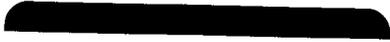


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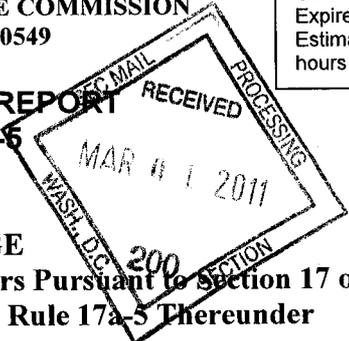
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL
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ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III



SEC FILE NUMBER
8 - 67922

KH 3/15

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

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER:  
**Kershner Securities, LLC**

OFFICIAL USE ONLY
FIRM ID. NO.

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

1825B Kramer Lane, Suite 200

(No. and Street)

Austin  
(City)

TX

(State)

78759

(Zip Code)

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

Andrew Kershner, 512-306-1192

(Area Code - Telephone No.)

**B. ACCOUNTANT IDENTIFICATION**

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

**PMB Helin Donovan, LLP**

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

5918 West Courtyard Drive, Ste 500  
(Address)

Austin  
(City)

Texas  
(State)

78730  
(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).

SEC 1410 (06-02)

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JD  
3/22

## OATH OR AFFIRMATION

I, Jason Gardner, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of

Kershner Securities, LLC, as of

December 31, 2010, 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:

The sole customer of Kershner Securities, LLC is Kershner Trading Americas, LLC, which is also a wholly owned subsidiary of Kershner Trading Group, LLC.

  
Signature

President  
Title

\_\_\_\_\_  
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 Proprietor's 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).



**PMB Helin Donovan**  
CONSULTANTS & CERTIFIED PUBLIC ACCOUNTANTS

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**

Financial Statements and Supplemental Schedules  
December 31, 2010

(With Independent Auditors' Report Thereon)

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Index to Financial Statements and Supplemental Schedules  
December 31, 2010

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## Independent Auditors' Report

To the Member of Kershner Securities, LLC:

We have audited the accompanying statement of financial condition of Kershner Securities, LLC, a wholly owned subsidiary of Kershner Trading Group, LLC, as of December 31, 2010, and the related statements of operations, changes in member's equity, cash flows, and changes in liabilities subordinated to claims of general creditors 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 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 Kershner Securities, LLC 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 audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in supplemental schedules I, II, and III are presented for purposes of additional analysis and are not a required part of the basic financial statements, but are 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.

**PMB Helin Donovan, LLP**

*PMB Helin Donovan, LLP*

Austin, Texas  
February 18, 2011

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Statement of Financial Condition  
December 31, 2010

**Assets**

Cash and cash equivalents	\$ 12,262
Receivable from clearing organization	1,122,183
Receivable from related entities, net	<u>184,968</u>
<b>Total assets</b>	<b>\$ <u>1,319,413</u></b>
<b>Liabilities and member's equity</b>	
Accounts payable	\$ 114,906
Other accrued expenses	<u>61,411</u>
Total liabilities	<u>176,317</u>
<b>Member's equity</b>	<u>1,143,096</u>
<b>Total liabilities and member's equity</b>	<b>\$ <u>1,319,413</u></b>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Statement of Operations  
Year Ended December 31, 2010

<b>Revenue</b>	
Commission income	\$ 4,557,246
Interest and dividend income	3,273
<b>Total revenue</b>	<u>4,560,519</u>
<b>Expenses:</b>	
Salaries and other employment costs	170,932
Commissions and clearing fees	2,322,815
Communications	108,110
Occupancy and equipment costs	26,538
Regulatory fees and expenses	46,006
Other expenses	6,493
<b>Total expenses</b>	<u>2,680,894</u>
<b>Income before income tax expense</b>	1,879,625
Income tax	<u>58,672</u>
<b>Net income</b>	<u><u>\$ 1,820,953</u></u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Statement of Changes in Member's Equity  
Year Ended December 31, 2010

Balance at December 31, 2009	\$ 1,607,143
Capital distributions	(2,285,000)
Net income	<u>1,820,953</u>
Balance at December 31, 2010	<u>\$ 1,143,096</u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Statement of Cash Flows  
Year Ended December 31, 2010

<b>Cash flows from operating activities:</b>	
Net income	\$ 1,820,953
Adjustments to reconcile net income to net cash provided by operating activities:	
Changes in operating assets and liabilities:	
Receivable from clearing organization	519,084
Prepaid expenses and other assets	5,296
Accounts payable	18,064
Other accrued expenses	28,194
Receivable to related entities, net	<u>(331,598)</u>
Net cash provided by operating activities	<u>2,059,993</u>
 <b>Cash flows from investing activities:</b>	
Net cash used in investing activities	<u>-</u>
 <b>Cash flows from financing activities:</b>	
Capital distributions	<u>(2,285,000)</u>
Net cash used in financing activities	<u>(2,285,000)</u>
Net decrease in cash and cash equivalents	(225,007)
Cash and cash equivalents at beginning of year	237,269
Cash and cash equivalents at end of year	<u>\$ <u>12,262</u></u>
 <b>Supplemental disclosures of cash flow information:</b>	
Cash paid during the year for:	
Interest	\$ <u>-</u>
Income taxes	\$ <u>-</u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Statement of Changes in Liabilities Subordinated to Claims of General Creditors  
Year Ended December 31, 2010

Balance at December 31, 2009	\$	-
Increases		-
Decreases		<u>-</u>
Balance at December 31, 2010	\$	<u><u>-</u></u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Notes to Financial Statements  
December 31, 2010

**Note 1 - Nature of Business**

Kershner Securities, LLC (the "Company"), was organized as a Delaware Limited Liability Company on February 22, 2008. The Company is a broker-dealer in securities registered with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company's sole member is Kershner Trading Group, LLC, ("KTG", the "Parent", or the "Member"). The Company operates under the provisions of Paragraph K(2)(ii) of Rule 15c3-3 of the SEC, and accordingly is exempt from the remaining provisions of that Rule. Substantially all of the Company's revenues are derived from commission income from a related entity.

**Note 2 - Liquidity and Capital Resources**

At December 31, 2010, the Parent had cash and cash equivalents of approximately \$7.3 million. KTG does not expect that its cash and cash equivalents will be sufficient to fund its operating and capital needs for the next twelve months following December 31, 2010, nor does KTG anticipate that trading margin during fiscal year 2011 will be sufficient to cover its operating expenses. Historically, the Parent has relied upon management's ability to periodically arrange for additional equity or debt financing to meet the Parent's liquidity requirements.

As such, in January 2011 KTG entered into an arrangement for additional working capital in the form of a \$5.0 million revolving line of credit. In the event additional cash is required to support operations, the Andrew S. Kershner Trust, KTG's majority owner, has also committed to fund KTG. KTG's management believes that it can operate within its business plan over the next twelve months and expects to be successful in maintaining sufficient working capital and will manage operations commensurate with its level of working capital.

**Note 3 - Significant Accounting Policies**

Basis of Accounting

These financial statements are presented on the accrual basis of accounting in accordance with generally accepted accounting principles in the United States of America. Revenues are recognized in the period earned and expenses when incurred.

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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents

For purposes of reporting cash flows, the Company has defined cash equivalents as highly liquid investments with original maturities of less than ninety days that are not held for sale in the ordinary course of business.

Securities Transactions

Purchases and sales of securities, and commission revenue and expense, are recorded on a trade date basis. Dividends are recorded on the ex-dividend date.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Notes to Financial Statements  
December 31, 2010  
(Continued)

Financial Instruments and Credit Risk

Financial instruments that potentially subject the Company to credit risk include cash and cash equivalents and receivables from clearing broker-dealers. The Company did not have cash balances in excess of federally insured limits as of December 31, 2010. Receivables from clearing broker-dealers represent cash deposited and commissions receivable from these broker-dealers, \$500,000 of which are insured from theft by the Securities Investor Protection Corporation.

Income Taxes

The Company will be taxed at the member level rather than at the corporate level for federal income tax purposes. The Company is liable for a pro rata allocation of the Texas margin tax, which is filed with the Parent. The Company has accrued \$58,672 for the Texas margin tax as of December 31, 2010, which is included in accrued liabilities.

Date of Management's Review

Management has evaluated the financial statements for subsequent events through the issuance date, February 18, 2011.

Fair Value of Financial Instruments

The carrying amount of cash and cash equivalents, receivable from clearing organization, accounts payable and accrued expenses approximated fair market value at December 31, 2010 due to their relatively short maturities and prevailing market terms.

Recent Accounting Pronouncements

As of December 31, 2010, the Company adopted the following accounting standards, none of which had a material impact on the Company's financial position, results of operations or cash flows:

In January 2010, the Financial Accounting Standards Board ("FASB") issued an accounting standard update, Fair Value Measurements and Disclosures (Topic 820), Improving Disclosures about Fair Value Measurements. The Update would affect all entities that are required to make disclosures about recurring and nonrecurring fair value measurements. The Board concluded that users will benefit from improved disclosures in this Update and that the benefits of the increased transparency in financial reporting will outweigh the costs of complying with the new requirements. The new disclosures and clarifications of existing disclosures are effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 31, 2010, and for interim periods within those fiscal years. The Company is currently evaluating the impact this update will have on the Company's financial statements.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Notes to Financial Statements  
December 31, 2010  
(Continued)

In January 2010, the FASB issued an accounting standard update to address implementation issues related to the changes in ownership provisions in the Consolidation—Overall Subtopic (Subtopic 810-10) of the *FASB Accounting Standards Codification*, originally issued as FASB Statement No. 160, *Noncontrolling Interests in Consolidated Financial Statements*. Subtopic 810-10 establishes the accounting and reporting guidance for noncontrolling interests and changes in ownership interests of a subsidiary. The amendments in this update are effective beginning in the period that an entity adopts Statement 160 (now included in Subtopic 810-10). If an entity has previously adopted Statement 160 as of the date of the amendments in this update are included in the Accounting Standards Codification, the amendments in this update are effective beginning in the interim or annual reporting period ending on or after December 31, 2009. The amendments in this update should be applied retrospectively to the first period that an entity adopted 160. The Company believes adoption of this new guidance will not have a material impact on the Company's financial statements.

Other recent accounting pronouncements issued by the FASB, the American Institute of Certified Public Accountants, and the SEC did not or are not believed by management to have a material impact on the Company's financial statements.

**Note 4 - Member's Equity**

The Company has one class of membership interest and the sole member of the Company is Kershner Trading Group, LLC.

The Member shall make capital contributions to the Company as it may determine from time to time. No interest shall accrue on such contributions and the Member does not have the right to withdraw, or be repaid on its contributions except as provided in the LLC Agreement.

Capital account withdrawals and distributions are made in accordance with the LLC Agreement. Capital distributions to its Member can be made under a capital distribution policy approved by the Member.

**Note 5 - Net Capital Requirements**

Pursuant to the net capital provisions of Rule 15c3-1 of the Securities and Exchange Act of 1934, the Company is required to maintain a minimum net capital, as defined under such provisions. Net capital and the related net capital ratio may fluctuate on a daily basis. At December 31, 2010, the Company had net capital of \$945,128 and net capital requirements of \$100,000. The Company's ratio of aggregate indebtedness to net capital was 0.19 to 1. The Securities and Exchange Commission permits a ratio of no greater than 15 to 1.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Notes to Financial Statements  
December 31, 2010  
(Continued)

**Note 6 - Related Party Transactions**

The Company has an Expense Sharing Agreement (“Sharing Agreement”) with its Parent. The Sharing Agreement provides for the pro rata sharing of office space, office equipment and the expenses of certain administrative and other personnel and ancillary services. The parties have agreed to share the fees and costs as follows: (a) premises and property are allocated based on the square footage occupied by each party; (b) personnel in proportion to the allocation of time spent with each entity by such personnel; and (c) certain outside services are shared in proportion to use or incurrence of the same by each party. The Parent invoices the Company for those expenses on a monthly basis. The Company incurred \$332,656 of expense under this agreement for the period ending December 31, 2010, of which \$332,656 was payable at December 31, 2010.

The Company entered into a Technology Services Agreement (“Technology Agreement”) to outsource all of its technology needs to Kershner Technology and Innovation, which is wholly owned by the Parent. The Technology Agreement provides for a monthly fixed fee of \$1,000, and \$12,000 was payable at December 31, 2010.

The Company executed an agreement to provide electronic trading services to Kershner Trading Americas (“Americas”), which is wholly owned by the Parent. The trading service provides Americas with the right to use the software, equipment, telecommunications and connectivity resources of the Company to execute trades. In exchange for this service the Company charges monthly execution and clearance fees on a per share basis which are invoiced at month end. The Company earned \$1,584,148 under this agreement for the period ending December 31, 2010, of which \$529,624 was receivable at December 31, 2010.

Receivable from related entities, net consisted of the following at December 31, 2010:

Payable to Kershner Trading Group	\$ (332,656)
Payable to Kershner Technology and Innovation	(12,000)
Receivable from Kershner Trading Americas	<u>529,624</u>
	<u>\$ 184,968</u>

**Note 7 - Employee Benefit Plans**

The Parent sponsors a 401(k) Plan (the “Plan”) for the benefit of all eligible employees of the Company. To be eligible, the employees must have reached the age of 21. Participants may elect to defer up to the maximum allowable amount by law to the Plan.

**Note 8 - Commitment and Contingencies**

Included in the Company’s clearing agreement with its clearing broker-dealer is an indemnification clause. This clause relates to instances where the Company’s customers fail to settle security transactions. In the event this occurs, the Company will indemnify the clearing broker-dealer to the extent of the net loss on any unsettled trades. At December 31, 2010, management of the Company had not been notified by the clearing broker-dealer, nor were they otherwise aware, of any potential losses relating to this indemnification.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Notes to Financial Statements  
December 31, 2010  
(Continued)

The Company is required to have an account at the clearing broker that shall at all times contain cash, securities, or a combination of both, having a market value of \$1,000,000 reflecting the combined total of the Minimum Equity Requirement of \$800,000 and the Clearing Deposit of \$200,000. These amounts are included with receivables from clearing organizations on the statement of financial condition.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
 Computation of Net Capital and Aggregate Indebtedness Pursuant to Rule 15c3-1  
 of the Securities and Exchange Commission  
 As of December 31, 2010

**SCHEDULE I**

Net capital:		
Total member's equity	\$	1,143,096
Less:		
Non-allowable assets:		
Receivable from related entities, net		(184,968)
Other deductions or allowable credits:		
Excess fidelity bond deductible		<u>(13,000)</u>
Net capital before haircuts on securities positions		945,128
Haircuts on securities positions		<u>-</u>
Net capital	\$	<u>945,128</u>
Aggregate indebtedness:		
Total liabilities	\$	<u>176,317</u>
Total aggregate indebtedness	\$	<u>176,317</u>
Minimum net capital requirement (greater of 6 2/3% of aggregate indebtedness or \$100,000)	\$	<u>100,000</u>
Net capital in excess of minimum requirement	\$	<u>845,128</u>
Ratio: Aggregate indebtedness to net capital		<u>0.19 to 1</u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Computation of Net Capital and Aggregate Indebtedness  
Reconciliation with Company's Computation of Net Capital (included in Part II  
of form X-17A-5 as of December 31, 2010)

**SCHEDULE II**

Net capital, as reported in the Company's Part II (unaudited) Focus report filed with FINRA	\$ 939,509
Audit adjustments	(52,602)
Adjustment to non-allowable assets	58,221
Net capital per audit	<u>\$ 945,128</u>

See notes to financial statements and independent auditors' report.

**KERSHNER SECURITIES, LLC**  
**(A Wholly Owned Subsidiary of Kershner Trading Group, LLC)**  
Computation for Determination of Reserve Requirements Under  
Rule 15c3-3 of the Securities and Exchange Commission  
As of December 31, 2010

**SCHEDULE III**

**EXEMPTIVE PROVISIONS**

The Company has claimed an exemption from Rule 15c3-3 under section (k)(2)(ii), in which all customer transactions are cleared through another broker-dealer on a fully disclosed basis.

Company's clearing firm: Goldman Sachs Execution & Clearing, L.P.

See notes to financial statements and independent auditors' report.

## INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL

To the Members of Kershner Securities, LLC:

In planning and performing our audit of the financial statements and supplemental schedules of Kershner Securities, LLC. (the Company) as of and for the year ended December 31, 2010 in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on 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 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 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:

1. Making quarterly securities examinations, counts, verifications and comparisons,
2. Recordation of differences required by rule 17a-13, or
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 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 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 accordance 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 or 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.



# PMB Helin Donovan

CONSULTANTS & CERTIFIED PUBLIC ACCOUNTANTS

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 were adequate at December 31, 2010 to meet the SEC's objectives.

This report is intended solely for use of the members, management, the SEC, the Financial Industry Regulatory Authority, Inc. 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.

**PMB Helin Donovan, LLP**

*PMB Helin Donovan, LLP*

Austin, Texas  
February 18, 2011

**Independent Accountant's Report on Applying Agreed-Upon Procedures Regarding Form SIPC-7**

To the Member of Kershner Securities, LLC:

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments [General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the period beginning January 1, 2010 and ending December 31, 2010, which were agreed to by Kershner Securities, LLC and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating Kershner Securities LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Kershner Securities LLC's management is responsible for Kershner Securities LLC's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our finding are as follows:

1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement record entries noting no differences;
2. Compared the amounts reported for the period January 1, 2010 through December 31, 2010, as contained within the report on the audited Form X-17A-5 for the year ended December 31, 2010, with the amounts reported in Form SIPC-7 for the year ended December 31, 2010 noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences;
4. Proved the arithmetical accuracy of the calculations reflected in the Form SIPC-7 and in the supporting schedules and working papers supporting the adjustments noting no differences; and
5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7, on which it was originally computed, noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

**PMB Helin Donovan, LLP**

*PMB Helin Donovan, LLP*

February 18, 2011

**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**

**SIPC-7**

(33-REV 7/10)

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

**TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS**

1. 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 17a-5:

067922 FINRA DEC  
KERSHNER SECURITIES LLC 20\*20  
1825 KRAMER LN STE B200  
AUSTIN TX 78758-4281

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

Name and telephone number of person to contact respecting this form.  
\_\_\_\_\_

- 2. A. General Assessment (item 2e from page 2) \$ 9,726
- B. Less payment made with SIPC-6 filed (exclude interest) (5,452)
- 7/26/10  
    Date Paid
- C. Less prior overpayment applied (0)
- D. Assessment balance due or (overpayment) 4,274
- E. Interest computed on late payment (see instruction E) for \_\_\_\_\_ days at 20% per annum 0
- F. Total assessment balance and interest due (or overpayment carried forward) \$ 4,274
- G. PAID WITH THIS FORM:  
    Check enclosed, payable to SIPC  
    Total (must be same as F above) \$ 4,274
- H. Overpayment carried forward \$ (0)

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):  
\_\_\_\_\_  
\_\_\_\_\_

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

Kershner Securities, LLC  
(Name of Corporation, Partnership or other organization)

B. M. [Signature]  
(Authorized Signature)

Dated the 21 day of January, 2011.

CCO; FINOP  
(Title)

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      Reviewed

Calculations                           Documentation                           Forward Copy                     

Exceptions: \_\_\_\_\_

Disposition of exceptions: \_\_\_\_\_

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

Amounts for the fiscal period  
beginning January 1, 2010  
and ending Dec. 31, 2010  
Eliminate cents

<b>Item No.</b>		
2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)		\$ <u>4,557,246</u>
<b>2b. Additions:</b>		
(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.		<u>0</u>
(2) Net loss from principal transactions in securities in trading accounts.		<u>0</u>
(3) Net loss from principal transactions in commodities in trading accounts.		<u>0</u>
(4) Interest and dividend expense deducted in determining item 2a.		<u>\$ 4,447</u>
(5) Net loss from management of or participation in the underwriting or distribution of securities.		<u>0</u>
(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.		<u>0</u>
(7) Net loss from securities in investment accounts.		<u>0</u>
Total additions		<u>\$ 4,447</u>
<b>2c. Deductions:</b>		
(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.		<u>0</u>
(2) Revenues from commodity transactions.		<u>0</u>
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.		<u>\$ 666,835</u>
(4) Reimbursements for postage in connection with proxy solicitation.		<u>0</u>
(5) Net gain from securities in investment accounts.		<u>0</u>
(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.		<u>0</u>
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).		<u>0</u>
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):		<u>0</u>
<hr/>		
(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.	\$ <u>4,447</u>	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).	\$ <u>0</u>	
Enter the greater of line (i) or (ii)		<u>\$ 4,447</u>
Total deductions		<u>\$ 671,282</u>
2d. SIPC Net Operating Revenues		\$ <u>3,890,411</u>
2e. General Assessment @ .0025		\$ <u>9,726</u>

(to page 1, line 2.A.)