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

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

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

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| OMB APPROVAL |
| OMB Number: 3235-0123 |
| Expires: April 30, 2013 |
| Estimated average burden hourly response . . . 12.00 |

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REPORT FOR THE PERIOD BEGINNING JANUARY 1, 2012 AND ENDING DECEMBER 31, 2012
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER - DEALER:

W.H. MELL ASSOCIATES, INC.

| |
|-------------------|
| OFFICIAL USE ONLY |
| FIRM ID. NO. |

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

50 SPRINGFIELD AVENUE

(No. and Street)

UMMIT

(City)

NEW JERSEY

(State)

07901

(Zip Code)

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

BRADLEY MELL

(908) 273-4550
(Area Code - Telephone No.)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

OBEL & CO., LLC

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

93 EISENHOWER PARKWAY, SUITE 290 LIVINGSTON

(Address)

(City)

NEW JERSEY

(State)

07039-1711

(Zip Code)

CHECK ONE:

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

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

W.H. MELL ASSOCIATES, INC.
STATEMENTS OF FINANCIAL CONDITION

| | December 31, | |
|---|----------------------|----------------------|
| | 2012 | 2011 |
| ASSETS | | |
| Cash and cash equivalents | \$ 870,473 | \$ 833,291 |
| Deposit with clearing broker | 100,000 | 100,000 |
| Securities owned - trading | 12,913,011 | 8,725,350 |
| Investment in subsidiary | 13,995 | 25,568 |
| Interest receivable | 230,625 | 206,768 |
| Fixed assets, net of accumulated depreciation | 94,377 | 100,962 |
| Security deposits | 750 | 750 |
| Other assets | 67,885 | 79,669 |
| | <u>\$ 14,291,116</u> | <u>\$ 10,072,358</u> |

LIABILITIES AND STOCKHOLDER'S EQUITY

LIABILITIES:

| | | |
|---|-------------------|------------------|
| Payable to clearing broker | \$ 11,679,784 | \$ 7,492,986 |
| Securities sold, not yet purchased | 35,175 | 35,531 |
| Accounts payable and other accrued expenses | 456,763 | 398,674 |
| Total Liabilities | <u>12,171,722</u> | <u>7,927,191</u> |

COMMITMENTS AND CONTINGENCIES

STOCKHOLDER'S EQUITY:

| | | |
|--|----------------------|----------------------|
| Common stock - no par value; authorized 2,500 shares, issued and outstanding 1,200 shares | 898,211 | 898,211 |
| Retained earnings | 1,221,183 | 1,246,956 |
| Total Stockholder's Equity | <u>2,119,394</u> | <u>2,145,167</u> |
| | <u>\$ 14,291,116</u> | <u>\$ 10,072,358</u> |