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

OMB APPROVAL

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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 BEG	7/01/2011	AND ENDING	06/30/2012
	MM/DD/Y	Y	MM/DD/YY
	A. REGISTRANT IDEN	NTIFICATION	
NAME OF BROKER-DEALER:	United Financial Group, Ltd.		OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)		FIRM I.D. NO.	
	666 Old Country Road St	e 104	
	(No. and Str	reet)	
Garden City	New Y	ork 115	30
(City)	(Sta	te)	(Zip Code)
NAME AND TELEPHONE NUM Lee DeLorenzo	BER OF PERSON TO CONTA	CT IN REGARD TO THIS RE	(516) 222-0021
			(Area Code - Telephone Number)
	B. ACCOUNTANT IDE	NTIFICATION	
INDEPENDENT PUBLIC ACCOUNT	JNTANT whose opinion is cont Wagner & Zwerman LLP	tained in this Report*	
	(Name - if individual, st	ate last, first, middle name)	
450 Wireless Blvd.	Hauppauge	New York	11788
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:			
Certified Public Ac	countant		
☐ Public Accountant			
☐ Accountant not resi	dent in United States or any of i	its possessions.	
	FOR OFFICIAL	USE ONLY	
		L. Sarries	

<sup>\*</sup>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,	Lee DeLorenzo	, swear (or affirm) that, to the best of
my l	knowledge and belief the accompanying financial stat United Financial Group, Ltd.	ement and supporting schedules pertaining to the firm of, as
of		20_12, are true and correct. I further swear (or affirm) that
		I officer or director has any proprietary interest in any account
	sified solely as that of a customer, except as follows:	
	N/A	
		Signature
		President
		Title
	Notary Public  report ** contains (check all applicable boxes):  (a) Facing Page.  (b) Statement of Financial Condition.	TAMEKA WHITE  Notary Public, State of New York  No 01WH6179686  Qualified in Queens County  Commission Exp. 21 Day of 22 20 25
	(c) Statement of Income (Loss).	
	<ul> <li>(d) Statement of Changes in Financial Condition.</li> <li>(e) Statement of Changes in Stockholders' Equity or</li> <li>(f) Statement of Changes in Liabilities Subordinated</li> <li>(g) Computation of Net Capital.</li> </ul>	to Claims of Creditors.
	(h) Computation for Determination of Reserve Requi	
	(i) Information Relating to the Possession or Contro	on of the Computation of Net Capital Under Rule 15c3-1 and the
، ت	Computation for Determination of the Reserve R	equirements Under Exhibit A of Rule 15c3-3.
	(k) A Reconciliation between the audited and unaudi	ted Statements of Financial Condition with respect to methods of
	consolidation. (1) An Oath or Affirmation.	
	(i) An Oath of Affirmation. (m) A copy of the SIPC Supplemental Report.	
		nd to exist or found to have existed since the date of the previous audit.

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

FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION

JUNE 30, 2012

## FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

JUNE 30, 2012

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### WAGNER & ZWERMAN LLP

Certified Public Accountants

Mark Wagner, CPA Andrew M. Zwerman, CPA Vincent J. Preto, CPA

450 Wireless Boulevard, Hauppauge, NY 11788 (631) 777-1000 Fax (631) 777-1008 Email: staff@wzcpafirm.com

#### INDEPENDENT AUDITORS' REPORT

To the Board of Directors of United Financial Group, Ltd. Garden City, NY

We have audited the accompanying statement of financial condition of United Financial Group, Ltd. (the "Company") as of June 30, 2012 and the related statements of income, of changes in stockholder's equity and of cash flows for the year then ended that are filed pursuant to Rule 17a-5 under the Securities and 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 consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, 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 United Financial Group, Ltd. at June 30, 2012, 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.

Wagner & Zwerman LLP

WAGNER & ZWERMAN LLP Certified Public Accountants Hauppauge, NY August 17, 2012

## UNITED FINANCIAL GROUP, LTD. STATEMENT OF FINANCIAL CONDITION AS OF JUNE 30, 2012

#### **ASSETS**

Cash in bank Commissions receivable Prepaid expenses Due from related party	\$96,9 57,1 9,1 2	67
Furniture and office equipment Less accumulated depreciation Total furniture and office equipment	\$26,553 (26,186)	<u>67</u>
TOTAL ASSETS	\$163,89	94
LIABILITIES AND STOCKH	OLDER'S EQUITY	
LIABILITIES Commissions payable Accrued expenses	\$9,86 16,84	44_
STOCKHOLDER'S EQUITY Common stock-(No par value; 200 shares	26,65	52
authorized, issued and outstanding) Additional paid-in capital Retained earnings Total stockholder's equity	\$1,000 25,000 111,242	<del>1</del> 2
TOTAL LIABILITIES AND STOCKHOLDER'S EQUIT	Y\$163,89	94_

## UNITED FINANCIAL GROUP, LTD. STATEMENT OF INCOME FOR THE YEAR ENDED JUNE 30, 2012

Revenue	
Commissions	\$499,505
Dividends and interest	42
Total revenue	499,547
Expenses	
Employee compensation and benefits	217,411
Administrative expenses per expense sharing agreement	64,898
Insurance	23,443
Professional fees	36,061
Consultants	109,816
Education, licenses and dues	6,779
Printing and office expenses	2,389
Depreciation	440
Other expenses	5,579
Total expenses	466,816
Income before provision for income taxes	32,731
Provision for income taxes	1,629
Net income	\$31,102

The accompanying notes are an integral part of these financial statements

## UNITED FINANCIAL GROUP, LTD. STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY FOR THE YEAR ENDED JUNE 30, 2012

	COMMON STOCK	ADDITIONAL PAID IN <u>CAPITAL</u>	RETAINED <u>EARNINGS</u>	<u>TOTAL</u>
Balance, July 1, 2011	\$1,000	\$25,000	\$80,140	\$106,140
Net income	0	0	31,102	31,102
Balance, June 30, 2012	\$1,000	\$25,000	\$111,242	\$137,242

#### UNITED FINANCIAL GROUP, LTD. STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2012

CASH FLOW FROM OPERATING ACTIVITIES	
Net income	\$31,102
Adjustments to reconcile net income to net	
cash provided by operating activities:	
Depreciation	440
Changes in assets and liabilities:	
(Increase) in commissions receivable	(35,842)
Decrease in prepaid expenses	1,629
Increase in accounts payable and accrued expenses	2,925
Net cash provided by operating activities	254
CASH FLOW FROM INVESTING ACTIVITIES	
(Increase) in due from related party	(275)
Net cash (used in) investing activities	(275)
CASH FLOW FROM FINANCING ACTIVITIES	
(Decrease) in due to related party	(5,827)
Net cash (used in) financing activities	(5,827)
Net (decrease) in cash	(5,848)
Beginning cash balance	102,794
Ending cash balance	\$96,946
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION	
Income taxes paid	\$0

#### NOTES TO FINANCIAL STATEMENTS

**JUNE 30, 2012** 

#### **NOTE 1: ORGANIZATION**

United Financial Group, Ltd. (the "Company") is a broker-dealer registered with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company is a New York corporation and was founded in August of 1981. It provides individual investors a full-service network for the execution and clearance of trades (mutual funds only) and financial advice. The Company does not directly exchange or handle any securities. In addition, the Company is a licensed insurance broker and sells various health, life, disability, long-term care and annuity policies. The Company's office is located in Garden City, N.Y. and most of the Company's clients are located in the New York metropolitan area.

#### **NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The summary of the major accounting policies is presented to assist the reader in evaluating the financial statements and other data contained herein.

#### **BASIS OF ACCOUNTING**

The Company's policy is to prepare its financial statements on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

#### **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 these estimates.

#### CASH EQUIVALENTS

For purposes of the statement of cash flows, the Company considers all highly liquid financial instruments with an original maturity of three months or less when acquired to be cash equivalents.

#### NOTES TO FINANCIAL STATEMENTS

#### **JUNE 30, 2012**

#### NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – (Continued)

#### **COMMISSIONS RECEIVABLE**

Commissions receivable are stated at the amount management expects to collect on current outstanding balances. Management evaluates collectability of receivables periodically and adjusts the balance to the amount it expects to collect. Management believes its risk of loss on currently recorded receivables is minimal and, accordingly, no allowance for doubtful accounts has been provided.

#### PROPERTY AND EQUIPMENT

Property and equipment is recorded at cost and is depreciated using both straight line and accelerated methods over their estimated useful lives. Maintenance and repairs are charged to expenses as incurred; major renewals and betterments are capitalized. When items of property or equipment are sold or retired, the related cost and accumulated depreciation is removed from the accounts and any gain or loss is included in the results of operations. Depreciation expense for the year ended June 30, 2012 was \$440.

#### SECURITY TRANSACTIONS AND COMMISSIONS INCOME

Pursuant to SEC Rule 15c3-3, mutual fund and unit investment trust transactions are recorded on a trade date basis. Commission income and related clearing expenses are recorded on a trade date basis.

#### INCOME TAXES

The Company accounts for income taxes using the asset and liability approach. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which these temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

#### NOTES TO FINANCIAL STATEMENTS

**JUNE 30, 2012** 

#### NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – (Continued)

#### **UNCERTAIN TAX POSITIONS**

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Company and recognize a tax liability (or asset) if it has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Management has analyzed the tax positions taken by the Company, and has concluded that as of June 30, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements.

The Company files Federal and applicable state income tax returns. The Company is subject to routine audits by these taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Management believes that the Company's income tax returns prior to 2009 are no longer subject to examination, based on the normal statutory periods subject to audit, notwithstanding any events or circumstances that may exist which could expand the open period.

#### SUBSEQUENT EVENTS

The Company has evaluated events and transactions that occurred through August 17, 2012 which is the date the financials were available to be issued, for possible disclosure and recognition in the financial statements.

#### **NOTE 3: UNINSURED CASH BALANCES**

The Company maintains cash balances with high quality financial institutions and may periodically exceed federally insured limits. Non-interest bearing accounts are fully insured by the Federal Deposit Insurance Corporation ("FDIC"), while all other accounts are subject to a limit of \$250,000 per institution. There were no amounts in excess of FDIC limits at June 30, 2012.

#### NOTES TO FINANCIAL STATEMENTS

#### **JUNE 30, 2012**

#### CONTINUED

#### **NOTE 4: INCOME TAXES**

A provision for Federal income tax has been made and is included in the financial statements herein. The Company is required to remit certain other minimum income and/or franchise tax to New York State. The calculation of this tax may be based on the Company's capital or alternative tax rather than on income. A provision for this tax is included in the financial statements.

There are no significant differences between book and taxable income, nor any significant differences between the book and tax bases of assets and liabilities; accordingly there are no deferred tax assets or liabilities at June 30, 2012.

#### NOTE 5: NET CAPITAL REQUIREMENT

The Company is subject to the Securities and Exchange Commission 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 10 to 1. At June 30, 2012 the Company had net capital of \$70,294, which was \$65,294 in excess of its required net capital of \$5,000. The Company's net capital ratio was .38 to 1.

#### NOTE 6: PROFIT SHARING AND 401-K RETIREMENT PLAN

The Company maintains a defined contribution profit sharing plan, covering employees that meet the requirements of the plan. The plan provides for annual discretionary contributions by the Company. For the year ended June 30, 2012 the Company's contribution was \$2,213, net of forfeitures.

The Company maintains a 401-k Retirement Plan, covering employees that meet the requirements of the plan. The plan allows each employee to make contributions up to the Internal Revenue Code's annual limitations. In addition, the plan provides for annual matching contributions by the Company of an amount up to 50% of eligible employees' contributions. For the year ended June 30, 2012 the Company's matching contribution was \$3,309.

#### NOTES TO FINANCIAL STATEMENTS

**JUNE 30, 2012** 

#### **CONTINUED**

## NOTE 7: RECONCILIATION OF FINANCIAL STATEMENTS HEREIN TO FOCUS REPORTS (FORM X-17a-5 Part II c FILING)

No material differences exist between the amounts used in the computation of net capital (per Uniform Net Capital Rule 15c3-1) and the Company's previously filed unaudited quarterly Focus reports.

#### NOTE 8: RELATED PARTY TRANSACTIONS

On July 1, 2000, United Asset Strategies, Inc. ("UASI") and the Company entered into an expense sharing agreement. The agreement was modified on July 1, 2011. The principal stockholder of the Company owns 100% of UASI. The agreement requires the Company to reimburse UASI for certain shared expenses based on agreed-upon percentages.

Reimbursed expense for the year ended June 30, 2012 consisted of the following:

Employee compensation and benefits Office, telephone and postage expenses Occupancy General liability insurance	\$ 44,150 9,839 10,710 
Total reimbursed expense	<u>\$ 64,898</u>

The Company may advance or receive advances from UASI at various times during the year. As of June 30, 2012, UASI owes the Company \$275.

#### **NOTE 9: FAIR VALUE OF FINANCIAL INSTRUMENTS**

The Company's financial instruments include cash and cash equivalents, accounts receivable and accrued expenses. The carrying amounts of these financial instruments approximates their fair value.

## WAGNER & ZWERMAN LLP

Certified Public Accountants

Mark Wagner, CPA Andrew M. Zwerman, CPA Vincent J. Preto, CPA

450 Wireless Boulevard, Hauppauge, NY 11788 (631) 777-1000 Fax (631) 777-1008 Email: staff@wzcpafirm.com

# INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION REQUIRED BY RULE 17a-5 OF THE SECURITIES AND EXCHANGE COMMISSION

To the Board of Directors of United Financial Group, Ltd. Garden City, N.Y.

We have audited the financial statements of United Financial Group, Ltd. as of and for the year ended June 30, 2012 and have issued our report thereon dated August 17, 2012, which contained an unqualified opinion on those financial statements. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information contained on Pages 12 and 13 required by Rule 17a-5 under the Securities Exchange Act of 1934 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with the auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole

Wagner & Zwerman LLP

WAGNER & ZWERMAN LLP Certified Public Accountants Hauppauge, NY August 17, 2012

# UNITED FINANCIAL GROUP, LTD. SUPPLEMENTAL INFORMATION COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION AS OF JUNE 30, 2012

Net Capital Shareholder's equity		\$137,242
Deductions/Charges Non-allowable assets		
Commissions receivable	\$57,167	
Other assets	9,414	
Furniture and office equipment (net)	<u> 367</u>	
		(66,948)
Net capital		<u>\$ 70,294</u>
Minimum net capital required		\$ 5,000
Aggregate indebtedness:		
Accounts payable and accrued expenses	\$ 26,652	
Total aggregate indebtedness		\$ 26,652
Excess net capital at 1500%		<u>\$ 68,519</u>
Excess net capital at 1000%		<u>\$ 67,629</u>
Ratio: aggregate indebtedness to net capital		<u>38 to 1</u>

There are no material differences between the above computation and the Company's corresponding unaudited Part II of Form X-17A-5 as of June 30, 2012.

The accompanying notes are an integral part of these financial statements

# UNITED FINANCIAL GROUP, LTD. SUPPLEMENTAL INFORMATION COMPUTATION FOR DETERMINATION OF THE RESERVE REQUIREMENTS UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION

#### **AS OF JUNE 30, 2012**

The Company does not effect transactions for anyone defined as a customer under Rule 15c3-3. Accordingly, there are no items to report under the requirements of this rule.

## WAGNER & ZWERMAN LLP

Certified Public Accountants

Mark Wagner, CPA Andrew M. Zwerman, CPA Vincent J. Preto, CPA

450 Wireless Boulevard, Hauppauge, NY 11788 (631) 777-1000 Fax (631) 777-1008 Email: staff@wzcpafirm.com

## Independent Auditors' Report on Internal Control Required by SEC Rule 17a-5(g)(1)

To the Board of Directors of United Financial Group, Ltd. Garden City, NY

In planning and performing our audit of the financial statements of United Financial Group, Ltd. (the "Company") as of and for the year ended June 30, 2012, 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 consideration of control activities for safeguarding securities. This study included 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 and recordation of differences required by Rule 17a-13.
- 2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

Certified Public Accountants

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 previously 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 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 internal control and 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.

A deficiency in internal control 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 and correct, misstatements on a timely basis.

A *significant deficiency* is a deficiency, or combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Company's financial statements will not be prevented, or detected and corrected, on a timely basis.

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 previously.

### WAGNER & ZWERMAN LLP

Certified Public Accountants

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, as described in the second paragraph of this report, were adequate at June 30, 2012, 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.

Wagner & Zwerman LLP

WAGNER & ZWERMAN LLP Certified Public Accountants Hauppauge, NY August 17, 2012