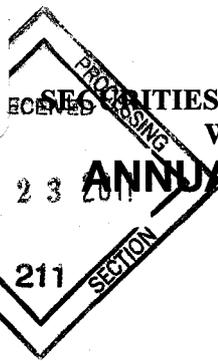




11016669



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

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	February 28, 2013
Estimated average burden hours per response.....	12.00

n.a.
3/3

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

SEC FILE NUMBER

~~8-6374~~
8-67968

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 01/01/2010 AND ENDING 12/31/10
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: **PACIFIC PEARL ENTERPRISES**

OFFICIAL USE ONLY	
8425	
FIRM I.O. NO.	

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

80 S. LAKE AVE. STE. 702

(No. and Street)

Pasadena

California

91101

(City)

(State)

(Zip Code)

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

CHENG JIANG

626-584-0570

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Stein & Company, CPA's

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

655 N. Central Ave. 17th Floor

Glendale

California

91203

(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

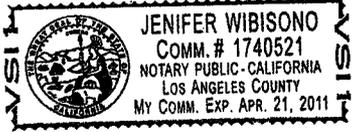
* Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

OATH OR AFFIRMATION

I, Cheng Jiang, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Pacific Pearl Enterprises, as of December 31, 20 10, 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:

Cheng Jiang
Signature
President

[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 15c3-3 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).

Stein & Company

Certified Public Accountants

Jon Stein, Certified Public Accountant
jonsteincpa@yahoo.com:

Member of the American Institute of Certified Public Accountants
655 N. Central Ave. 17th Floor
Glendale, CA 91203

Member of the California Society of Certified Public Accountants
Phone: (818) 649-8350
Cell: (818) 634-2276

Board of Directors
Pacific Pearl Enterprises

In planning and performing our audit of the financial statements and supplemental schedules of Pacific Pearl Enterprises for the year ended December 31, 2010, we considered its internal control, including control activities for safeguarding securities, in order to determine our auditing procedures 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, we have made a study of the practices and procedures followed by Pacific Pearl Enterprises 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 and net capital under Rule 17a-3(a) (11) and for determining compliance with the exempt provisions of Rule 15c3-3. Because Pacific Pearl Enterprises 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 a system of 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 the procedures are to provide management with reasonable, but not absolute, assurances 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 any internal accounting control procedures or the practices and procedures referred to above, errors 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 specified internal control components 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 purposes in accordance with the Securities and 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, 2010, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, 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 these specified parties or anyone else not familiar with the adequacy of such procedures herein.



Glendale, California
January 21, 2011

PACIFIC PEARL ENTERPRISES

FINANCIAL STATEMENTS

DECEMBER 31, 2010

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Stein & Company
Certified Public Accountants

Jon Stein, Certified Public Accountant
jonsteincpa@yahoo.com:

Member of the American Institute of Certified Public Accountants
655 N. Central Ave. 17th Floor
Glendale, CA 91203

Member of the California Society of Certified Public Accountants
Phone: (818) 649-8350
Cell: (818) 634-2276

INDEPENDENT AUDITORS' REPORT

To the Stockholders
Pacific Pearl Enterprises
South Pasadena, California

We have audited the accompanying balance sheet of Pacific Pearl Enterprises as of December 31, 2010 and the related statements of operations, stockholders' equity and cash flows for the year then ended. The financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the 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 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 Pacific Pearl Enterprises as of December 31, 2010, 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 examination was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information contained on pages 9 and 10 is presented for purposes of additional analysis and is not required as 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 examination 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 and in conformity with the rules of the Securities and Exchange Commission.



Glendale, California
January 21, 2011

**PACIFIC PEARL ENTERPRISES
BALANCE SHEET
DECEMBER 31, 2010**

ASSETS

Current assets -		
Cash		\$ 95,941
Net land, property and equipment	\$ 722,998	
Deposits	<u>4,892</u>	
		<u>727,890</u>
Total assets		<u>\$ 823,831</u>

LIABILITIES AND STOCKHOLDER'S EQUITY

Current liabilities -		
Accounts payable		\$ 11,338
Stockholder's equity		
Common stock	\$ 1,500,000	
Additional paid-in capital	486,000	
Accumulated deficit	<u>(1,173,507)</u>	
Total stockholder's equity		<u>812,493</u>
Total liabilities and stockholder's equity		<u>\$ 823,831</u>

See accompanying notes and independent auditors' report.

PACIFIC PEARL ENTERPRISES
STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2010

Revenues:	
Consulting fees	190,162
Farm income	<u>\$ 56,985</u>
Total revenues	<u>247,147</u>
Expenses:	
Salaries and related taxes	340,427
Other operating expenses	82,762
Rent	58,291
Farm expenses	55,490
Legal and professional fees	50,132
Expense reimbursements	42,333
Depreciation and amortization	26,865
Professional dues and subscriptions	<u>15,667</u>
Total operating expenses	<u>671,967</u>
Loss from operations	(424,820)
Income taxes	<u>800</u>
Net loss	<u><u>\$ (425,620)</u></u>

See accompanying notes and independent auditors' report.

PACIFIC PEARL ENTERPRISES
STATEMENT OF STOCKHOLDER'S EQUITY
YEAR ENDED DECEMBER 31, 2010

	Common Stock;		Additional paid-in capital	Retained Earnings (Deficit)	Total Stockholder's Equity
	Shares	Amount			
Balance, January 1, 2010	150,000	\$ 1,500,000	\$ 126,000	\$ (747,887)	\$ 878,113
Additions in 2010	-	-	360,000	-	360,000
Net loss for the year ended December 31, 2010	-	-	-	(425,620)	(425,620)
Balance, December 31, 2010	150,000	\$ 1,500,000	\$ 486,000	\$ (1,173,507)	\$ 812,493

See accompanying notes and independent auditors' report.

**PACIFIC PEARL ENTERPRISES
STATEMENTS OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2010**

Cash flows provided by (used for) operating activities:		
Net loss		\$ (425,620)
Adjustments to reconcile net income to net cash provided by (used for) operating activities:		
Depreciation and amortization	\$ 26,865	
(Increase) decrease in assets:		
Farm crop	27,882	
Increase (decrease) in liabilities:		
Accounts payable	<u>11,338</u>	
Net cash provided by operating activities		66,085
Cash flows provided by financing activities -		
Addition of paid-in capital		<u>360,000</u>
Increase in cash		465
Cash-beginning of year		<u>95,476</u>
Cash-end of year		<u><u>\$ 95,941</u></u>

See accompanying notes and independent auditors' report.

PACIFIC PEARL ENTERPRISES
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies is presented to assist the reader in understanding and evaluating the financial statements. 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.

Business Activity

Pacific Pearl Enterprises is a California based corporation (the Company) that provides a full range of investment banking services including mergers and acquisitions and advisory related services, capital-raising, private placements of equity and debt securities of commercial real estate for micro to small-cap companies. The Company is a registered broker-dealer as a member of FINRA (Financial Industry Regulatory Authority). The Company does not typically hold any investments or funds on behalf of its clients.

The Company also owns a 20 acre avocado farm in Temecula California. The farm is operated by two employees, and the farm uses one outside company to harvest, pack and sell the crops.

Cash and Cash Equivalents

The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Basis of Accounting

The company maintains its accounting records on the accrual basis of accounting. Security transactions are recorded on a settlement date basis, generally the third business day following the transaction date.

Land, property and equipment

Property and equipment is stated at cost. Depreciation is provided by straight-line and accelerated methods over the estimated useful lives of the related assets, which is five to seven years.

Income Taxes

Deferred income taxes are recognized using the asset and liability method by applying income tax rates to cumulative temporary differences based on when and how they are expected to affect the tax return. Deferred tax assets and liabilities are adjusted for income tax rate changes.

PACIFIC PEARL ENTERPRISES
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010
(continued)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Regulatory Requirements

As a registered broker-dealer, the Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission (Rule 15c3-1) which requires that the minimum net capital, as defined, shall be \$5,000, as defined. At December 31, 2010, the Company had net capital of \$83,473 which exceeded its requirement by \$78,473.

A computation of reserve requirements and information relating to possession and control are not applicable to Pacific Pearl Enterprises as the Company qualifies for exemption under paragraph (k)(2)(i) from SEC Rule 15c3-3.

2. PROPERTY AND EQUIPMENT

Property and equipment consists of the following:

Farm land	\$ 616,283
Automobiles	190,000
Irrigation equipment	17,481
Furniture and equipment	<u>3,497</u>
	827,261
Less: accumulated depreciation	<u>(104,263)</u>
	<u>\$ 722,998</u>

3. LEASE COMMITMENTS

The Company leases its offices under an operating agreement that expires in May 2012. Total rent expense for the year ended December 31, 2010 amounted to \$58,291.

Minimum lease payments under the lease are as follows:

Year ending December 31,	
2011	\$ 57,889
2012	<u>24,460</u>
	<u>\$ 82,349</u>

PACIFIC PEARL ENTERPRISES
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010
(continued)

4. INCOME TAXES

There are no significant temporary differences between book and tax methods of accounting.

The Company also has approximately \$1,000,000 and \$1,095,000 of federal and state net operating loss carry-forwards, respectively, that expire in years ending through 2023. A deferred tax asset in the amount of \$437,000 has been fully offset by a valuation account for the same amount.

The provision for income taxes consists of the following:

Federal:		Current	\$	-	
		Deferred		<u>-</u>	
				<u>-</u>	
State:		Current		800	
		Deferred		<u>-</u>	
				<u>800</u>	
			\$	<u>800</u>	

5. MAJOR CUSTOMERS

Two customers represented approximately 84% of consulting fees for the year ended December 31, 2010.

6. SUPPLEMENTARY DISCLOSURES OF CASH FLOW INFORMATION

Cash paid during the year ended December 31, 2010 for income taxes amounted to \$800.

PACIFIC PEARL ENTERPRISES
COMPUTATION OF NET CAPITAL PER UNIFORM
NET CAPITAL RULE 15C3-1
YEAR ENDED DECEMBER 31, 2010

CREDITS

Stockholder's equity		812,493
----------------------	--	---------

DEBITS

Non allowable assets

Net property and equipment	722,998	
Haircut on money market account	630	
Petty cash	500	
Deposits	<u>4,892</u>	

		<u>729,020</u>
--	--	----------------

NET CAPITAL	\$	83,473
-------------	----	--------

Minimum net capital requirement	\$	<u>5,000</u>
---------------------------------	----	--------------

EXCESS NET CAPITAL	\$	<u><u>78,473</u></u>
--------------------	----	----------------------

AGGREGATE INDEBTEDNESS

Accounts payable		<u>11,338</u>
------------------	--	---------------

TOTAL AGGREGATE INDEBTEDNESS	\$	<u><u>11,338</u></u>
------------------------------	----	----------------------

Ratio of Aggregate Indebtedness to Net Capital		<u><u>6.92 :1.0</u></u>
--	--	-------------------------

**PACIFIC PEARL ENTERPRISES
RECONCILIATION OF NET CAPITAL
YEAR ENDED DECEMBER 31, 2010**

Net capital per FOCUS report, part II	\$ 83,474
Rounding	<u>(1)</u>
Net Capital	<u>\$ 83,473</u>

See accompanying notes and independent auditors' report.

SIPC-7

(33 REV. 7-10)

SECURITIES INVESTOR PROTECTION CORPORATION
P.O. Box 92185, Washington, D.C. 20090-2185
202-371-8300

General Assessment Reconciliation

For the fiscal year ended December, 20 10
(Read carefully the instructions in your Working Copy before completing this Form.)

SIPC-7

(33 REV. 7-10)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

Name of Member, address, Designated Examining Authority, 1934 Act registration no., and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 174-5:

067906 FINRA DEC
PACIFIC PEARL ENTERPRISE 21721
PACIFIC PEARL GROUP
60 S LAKE AVE STE 702
PASADENA CA 91101-2638

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc-otp and so indicate on the form filed.

Name and telephone number of person to contact respecting this form

A. General Assessment (item 2c from page 2)	\$	<u>475.39</u>
B. Less payment made with SIPC-B filed (exclude interest)	\$	<u>150.00</u>
Date Paid _____		
C. Less prior overpayment applied	\$	<u>0</u>
D. Assessment balance due or (overpayment)	\$	<u>0</u>
E. Interest computed on late payment (See instruction E) for _____ days at 20% per annum	\$	<u>0</u>
F. Total assessment balance and interest due (or overpayment carried forward)	\$	<u>325.39</u>
G. PAID WITH THIS FORM Check enclosed, payable to SIPC Total must be same as F above	\$	<u>325.39</u>
H. Overpayment carried forward	\$	_____

I. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number)

I, the SIPC member submitting this form and the person(s) whom it is executed represent hereby that all information contained herein is true, correct and complete.

PACIFIC PEARL ENTERPRISES
Member of the Securities Investor Protection Corporation
[Signature]
Member of the Board

Dated the 24 day of JANUARY, 20 11

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SIPC REVIEWER: Dates: Postmarked Received Renewed
Calculations: _____ Documentation: _____ Forward Copy: _____
Exemptions: _____
Disposition of exceptions: _____

**DETERMINATION OF "SIPC NET OPERATING REVENUES"
AND GENERAL ASSESSMENT**

Amounts for the fiscal period
beginning January 1, 2019
and ending December 31, 2019
Eliminate cents

Item No.
24. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)

\$ 247,112

2b. Additions

- (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.
- (2) Net loss from principal transactions in securities in trading accounts.
- (3) Net loss from principal transactions in commodities in trading accounts.
- (4) Interest and dividend expense deducted in determining item 2a.
- (5) Net loss from management of or participation in the underwriting or distribution of securities.
- (6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.
- (7) Net loss from securities in investment accounts.

0
0
0
0
0
0
0

Total additions

2c. Deductions

- (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.
- (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 18(9)(1) of the Act).
- (8) Other revenue not related either directly or indirectly to the securities business (See Instruction C).

0
0
0
0
0
0
0

56,985

(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.

\$ 0

(ii) 40% of margin interest earned on customer's securities accounts (40% of FOCUS line 5, Code 3060).

\$ 0

Enter the greater of line (i) or (ii)

Total deductions

56,985
190,157
133,172

2d. SIPC Net Operating Revenues

2e. General Assessment @ .0025

(To page 1, line 2 A.)



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

(i) Broker or Dealer

Name: Pacific Pearl Group

Address: 80 S Lake Ave., Suite #702, Pasadena, California

Telephone: 626-584-0570

SEC Registration Number: 8-67968

FINRA Registration Number: 148077

(ii) Accounting Firm

Name: Stein & Company

Address: 655 N. Central Avenue, 17th Floor Glendale, CA 91203

Telephone: 818-649-8350

Accountant's State Registration Number: 1785

(iii) Audit date covered by the Agreement: 12 31 2010
(Month) (Day) (Year)

(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), FINRA may deem the audit of the broker-dealer to not have been filed.

Signature: _____

Name: Cheng Jiang

(By Firm's FINOP or President)

Title: Chief Executive Officer

Date: 12/13 / 2010