2009  
Fitchburg, Massachusetts

To the Member  
Apple Lane Group, LLC  
2393 Main Street  
Lancaster, MA 01523

We have audited the accompanying balance sheets of Apple Lane Group, LLC as of December 31, 2008 and 2007, and the related statements of income, member's capital, and cash flows for the years then ended. 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 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 made 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 Apple Lane Group, LLC at December 31, 2008 and 2007, and the results of its operations, member's capital, and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

*Reagan + Company LLP*

**APPLE LANE GROUP, LLC**

**BALANCE SHEETS**

**DECEMBER 31, 2008 AND 2007**

	<b><u>ASSETS</u></b>	<b><u>2008</u></b>	<b><u>2007</u></b>
<b>CURRENT ASSETS:</b>			
Cash		\$ 17,571	\$ 32,160
Prepaid expense		<u>555</u>	<u>555</u>
		<u>18,126</u>	<u>32,715</u>
<b>PROPERTY AND EQUIPMENT, at cost</b>		38,721	38,721
Less: Accumulated depreciation		<u>( 24,976)</u>	<u>( 18,158)</u>
		<u>13,745</u>	<u>20,563</u>
<b>Total assets</b>		<b><u>\$ 31,871</u></b>	<b><u>\$ 53,278</u></b>

**LIABILITIES AND MEMBER'S CAPITAL**

<b>LIABILITIES:</b>			
Accounts payable		\$ <u>7,868</u>	\$ <u>24,323</u>
<b>Total current liabilities</b>		<u>7,868</u>	<u>24,323</u>
<b>MEMBER'S CAPITAL</b>		<u>24,003</u>	<u>28,955</u>
<b>Total liabilities and member's capital</b>		<b><u>\$ 31,871</u></b>	<b><u>\$ 53,278</u></b>

The accompanying notes and independent auditors' report  
are an integral part of these financial statements.

**APPLE LANE GROUP, LLC**

**STATEMENTS OF INCOME**

**FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007**

	<u>2008</u>	<u>2007</u>
<b>REVENUES</b>	<u>\$ 324,192</u>	<u>\$ 244,626</u>
<b>SELLING, GENERAL AND ADMINISTRATIVE EXPENSES:</b>		
Auto expenses	12,018	14,404
Depreciation	6,818	7,302
General and administrative	10,456	12,357
Professional expenses	5,042	22,561
Telephone	9,456	10,516
Travel	<u>55,415</u>	<u>53,625</u>
Total	<u>99,205</u>	<u>120,765</u>
<b>INCOME FROM OPERATIONS</b>	<u>224,987</u>	<u>123,861</u>
<b>OTHER INCOME</b>		
Interest income	<u>288</u>	<u>380</u>
<b>NET INCOME</b>	<u>\$ 225,275</u>	<u>\$ 124,241</u>

The accompanying notes and independent auditors' report  
are an integral part of these financial statements.

**APPLE LANE GROUP, LLC**

**STATEMENTS OF MEMBER'S CAPITAL**

**FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007**

	<u>2008</u>	<u>2007</u>
BALANCE AT JANUARY 1,	\$ 28,955	\$ 36,026
CAPITAL CONTRIBUTIONS	--	32,000
NET INCOME	225,275	124,241
DISTRIBUTIONS TO MEMBER	<u>( 230,227)</u>	<u>( 163,312)</u>
BALANCE AT DECEMBER 31,	<u>\$ 24,003</u>	<u>\$ 28,955</u>

The accompanying notes and independent auditors' report  
are an integral part of these financial statements.

**APPLE LANE GROUP, LLC**

**STATEMENTS OF CASH FLOWS**

**FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007**

	<u>2008</u>	<u>2007</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Cash received from clients	\$ 324,192	\$ 247,825
Cash paid for operating expenses	( 108,842)	( 105,828)
Interest income received	<u>288</u>	<u>380</u>
Net cash provided by operating activities	<u>215,638</u>	<u>142,377</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Distributions to Member	( 230,227)	( 163,812)
Capital contributions received	<u>--</u>	<u>32,000</u>
Net cash used for financing activities	<u>( 230,227)</u>	<u>( 131,812)</u>
NET INCREASE (DECREASE) IN CASH	( 14,589)	10,565
CASH – BEGINNING OF YEAR	<u>32,160</u>	<u>21,595</u>
CASH – END OF YEAR	<u>\$ 17,571</u>	<u>\$ 32,160</u>

The accompanying notes and independent auditors' report  
are an integral part of these financial statements.

**APPLE LANE GROUP, LLC**

**STATEMENTS OF CASH FLOWS**

**(Continued)**

**FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007**

	<u>2008</u>	<u>2007</u>
<b>RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES:</b>		
Net income	<u>\$ 225,275</u>	<u>\$ 124,241</u>
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	6,818	7,302
Changes in assets and liabilities:		
(Increase) decrease in receivables	--	3,199
(Increase) decrease in prepaid expense	--	( 5)
Increase (decrease) in accounts payable	<u>( 16,455)</u>	<u>7,640</u>
<b>Total adjustments</b>	<u>( 9,637)</u>	<u>18,136</u>
<b>Net cash provided by operating activities</b>	<u>\$ 215,638</u>	<u>\$ 142,377</u>

The accompanying notes and independent auditors' report are an integral part of these financial statements.

**APPLE LANE GROUP, LLC**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2008 AND 2007**

**1. THE COMPANY AND NATURE OF OPERATIONS:**

Apple Lane Group, LLC (the Company) was formed on November 13, 2003 as a Massachusetts Limited Liability Company and became a FINRA registered broker/dealer on June 1, 2004. The Company is engaged in the business of providing consulting services to senior level management of business entities and acts as a placement agent in the issuance of private placement securities.

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

**a. Method of Accounting**

The financial statements have been prepared using the accrual basis of accounting; therefore, revenue is recognized when earned, and expenses are recognized when incurred.

**b. Management 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 certain reported amounts and disclosures. Accordingly, actual results may differ from the estimates made in the preparation of these financial statements.

**c. Cash and Cash Equivalents**

For the purpose of the statement of cash flows, the Company considers all short-term cash investments with a maturity of three months or less to be cash equivalents.

**APPLE LANE GROUP, LLC**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2008 AND 2007**

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:** (Continued)

**d. Property and Equipment**

Property and equipment is recorded at cost. Major replacements and betterments to equipment are capitalized, whereas routine maintenance, repairs and minor replacements are charged to expense as incurred.

Depreciation expense is computed on the straight-line method for financial reporting purposes and on the MACRS method for income tax purposes using the estimated lives of individual assets as follows:

	<u>Number of Years</u>
Computer equipment	3-5
Office furniture/equipment	7

**e. Federal and State Income Taxes**

The Company is organized as a Limited Liability Company (LLC). Under the provisions of the Internal Revenue Code for LLC's, the Company is treated as a Sole Proprietorship for income tax reporting purposes and, therefore, is not subject to income taxes. Income or losses of the Company are includable in the Member's individual income tax returns.

**3. CONCENTRATION OF CREDIT RISK:**

The Company performed a significant amount of work for one (1) unrelated client. The revenue related to this client included in the accompanying statements of income for the years ended December 31, 2008 and 2007 was \$284,500 and \$172,500 respectively.

**4. NET CAPITAL REQUIREMENTS:**

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (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 and 2007, the Company had net capital of \$9,703 and \$7,837, respectively which was \$4,703 and \$2,837, respectively, in excess of its required net capital of \$5,000. At December 31, 2008 and 2007, the Company's ratio of aggregate indebtedness to net capital was .81 to 1 and 3.1 to 1, respectively.

**REAGAN & COMPANY, LLP**  
**CERTIFIED PUBLIC ACCOUNTANTS**

**Independent Auditors' Report On Additional Information**

Our audit of the financial statements of Apple Lane Group, LLC as of December 31, 2008 and 2007, and for the years then ended, was intended primarily for the purpose of formulating an opinion on the basic financial statements taken as a whole.

The additional information presented in the following pages has been taken primarily from accounting and other records of the Company and is not necessary for fair presentation of its financial position, results of its operations or its cash flows in conformity with accounting principles generally accepted in the United States of America. The additional information has not been subjected to tests and other auditing procedures sufficient to enable us to express an opinion as to the fairness of the details included therein and, accordingly, we do not express an opinion on the additional information.

*Reagan + Company LLP*

**APPLE LANE GROUP, LLC**

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

**DECEMBER 31, 2008 AND 2007**

	<u>2008</u>	<u>2007</u>
<b>NET CAPITAL</b>		
Total member's capital	\$ 24,003	\$ 28,955
Deduct non-allowable assets:		
Prepaid expense	( 555)	( 555)
Property and equipment, net	<u>( 13,745)</u>	<u>( 20,563)</u>
<b>NET CAPITAL</b>	<u>\$ 9,703</u>	<u>\$ 7,837</u>
<b>AGGREGATE INDEBTEDNESS</b>	<u>\$ 7,868</u>	<u>\$ 24,323</u>
<b>COMPUTATION OF BASIC NET CAPITAL REQUIREMENT:</b>		
Minimum net capital required – 6 2/3% of total aggregate Indebtedness, but not less than \$5,000	<u>\$ 5,000</u>	<u>\$ 5,000</u>
<b>EXCESS OF NET CAPITAL OVER REQUIREMENT</b>	<u>\$ 4,703</u>	<u>\$ 2,837</u>
<b>RATIO: AGGREGATE INDEBTEDNESS TO NET CAPITAL</b>	<u>.81 to 1</u>	<u>3.1 to 1</u>

There are no material differences from the above computations and the Company's corresponding unaudited Part II-A filings of December 31, 2008 and 2007.

**APPLE LANE GROUP, LLC**

**EXEMPTION UNDER RULE 15c3-3**

**FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007**

The Company claims exemption under the provisions of Rule 15c3-3(k)2(i), since the Company is a broker/dealer engaged in the business of raising funds for private placements.

**REAGAN & COMPANY, LLP**  
**CERTIFIED PUBLIC ACCOUNTANTS**

**Independent Auditors' Report On Internal Accounting**

**Control Required By SEC Rule 17a-5**

**To the Member**  
**Apple Lane Group, LLC**

In planning and performing our audit of the financial statements of Apple Lane Group, LLC (the Company) for the years ended December 31, 2008 and 2007, we considered its internal control structure in order to determine our auditing procedures, for the purpose of expressing our opinion on the financial statements, and not to provide assurance on the internal control structure.

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 (including tests of compliance with such practices and procedures) followed by Apple Lane Group, LLC, that we considered relevant to the objectives stated in Rule 17a-5(g):(1) in making the periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11) and the procedures for determining compliance with the exemptive provisions of Rule 15c3-3. We did not review the practices and procedures followed by the Company in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by Rule 17a-13 or in complying with the requirements for prompt payment for securities under Section 8 of Regulation T of the Board of Governors of the Federal Reserve System, because the Company does not carry security accounts for clients or perform custodial functions relating to client securities.

The management of the Company is responsible for establishing and maintaining an internal control structure 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 internal control structure policies and procedures, 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 an internal control structure 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.

**REAGAN & COMPANY, LLP**  
**CERTIFIED PUBLIC ACCOUNTANTS**

**Independent Auditors' Report On Internal Accounting**

**Control Required By SEC Rule 17a-5**

(Continued)

Because of inherent limitations in any internal control structure, or the practices and procedures referred to above, errors or irregularities 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 the internal control structure would not necessarily disclose all matters in the internal control structure 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 internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities 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 the internal control structure 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 December 31, 2008 and 2007 to meet the SEC's objectives. In addition, the Company was in compliance with the exemptive provisions of Rule 15c3-3 at December 31, 2008 and 2007; and, further, no facts came to our attention indicating that the Company was not in compliance with such conditions during the years ended December 31, 2008 and 2007.

This report is intended solely for the use of management and the Securities and Exchange Commission and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934, and should not be used for any other purpose.

*Reagan + Company LLP*