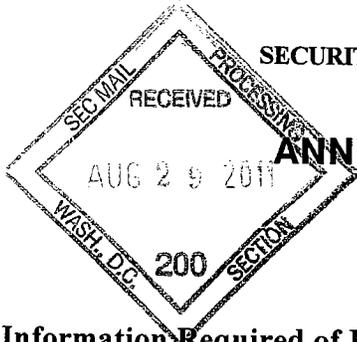


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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

SEC FILE NUMBER
8-30116

**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 July 1, 2010 AND ENDING June 30, 2011
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Googins & Anton, Inc.

OFFICIAL USE ONLY
FIRM I.D. NO.

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

6417 University Avenue

(No. and Street)

Middleton

(City)

WI

(State)

53562-3417

(Zip Code)

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

Louise P. Googins, President

608-836-3229

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Weinberg & Co.

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

1415 East State Street, Ste 608

(Address)

Rockford

(City)

IL

(State)

61104

(Zip Code)

CHECK ONE:

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



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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)

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.

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OATH OR AFFIRMATION

I, Louise P. Googins, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Googins & Anton, Inc., as of June 30, 20 11, 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:

Signed before me on 8-26-11
in Dane County / WI

Louise P. Googins

Signature

My commission expires 10-7-2012

President

Title

Brenda J. Gaud

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).

Report of Independent Accountants

Board of Directors
Googins & Anton, Inc.
Middleton, Wisconsin

We have audited the accompanying statements of financial condition of Googins & Anton, Inc. as of June 30, 2011 and 2010, and the related statements of income, changes in stockholders' equity 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 audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits 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 audits provide 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 Googins & Anton, Inc. as of June 30, 2011 and 2010, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Weinberg & Co.

Middleton, Wisconsin
August 25, 2011

GOOGINS & ANTON, INC.

STATEMENTS OF FINANCIAL CONDITION
June 30, 2011 and 2010

<u>ASSETS</u>	<u>2011</u>	<u>2010</u>
CURRENT:		
Cash and cash equivalents	\$ 128 134	\$ 106 916
Commissions receivable	115	18 840
Marketable securities	<u>7 590</u>	<u>5 334</u>
TOTAL ASSETS	<u>\$ 135 839</u>	<u>\$ 131 090</u>
 <u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>		
CURRENT LIABILITIES:		
Due to affiliate	\$ 69 155	\$ 82 227
Income taxes payable	<u>2 900</u>	<u>-</u>
TOTAL LIABILITIES	<u>72 055</u>	<u>82 227</u>
STOCKHOLDERS' EQUITY:		
Common stock, \$1 par value shares, 50,000 shares authorized, 10,000 shares issued and outstanding	10 000	10 000
Less treasury stock (5,000 shares at par value)	(5 000)	(5 000)
Retained earnings	<u>58 784</u>	<u>43 863</u>
TOTAL STOCKHOLDERS' EQUITY	<u>63 784</u>	<u>48 863</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 135 839</u>	<u>\$ 131 090</u>

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

GOOGINS & ANTON, INC.

STATEMENTS OF INCOME
For the Years Ended June 30, 2011 and 2010

	<u>2011</u>	<u>2010</u>
REVENUE:		
Commissions	\$1 651 965	\$1 315 488
Investment income	780	157
Unrealized gain on investments	<u>2 256</u>	<u>2 034</u>
	<u>1 655 001</u>	<u>1 317 679</u>
EXPENSES:		
Directors fees	70 423	58 289
Salaries and benefits	1 145 911	911 215
Independent contractors	2 978	2 368
Payroll processing	1 985	1 579
Repairs	2 151	1 710
Rents	63 368	50 389
Payroll taxes	56 088	44 600
Advertising	75 942	60 388
Printing and publications	4 302	3 421
Insurance	24 487	19 472
Management fees	50 000	40 000
Accounting fees	33 234	27 928
Fees and licenses	16 808	9 855
Utilities	2 647	2 105
Telephone	10 423	8 289
Office supplies and postage	28 292	22 497
Computer expense	12 905	10 262
Meeting expense	14 891	11 841
Travel and mileage	7 445	5 921
Meals and entertainment	4 467	3 552
Miscellaneous	<u>5 353</u>	<u>1 683</u>
	<u>1 634 100</u>	<u>1 297 364</u>
Income before income taxes	20 901	20 315
Income tax (expense)	<u>5 980</u>	<u>-</u>
NET INCOME	<u>\$ 14 921</u>	<u>\$ 20 315</u>

The accompanying notes are an integral part of the financial statements

GOOGINS & ANTON, INC.

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
For the Years Ended June 30, 2011 and 2010

	<u>Common Stock</u>	<u>Treasury Stock</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance, June 30, 2009	\$ 10 000	\$ (5 000)	\$ 23 548	\$ 28 548
Net income	<u>-</u>	<u>-</u>	<u>20 315</u>	<u>20 315</u>
Balance, June 30, 2010	10 000	(5 000)	43 863	48 863
Net income	<u>-</u>	<u>-</u>	<u>14 921</u>	<u>14 921</u>
Balance, June 30, 2011	<u>\$ 10 000</u>	<u>\$ (5 000)</u>	<u>\$ 58 784</u>	<u>\$ 63 784</u>

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

GOOGINS & ANTON, INC.

STATEMENTS OF CASH FLOWS
For the Years Ended June 30, 2010 and 2009

	<u>2011</u>	<u>2010</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$ 14 921	\$ 20 315
Adjustment to reconcile net income to net cash provided by operating activities:		
Unrealized gain on investment	(2 256)	(2 034)
Commissions receivable	18 725	(17 698)
Due to affiliates	(13 072)	22 658
Income taxes payable	<u>2 900</u>	<u>-</u>
Total adjustments	<u>6 297</u>	<u>2 926</u>
Net cash provided by operating activities	21 218	23 241
CASH FLOWS FROM INVESTING ACTIVITIES,		
Purchase marketable securities	<u>-</u>	<u>(3 300)</u>
NET INCREASE IN CASH	21 218	19 941
CASH AND CASH EQUIVALENTS, beginning of year	<u>106 916</u>	<u>86 975</u>
CASH AND CASH EQUIVALENTS, end of year	<u>\$ 128 134</u>	<u>\$ 106 916</u>

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

GOOGINS & ANTON, INC.

NOTES TO FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Operations

The Company operates as a broker in registered securities and other investments. The Company introduces and forwards, as a broker, all security transactions and accounts to Pershing LLC, which carries such accounts on a fully disclosed basis. Commissions receivable consist of amounts due from Pershing LLC, and other companies for whom the Company has sold annuities or mutual funds.

Income Taxes

Deferred income taxes result from the use of the accrual method for financial reporting purposes and the cash basis for tax purposes.

Recognition of Revenue

All securities and annuity transactions and related revenue and expenses are generally recorded on a trade-date basis.

Cash Equivalents

All highly liquid securities purchased with an original maturity of three months or less are considered to be cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results could differ from those estimates.

Commissions Receivable

Commissions receivable are recorded at the amount the Company expects to collect on balances outstanding at year-end. Management closely monitors outstanding balances and writes off, as of year-end, all balances deemed uncollectable by the time the financial statements are issued.

NOTE 2 - MARKETABLE SECURITIES

Marketable equity securities held by the Company at June 30, 2011 and 2010, consist of 300 shares of NASDAQ OMX Group common stock which is valued at the unadjusted quoted prices in active markets for identical assets (Level 1) at year-end.

GOOGINS & ANTON, INC.

NOTES TO FINANCIAL STATEMENTS (Continued)

NOTE 3 - NET CAPITAL REQUIREMENTS

The Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission, which requires the maintenance of a minimum net capital of \$5,000 at June 30, 2011 and 2010, respectively, and that the ratio of aggregated indebtedness to net capital, both of which are defined, should not exceed 15 to 1. Net capital as of June 30, 2011 and 2010, was \$62,531 and \$29,223, and aggregate indebtedness was \$72,055 and \$82,227, respectively. The ratio of aggregate indebtedness to net capital at June 30, 2011 and 2010, was 1.2 to 1 and 2.8 to 1, respectively.

NOTE 4 - FEES AND REIMBURSEMENT OF EXPENSES TO AFFILIATES

The Company has an operating agreement with an affiliated company. The agreement provides for the affiliated company to pay a substantial portion of Googins & Anton, Inc.'s operating expenses in exchange for a management fee equal to approximately 90 percent of revenue received after commissions and certain other expenses are paid. This fee totaled \$1,498,652 and \$1,191,711 for the years ended June 30, 2011 and 2010, respectively, and has been allocated to the appropriate expense category on the statement of income. Accrued management fees due to affiliates at June 30, 2011 and 2010, amounted to \$69,155 and \$82,227, respectively.

NOTE 5 - INCOME TAXES

The Company follows the provisions of FASB Interpretation No. (FIN) 48 "Accounting for Uncertainty in Income Taxes". FIN 48 clarifies the accounting for uncertainty in income taxes by prescribing a minimum recognition threshold for a tax position taken or expected to be taken in a tax return that is required to be met before being recognized in the financial statements. The application of the provisions of FIN 48 did not result in the creation of unrecognized tax benefits as of June 30, 2011 or 2010.

The Company files federal and Wisconsin tax returns. The Company is no longer subject to federal and Wisconsin income tax examinations by tax authorities for the years before 2007.

The Company's income tax expense for the years ended June 30, 2011 and 2010, consist of the following:

	<u>2011</u>	<u>2010</u>
Taxes currently payable	\$ 7 280	\$ -
Deferred taxes	<u>(1 300)</u>	<u>-</u>
Income tax expense	<u>\$ 5 980</u>	<u>\$ -</u>

GOOGINS & ANTON, INC.

NOTES TO FINANCIAL STATEMENTS (Continued)

NOTE 6 - SUBSEQUENT EVENTS

The Company's management has evaluated subsequent events through August 25, 2011, the date the financial statements were available to be issued, and has concluded that there are no significant subsequent events that would require adjustment to or disclosure in the financial statements.

Report of Independent Accountants on
Supplementary Information Required by Rule 17A-5
of the Securities and Exchange Commission

Board of Directors
Googins & Anton, Inc.
Middleton, Wisconsin

We have audited the accompanying financial statements of Googins & Anton, Inc. as of and for the years ended June 30, 2011 and 2010, and have issued our report thereon dated August 25, 2011. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I, II, III and IV 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 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

Weinberg & Co.

Weinberg & Co.

Middleton, Wisconsin
August 25, 2011

GOOGINS & ANTON, INC.

COMPUTATION OF NET CAPITAL REQUIRED BY RULE 15C3-1
OF THE SECURITIES AND EXCHANGE COMMISSION
June 30, 2011

COMPUTATION OF NET CAPITAL

Total stockholder's equity qualified for net capital	\$ 63,784
Deduct non-allowable assets,	
Aged commissions receivable, net of related commission payable	<u>(115)</u>
Net capital before haircuts on securities position	63,669
Deduct haircuts on securities (computed, where applicable, pursuant to Rule 15C3-1(f) other securities)	<u>(1,138)</u>
NET CAPITAL	<u>\$ 62,531</u>

GOOGINS & ANTON, INC.

COMPUTATION OF NET CAPITAL REQUIRED BY RULE 15C3-1
OF THE SECURITIES AND EXCHANGE COMMISSION
June 30, 2011

COMPUTATION OF BASIC NET REQUIREMENT

Net capital	<u>\$ 62,531</u>
Net capital requirement	<u>\$ 5,000</u>
Excess net capital	<u>\$ 57,531</u>
Excess net capital at 100% (net cap-10% of AI)	<u>\$ 55,325</u>

COMPUTATION OF AGGREGATE INDEBTEDNESS

Total A.I. liabilities	<u>\$ 72,055</u>
Percentage of aggregate indebtedness to net capital	<u>115.23%</u>

GOOGINS & ANTON, INC.

SUMMARY OF AUDIT ADJUSTMENTS
TO COMPUTATION OF NET CAPITAL REQUIREMENT
June 30, 2011

Net capital as previously reported in the Financial and Operation Combined Uniform Single Report - Part IIA (Unaudited)	\$ 65,806
Audit adjustments:	
Cash	(1,599)
Commissions receivable	(115)
Accounts payable, accrued liabilities, expenses and other	<u>(1,561)</u>
	<u>(3 275)</u>
Net capital as currently reported on Schedule I	<u>\$ 62,531</u>

GOOGINS & ANTON, INC.

COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENT
REQUIRED BY RULE 15C3-3 OF THE SECURITIES AND EXCHANGE COMMISSION
June 30, 2011

The Company is exempt from Rule 15C3-3 under paragraph(k)(2)ii). The Company clears all transactions with and for customers on a fully disclosed basis with Pershing LLC, or other qualified investment companies, and promptly transmits all customer funds and securities to Pershing LLC, or other qualified investment companies, which carries all of the accounts of such customers and maintains and preserves such books and records pertaining thereto pursuant to the requirements of Rules 17A-3 and 17A-4, as are customarily made and kept by a clearing broker or dealer.

GOOGINS & ANTON, INC.

INFORMATION RELATING TO THE POSSESSION OR CONTROL REQUIREMENTS
REQUIRED BY RULE 15C3-3 OF THE SECURITIES AND EXCHANGE COMMISSION
June 30, 2011

The Company is exempt from the possession and control requirements of Rule 15C3-3 under paragraph(k)(2)(ii). The Company clears all transactions for customers on a fully disclosed basis with Pershing LLC, or other qualified investment companies, and promptly transmits all customer funds and securities to Pershing LLC, and other qualified investment companies, which carries all of the accounts of such customers and maintains and preserves such books and records pertaining thereto pursuant to the requirements of Rules 17A-3 and 17A-4, as are customarily made and kept by a clearing broker or dealer.

Report of Independent Accountants on Internal Control Structure
Required by Rule 17A-5 of the Securities and Exchange Commission

Board of Directors
Googins & Anton, Inc.
Middleton, Wisconsin

In planning and performing our audit of the financial statements of Googins & Anton, Inc. for the year ended June 30, 2011, we considered its internal control structure in order to determine our auditing procedures for the purposes of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

We also made a study of the practices and procedures following by Googins & Anton, Inc. in making the periodic computations of aggregate indebtedness and net capital under Rule 17A-3(a)(11). The management of the Company has indicated that the Company was in compliance with the exemptive provisions of Rule 15C3-3 and no facts came to our attention indicating that the exemptive provisions have not been complied with during the year ended June 30, 2010. We did not review the practices and procedures followed by the Company in making the quarterly securities examinations, counts, verifications and comparisons, and the recording 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 customers or perform custodial functions relating to customer 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 Commission'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 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 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 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 Commission 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 June 30, 2011, to meet the Commission's objectives.

This report is intended solely for the use of management, 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.

Weinberg & Co.

Middleton, Wisconsin
August 25, 2011

**Independent Accountants' Report on Applying Agreed-Upon
Procedures Related to an Entity's SIPC Assessment Reconciliation**

To the Board of Directors
Googins & Anton, Inc.
Middleton, Wisconsin

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 Payment (Form SIPC-6) and General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the year ended June 30, 2011, which were agreed to by Googins & Anton, Inc. and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc. and SIPC solely to assist you and the other specified parties in evaluating Googins & Anton, Inc.'s compliance with the applicable instructions of the General Assessment Payment (Form SIPC-6) and General Assessment Reconciliation (Form SIPC-7). Googins & Anton, Inc.'s management is responsible for Googins & Anton, Inc.'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 findings are as follows:

1. Compared the listed assessment payments in Form SIPC-6 and Form SIPC-7 with respective cash disbursements in the general ledger and to copies of disbursed checks, noting no differences;
2. Compared the amounts reported on the audited Form X-17A-5 for the quarters ended September 30, 2010, December 31, 2010, March 31, 2011, and June 30, 2011, as applicable, with the amounts reported in Form SIPC-6 and Form SIPC-7 for the year ended June 30, 2011, noting no differences;
3. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-6 and Form SIPC-7 and with Form X-17A-5 and Googins & Anton's Statement of Income/Loss supporting the adjustments, 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 or should not be used by anyone other than these specified parties.

August 25, 2011

Weinberg & Co.