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



13013336

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

SEC
Mail Processing
Section

SEC FILE NUMBER
8-68816

MAR 01 2013

FACING PAGE
Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder
Washington DC
405

REPORT FOR THE PERIOD BEGINNING 11/08/2011 AND ENDING 12/31/12
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: ALGOPARTNERS, LLC

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
50 Tice Boulevard, 3rd Floor
(No. and Street)

Woodcliff Lake New Jersey 07677
(City) (State) (Zip Code)

OFFICIAL USE ONLY
FIRM I.D. NO.

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
Arthur Dembro (201) 746-4534
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*
Kaufman Rossin & Co., P.A.
(Name - if individual, state last, first, middle name)

2699 S. Bayshore Drive Miami Florida 33133
(Address) (City) (State) (Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in the 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 public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17 a-5(e) (2)

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SEC 1410 (06-02)

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OATH OR AFFIRMATION

I, Arthur Dembro, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of AlgoPartners, LLC, as of December 31, 2012, 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:

No exceptions

KAREN RICHARDSON
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 9/16/2013


(Signature)
CFD
(Title)


(Notary Public)

Sworn to and subscribed
before me this
28 day of FEB, 20 13

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. (Cash Flows)
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- (o) Independent auditors' report on internal control required by SEC Rule 17a-5.

** For conditions of confidential treatment of certain portions of this filing. See section 240.17a-5(e)(3).

A report containing a statement of financial condition has been included; accordingly it is requested that this report be given confidential treatment.

AlgoPartners, LLC

Report Pursuant to Rule 17a-5
Under the Securities Exchange
Act of 1934

December 31, 2012

SEC
Mail Processing
Section

MAR 01 2013

Washington DC
405

KAUFMAN
ROSSIN &
CO. PROFESSIONAL
ASSOCIATION
CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITORS' REPORT

AlgoPartners, LLC
Woodcliff Lake, New Jersey

We have audited the accompanying financial statements of AlgoPartners, LLC, which comprise the statement of financial condition as of December 31, 2012, and the related statements of operations, changes in member's equity and cash flows for the period from November 8, 2011 through December 31, 2012 that are filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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 involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**KAUFMAN
ROSSIN &
CO.** PROFESSIONAL
ASSOCIATION
CERTIFIED PUBLIC ACCOUNTANTS

Praxity
MEMBER
GLOBAL ALLIANCE OF
INDEPENDENT FIRMS

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of AlgoPartners, LLC as of December 31, 2012, and the results of its operations and its cash flows for the period from November 8, 2011 through December 31, 2012 in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The information contained on pages 12 and 13 is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. 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 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.



**KAUFMAN
ROSSIN &
CO.** PROFESSIONAL
ASSOCIATION
CERTIFIED PUBLIC ACCOUNTANTS

Miami, Florida
February 27, 2013

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ALGOPARTNERS, LLC
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2012

ASSETS

CASH AND CASH EQUIVALENTS (NOTE 4)	\$	1,040,320
DEPOSIT AT BROKER (NOTE 4)		100,000
OTHER RECEIVABLES, NET		55,071
PROPERTY AND EQUIPMENT, NET (NOTE 2)		46,016
OTHER ASSETS		3,586
	\$	1,244,993

LIABILITIES AND MEMBER'S EQUITY

LIABILITIES		
Accounts payable and accrued liabilities	\$	171,488
Due to related parties (Note 5)		436,972
Total liabilities		608,460
MEMBER'S EQUITY		636,533
	\$	1,244,993

See accompanying notes.

ALGOPARTNERS, LLC
STATEMENT OF OPERATIONS
PERIOD FROM NOVEMBER 8, 2011 THROUGH DECEMBER 31, 2012

REVENUE		
Net trading gains	\$	38,440
Commissions		32,776
Total revenue		71,226
EXPENSES		
Bad debt expense		38,624
Clearing charges		136,905
Commissions		44,439
Depreciation and amortization (Note 2)		10,225
Insurance		7,183
Interest		3,117
Dues and subscriptions		24,377
Other general and administrative		11,093
Professional fees		95,211
Rent (Note 5)		28,000
Salaries		274,084
Technology and data		1,134,266
Total expenses		1,807,524
NET LOSS		\$(1,736,298)

See accompanying notes.

ALGOPARTNERS, LLC
STATEMENT OF CHANGES IN MEMBER'S EQUITY
PERIOD FROM NOVEMBER 8, 2011 THROUGH DECEMBER 31, 2012

Member's Equity as of November 8, 2011	\$	2,222,831
Capital contributions		150,000
Net loss	(1,736,298)
Member's Equity as of December 31, 2012	\$	636,533

See accompanying notes.

ALGOPARTNERS, LLC
STATEMENT OF CASH FLOWS
PERIOD FROM NOVEMBER 8, 2011 THROUGH DECEMBER 31, 2012

CASH FLOWS FROM OPERATING ACTIVITIES:

Net loss	\$(1,736,298)
Adjustments to reconcile net loss to net cash used in operating activities:	
Bad debt expense	38,624
Depreciation and amortization	10,225
Changes in operating assets and liabilities:	
Deposit at broker	(100,000)
Other receivables	(93,695)
Other assets	(211)
Accounts payable and accrued liabilities	(140,643)
Total adjustments	(285,700)
Net cash used in operating activities	(2,021,998)

CASH FLOWS FROM FINANCING ACTIVITIES:

Due to related parties	382,448
Capital contributions	150,000
Net cash provided by financing activities	532,448

NET DECREASE IN CASH AND CASH EQUIVALENTS (1,489,550)

CASH AND CASH EQUIVALENTS - BEGINNING 2,529,870

CASH AND CASH EQUIVALENTS - ENDING \$ 1,040,320

Supplemental Disclosure of Cash Flow Information:

Interest paid	\$ 3,117
Income taxes paid	\$ -

See accompanying notes.

ALGOPARTNERS, LLC
NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business and Organization

AlgoPartners, LLC (the Company), a wholly owned subsidiary of AlgoPartners Holdings, LLC (the Member), was organized in February 2010 and on November 8, 2011 received authorization from the Financial Industry Regulatory Authority (FINRA), to operate as a registered broker-dealer. The Company acts in a principal capacity, buying and selling for its own account and trading with customers and other dealers, and in an agency capacity, buying and selling securities for its customers and charging a commission.

Government and Other Regulation

The Company's business is subject to significant regulation by various governmental agencies and self-regulatory organizations. Such regulation includes, among other things, periodic examinations by these regulatory bodies to determine whether the Company is conducting and reporting its operations in accordance with the requirements of these organizations.

Cash and Cash Equivalents

The Company considers all highly liquid debt instruments having maturities of three months or less at the date of acquisition to be cash equivalents. The Company may, during the ordinary course of business, maintain account balances in excess of federally insured limits.

Securities Transactions and Revenue Recognition

Securities transactions, along with related commission income and clearing costs, are reported on a trade date basis.

Interest income is recognized on an accrual basis.

Other Receivables

Other receivables are uncollateralized customer obligations due under normal trade terms. The carrying amount of receivables may be reduced by an allowance that reflects management's best estimate of the amounts that will not be collected. Management individually reviews all receivable balances and based on an assessment of current credit worthiness, estimates the portion if any, of the balance that will not be collected. At December 31, 2012, other receivables are presented net of a reserve for doubtful accounts of \$38,624.

Property and Equipment

Property and equipment is recorded at cost. Expenditures for major betterments and additions are charged to the asset accounts, while replacements, maintenance and repairs which do not improve or extend the lives of the respective assets are charged to expense as incurred.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Depreciation and Amortization

Depreciation and amortization of property and equipment is computed using the straight-line method at various rates based upon the estimated useful lives of the assets. The range of estimated useful lives is summarized as follows:

Furniture and fixtures	7 years
Leasehold improvements	7 years

Income Taxes

The Company is a single member limited liability company, which is a disregarded entity for federal income tax purposes. The Company's Member is responsible for the payment of income taxes. No provision for income taxes has been made in the accompanying financial statements.

The Company assesses its tax positions in accordance with "*Accounting for Uncertainties in Income Taxes*" as prescribed by the Accounting Standards Codification, which provides guidance for financial statement recognition and measurement of uncertain tax positions taken or expected to be taken in a tax return for open tax years (generally a period of three years from the later of each return's due date or the date filed) that remain subject to examination by the Company's major tax jurisdictions. Generally, the Company is no longer subject to income tax examinations by its major taxing authorities since inception in 2010.

The Company assesses its tax positions and determines whether it has any material unrecognized liabilities for uncertain tax positions. The Company records these liabilities to the extent it deems them more likely than not to be incurred. Interest and penalties related to uncertain tax positions, if any, would be classified as a component of income tax expense.

The Company believes that it does not have any significant uncertain tax positions requiring recognition or measurement in the accompanying financial statements.

Use of Estimates in the Preparation of Financial Statements

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.

NOTE 2. PROPERTY AND EQUIPMENT

Property and equipment at December 31, 2012 consisted of the following:

Furniture and fixtures	\$	45,002
Leasehold improvements		16,351
		<hr/> 61,353
Less: accumulated depreciation and amortization		15,337
		<hr/> \$ 46,016

Depreciation and amortization expense for the period from November 8, 2011 through December 31, 2012 amounted to \$10,225.

NOTE 3. NET CAPITAL REQUIREMENTS

As a registered broker-dealer, the Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission, which requires that "Net Capital", as defined, shall be at least the greater of \$100,000 or 6 2/3% of "Aggregate Indebtedness", as defined. At December 31, 2012, the Company's "Net Capital" was \$531,860 which exceeded requirements by \$431,860. The ratio of "Aggregate Indebtedness" to "Net Capital" was 1.14 to 1 at December 31, 2012.

NOTE 4. RISK CONCENTRATIONS

Clearing and Depository Operations

The Company's primary clearing and depository operations are provided by an entity whose principal office is in New York, New York. At December 31, 2012, \$1,027,432 of cash and cash equivalents and the deposit at broker as reflected in the accompanying statement of financial condition, are held by this broker.

NOTE 4. RISK CONCENTRATIONS (Continued)

Other Risk Concentrations

In the normal course of business, the Company's customer activities involve the execution, settlement, and financing of various customer securities transactions. These activities may expose the Company to off-balance-sheet risk in the event the customer or other broker is unable to fulfill its contracted obligations and the Company has to purchase or sell the financial instrument underlying the contract at a loss.

The Company's customer securities activities are transacted on either a cash or margin basis. In margin transactions, the Company extends credit to its customers, subject to various regulatory and internal margin requirements, collateralized by cash and securities in the customers' accounts. In connection with these activities, the Company executes customer transactions involving the sale of securities not yet purchased, substantially all of which are transacted on a margin basis subject to individual exchange regulations. Such transactions may expose the Company to significant off-balance-sheet risk in the event margin requirements are not sufficient to fully cover losses that customers may incur. In the event the customer fails to satisfy its obligations, the Company may be required to purchase or sell financial instruments at prevailing market prices to fulfill the customer's obligations. The Company seeks to control the risks associated with its customer activities by requiring customers to maintain margin collateral in compliance with various regulatory and internal guidelines. The Company monitors required margin levels daily and, pursuant to such guidelines, requires the customer to deposit additional collateral or to reduce positions when necessary.

NOTE 5. RELATED PARTY TRANSACTIONS

Due to Member

The Company receives funding from its Member to support operations. Additionally, the Member pays for certain expenses on behalf of the Company and provides certain management and administrative services. Expenses incurred by the Member amounted to approximately \$44,000 during the period from November 8, 2011 through December 31, 2012. At December 31, 2012, \$385,854 was due to its Member, which is included as a component of due to related parties in the accompanying statement of financial condition.

Due to Related Party

During the period from November 8, 2011 through December 31, 2012, an entity related by virtue of common ownership (TAB), incurred approximately \$28,000 in operating expenses on behalf of the Company. At December 31, 2012, \$51,118 was due to TAB for expenses incurred, which is included as a component of due to related parties in the accompanying statement of financial condition.

NOTE 5. RELATED PARTY TRANSACTIONS (Continued)

Facilities Sublease

The Company entered into a sublease agreement with TAB for office facilities. The sublease renews annually and allows for cancellation upon 30 days written notice. Monthly payments, including sales tax, are \$2,000. Rent expense related to this sublease amounted to \$28,000 for the period from November 8, 2011 through December 31, 2012.

SUPPLEMENTARY INFORMATION

ALGOPARTNERS, LLC**COMPUTATION OF NET CAPITAL PER UNIFORM NET CAPITAL RULE 15c3-1****DECEMBER 31, 2012****CREDITS**

Member's equity	\$	636,533
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DEBITS

Other receivables		55,071
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Property and equipment		46,016
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Other Assets		3,586
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Total debits		104,673
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NET CAPITAL

531,860

**MINIMUM NET CAPITAL REQUIREMENT - GREATER OF \$100,000 OR 6
2/3% OF AGGREGATE INDEBTEDNESS OF \$608,460**

100,000

EXCESS NET CAPITAL

\$ 431,860

RATIO OF AGGREGATE INDEBTEDNESS TO NET CAPITAL

1.14 to 1

SCHEDULE OF AGGREGATE INDEBTEDNESS

Accounts payable and accrued liabilities	\$	171,488
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Due to related parties		436,972
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Total aggregate indebtedness	\$	608,460
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There are no material differences that exist between the above computation and the Company's corresponding unaudited Form X-17A-5, Part IIA filing.

See independent auditors' report.

ALGOPARTNERS, LLC

**STATEMENT ON EXEMPTION FROM THE COMPUTATION OF RESERVE
REQUIREMENTS AND INFORMATION FOR POSSESSION OR CONTROL
REQUIREMENTS UNDER RULE 15c3-3
DECEMBER 31, 2012**

In accordance with the exemptive provisions of SEC Rule 15c3-3, specifically exemption k(2)(ii), the Company is exempt from the computation of a reserve requirement and the information relating to the possession or control requirements.

See independent auditors' report.

**INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL REQUIRED
BY SEC RULE 17a-5(g)(1) FOR A BROKER-DEALER CLAIMING AN
EXEMPTION FROM SEC RULE 15c3-3**

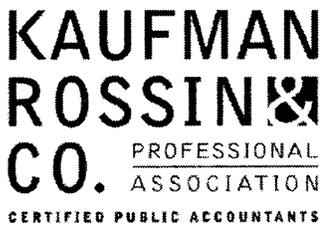
AlgoPartners, LLC
Woodcliff Lake, New Jersey

In planning and performing our audit of the financial statements of AlgoPartners, LLC (the Company) as of December 31, 2012 and for the period from November 8, 2011 through December 31, 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 (or aggregate debits) 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

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.

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 December 31, 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, the FINRA, 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.



Miami, Florida
February 27, 2013

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