

SECURITIES

SSION



15026838

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

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	March 31, 2016
Estimated average burden hours per response.....	12.00

SEC FILE NUMBER
8-15719

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 10/1/14 AND ENDING 9/30/15
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Financial America Securities Inc

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

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street)
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Hoke & Lucas CPAs

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

(Address) (City) (State) (Zip Code)

CHECK ONE:

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

SECURITIES AND EXCHANGE COMMISSION
RECEIVED
NOV 25 2015
DIVISION OF TRADING & MARKETS

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)

FINANCIAL AMERICA SECURITIES, INC.

AND SUBSIDIARY

FINANCIAL STATEMENTS

SEPTEMBER 30, 2015

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY

SEPTEMBER 30, 2015

TABLE OF CONTENTS

	<u>PAGE</u>
REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	2-3
CONSOLIDATED STATEMENT OF FINANCIAL CONDITION	
September 30, 2015	4
CONSOLIDATED STATEMENT OF INCOME	
Year ended September 30, 2015	5
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY	
Year ended September 30, 2015	6
CONSOLIDATED STATEMENT OF CASH FLOWS	
Year ended September 30, 2015	7
NOTES TO FINANCIAL STATEMENTS.....	8-13
SCHEDULE I - COMPUTATION OF NET CAPITAL PURSUANT TO RULE 15c3-1	15
SCHEDULE II – MATERIAL DIFFERENCES IN COMPUTATION OF NET CAPITAL.....	16

Hobe & Lucas

Certified Public Accountants, Inc.

4807 Rockside Road, Suite 510 Phone: (216) 524.8900
Independence, Ohio 44131 Fax: (216) 524.8777
<http://www.hobe.com>

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To The Board of Directors and Shareholders
Financial America Securities, Inc. and Subsidiary
Cleveland, Ohio

We have audited the accompanying consolidated statement of financial condition of Financial America Securities, Inc. and Subsidiary (a State of Ohio corporation) as of September 30, 2015, and the related consolidated statements of income, changes in stockholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of Financial America Securities, Inc. and Subsidiary's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). 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 condition of Financial America Securities, Inc. and Subsidiary as of September 30, 2015, and the results of its operations and its cash flows for the year then ended in accordance with principles generally accepted in the United States of America.

The Schedule I - Computation of Net Capital Pursuant to Rule 15c3-1 and Schedule II - Material Differences in Computation of Net Capital have been subjected to audit procedures performed in conjunction with the audit of Financial America Securities, Inc. and Subsidiary's financial statements. The supplemental information is the responsibility of Financial America Securities, Inc. and Subsidiary's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. §240.17a-5. In our opinion, the Schedule I - Computation of Net Capital

-2-

Independent Member

B K R
INTERNATIONAL

Firms In Principal Cities Worldwide

Pursuant to Rule 15c3-1 and Schedule II – Material Differences in Computation of Net Capital are fairly stated, in all material respects, in relation to the financial statements as a whole.

Hobe and Lucas
Certified Public Accountants, Inc.

Independence, Ohio
December 8, 2015

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF FINANCIAL CONDITION
SEPTEMBER 30, 2015

ASSETS

<u>Assets</u>			
Cash and cash equivalents		\$	20,997
Deposit with clearing organization			56,924
Securities owned at fair value			1,691
Accounts receivable			15,627
Advances			3,056
Loan receivable – shareholders			12,642
Prepaid expenses			4,151
Deferred taxes			25,480
Deposits			<u>2,259</u>
Total Assets		\$	<u>142,827</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

<u>Liabilities</u>			
Accounts payable	\$	12,657	
Accrued expenses		36,087	
Unearned revenue		8,651	
Note payable		<u>1,500</u>	58,895
<u>Stockholders' Equity</u>			
Preferred stock 'B', \$1,000 par value, 300 shares Authorized, 83 shares issued and outstanding		83,000	
Preferred stock 'C', \$1,000 par value, 100 shares authorized 25 shares issued and outstanding		25,000	
Common stock, no par value, 700 shares authorized, 626 shares issued and 469 shares outstanding		781	
Additional paid in capital		227,936	
Retained Earnings		<u>(109,863)</u>	
		226,854	
Less: Treasury stock, at cost - 157 shares common, 29 shares preferred		<u>142,922</u>	<u>83,932</u>
			<u>\$ 142,827</u>

See accompanying notes to financial statements.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF INCOME
FOR THE YEAR ENDED SEPTEMBER 30, 2015

Revenue

Commissions:		
Commission on transactions in listed equity securities executed on an exchange	\$ 1,374	
Commission on transactions in exchange listed equity securities executed over-the-counter	215,925	
All other securities commissions	<u>392,822</u>	
Total securities commissions		\$ 610,121
Net gains (losses) on firm security investment accounts - including unrealized gains (losses)		(915)
Fees for account supervision, investment advisory and administrative services		63,460
Other revenue related to securities business		<u>41,486</u>
		<u>714,152</u>

Expenses

Registered representatives' compensation	427,968	
Clerical and administrative compensation and benefits	127,423	
Taxes and other employment cost	447	
Clearance paid to non-brokers	36,547	
Telephone and internet	16,137	
Occupancy cost	17,658	
Regulatory fees	29,025	
Professional fees	45,785	
Insurance	16,492	
Dues and subscriptions	781	
Equipment lease	3,945	
Quotation expense	15,153	
Interest expense	150	
Other expenses	<u>15,519</u>	
Total expenses		<u>753,030</u>

Net Loss

\$ (38,878)

See accompanying notes to financial statements.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE YEAR ENDED SEPTEMBER 30, 2015

	<u>Common Stock</u>	<u>Preferred Stock 'B'</u>	<u>Preferred Stock 'C'</u>	<u>Additional Paid-In Capital</u>	<u>Retained Earnings</u>	<u>Treasury Stock</u>	<u>Total</u>
<u>Balance - October 1, 2014</u>	\$ 781	\$ 83,000	\$ 25,000	\$ 227,936	\$ (68,985)	\$ (137,564)	\$ 130,168
<u>Dividends Paid</u>					(2,000)		(2,000)
<u>Net Income (Loss)</u>					(38,878)		(38,878)
<u>Stock Repurchase</u>						(5,358)	(5,358)
<u>Balance - September 30, 2015</u>	<u>\$ 781</u>	<u>\$ 83,000</u>	<u>\$ 25,000</u>	<u>\$ 227,936</u>	<u>\$ (109,863)</u>	<u>\$ (142,922)</u>	<u>\$ 83,932</u>

See accompanying notes to financial statements.

FINANCIAL AMERICA SECURITIES, INC AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED SEPTEMBER 30, 2015

<u>Cash Flows From Operating Activities</u>	
Net loss	\$ (38,878)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:	
Net loss on firm security investment account	915
Change in assets and liabilities:	
Decrease in accounts receivable	21,746
Decrease in prepaid expenses	2,097
Increase in advances	(3,056)
Decrease in accounts payable	(12,742)
Decrease in accrued expenses	(696)
Increase in unearned revenue	8,651
Net Cash Used in Operating Activities	<u>(21,963)</u>
<u>Cash Flows From Financing Activities</u>	
Net decrease in note receivable - shareholders	5,358
Net borrowing in note payable	1,500
Repurchase of common stock	(5,358)
Payment of dividends	(2,000)
Net Cash Used in Financing Activities	<u>(500)</u>
<u>Net Decrease in Cash and Cash Equivalents</u>	(22,463)
<u>Cash and Cash Equivalents - October 1, 2014</u>	<u>43,460</u>
<u>Cash and Cash Equivalents- September 30, 2015</u>	<u>\$ 20,997</u>
<u>Supplemental Disclosure of Cash Flow Information:</u>	
Interest paid	\$ 150
Income taxes paid	\$ -

See accompanying notes to financial statements.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2015

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Operations

Financial America Securities, Inc. and Subsidiary (the Company) is a registered broker-dealer under the Securities Exchange Act of 1934 and is a member of the Financial Industry Regulatory Authority (FINRA). The Company operates as an introducing broker and provides full-service brokerage services to institutional and retail customers on a fully disclosed basis.

Effective July 31, 2010, the Company formed a wholly-owned subsidiary, Artemis Wealth Advisors LLC (Artemis). The subsidiary provides investment advisory services.

Principles of Consolidation

At September 30, 2015, the consolidated financial statements of Financial America Securities, Inc. and Subsidiary include the accounts of the Company and its wholly-owned subsidiary, Artemis Wealth Advisors LLC. All inter-company transactions and balances have been eliminated.

Revenue Recognition

The Company recognizes commissions and related clearing and commission expenses on the trade date basis.

Investments

The Company holds investments in stocks for the benefit of the Company. They are recorded at fair market value on the trade date.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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.

Accounts Receivable

The Company uses the reserve method of accounting for bad debts. The allowance for doubtful accounts is calculated using the Company's historical bad debt experience and management's estimate of potential uncollectible accounts. The allowance was \$-0- as of September 30, 2015.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
SEPTEMBER 30, 2015

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Fair Value

Generally Accepted Accounting Principles define fair value, establish a framework for measuring fair value, and establish a fair value hierarchy which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by Generally Accepted Accounting Principles, are used to measure fair value.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities the Company has the ability to access.

Level 2 inputs are inputs (other than quoted prices included within level 1) that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability and rely on management's own assumptions about the assumptions that market participants would use in pricing the asset or liability.

The Company's equities consist of over-the-counter stocks and the fair market value is the price on the last date traded.

The following table presents the investments carried on the Consolidated Statement of Financial Condition by level within the valuation hierarchy as of September 30, 2015:

	Assets at Fair Value as of September 30, 2015			
	Level 1	Level 2	Level 3	Total
Equities	\$ - 0 -	\$ 1,691	\$ - 0 -	\$ 1,691
	\$ - 0 -	\$ 1,691	\$ - 0 -	\$ 1,691

Cash and Cash Equivalents

The Company considers financial instruments with an original maturity of less than 90 days to be cash equivalents.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
SEPTEMBER 30, 2015

NOTE 2 - INCOME TAXES

The Company is taxed as a C corporation and required to pay federal corporate income taxes on its taxable income. The Company provides for taxes based upon financial income without regard to the period in which they are assessable for tax purposes.

The provision for income taxes at September 30, 2015 is comprised of the following:

Current	\$	0
Deferred		<u>0</u>
		<u>\$ 0</u>

Deferred income taxes are provided for temporary differences between tax and financial statement reporting. The principal sources of temporary differences are different methods for recording depreciation and unrealized gains (losses) on firm investments for financial accounting and tax purposes. The Company has recorded a valuation allowance for unrealized losses, as the Company is not sure whether they will be able to use these future losses. The Company also has net operating losses in the amount of \$212,600, expiring between 2031 and 2035.

The Company's deferred tax assets and liabilities at September 30, 2015 consist of:

Deferred tax asset	\$	42,000
Valuation allowance		(16,520)
Deferred tax liability		<u>-</u>
		<u>\$ 25,480</u>

The change in the valuation allowance was \$0 for the year ended September 30, 2015.

The financial statements reflect only the Company's tax positions that meet a "more likely than not" standard that, based on their technical merits, have a more than 50 percent likelihood of being sustained upon examination. The Company did not recognize any interest or penalties on uncertain tax positions on the balance sheet for the period ended September 30, 2015. Company management has determined that no reasonably possible changes will be made over the next 12 months regarding their tax positions. Reporting periods ending September 30, 2012, September 30, 2013 and September 30, 2014 are subject to examination by major taxing authorities.

NOTE 3 - NET CAPITAL PROVISION OF RULE 15c3-1

The Company is subject to the Uniform Net Capital Rule (Rule 15c3-1) of the Securities and Exchange Commission to maintain minimum net capital, as defined, equal to \$5,000. At September 30, 2015, the Company's net capital was \$41,807, which was \$36,807 more than the minimum required net capital. At September 30, 2015, the Company's ratio of aggregate indebtedness to net capital was 141%.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
SEPTEMBER 30, 2015

NOTE 4 - COMMITMENTS AND CONTINGENCIES

Under the terms of the Company's agreement with its clearing firm, the Company has ultimate responsibility for any loss, liability, damage, cost or expense incurred as a result of the failure of any account to make timely payment for the securities purchased or timely and good delivery of securities sold on the account. In the opinion of management, the ultimate settlement of these matters will not have a material adverse effect on the financial position of the Company.

On October 10th, 2014, the Company was named to a FINRA mandatory arbitration involving a former customer and a former registered representative. The arbitration alleges that the Company failed to properly supervise Mr. Unger while he made investment decisions on behalf of the claimant. Based on advice from their legal counsel the Company believes these claims to be baseless and without merit. The Company also believes that they will be exonerated by the arbitration panel.

NOTE 5 - RELATED PARTY COMMITMENTS

The Company occupies office facilities on a month-to-month basis, leasing the space from a firm whose majority principal is a minority stockholder in the Company. Monthly rent is \$1,350.

Rent expense was \$16,200 for the year ended September 30, 2015, all of which was paid to the related party.

There is one loan outstanding to a current shareholder of the Company. The loan, totaling \$12,642, is in the form of an unsecured promissory note due and payable within the ensuing twelve months.

NOTE 6 - PROPERTY AND EQUIPMENT

Property and equipment are recorded at cost. Depreciation for financial statement purposes is computed over the estimated useful lives of the assets using the straight-line method. The depreciation rates for furniture and fixtures are based on a useful life of 5 - 7 years.

NOTE 7 - LEASES

The Company leases equipment used in its business. In May, 2013, the Company entered into an operating lease agreement with an unrelated entity for the use of a copy machine. The operating lease term is 39 months with payments of \$274 monthly. Total leased equipment expense was \$3,945 for the year ended September 30, 2015.

Aggregate future minimum lease commitments for years subsequent to September 30, 2015 are as follows:

Year Ended	
<u>September 30,</u>	
2016	\$3,014

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
SEPTEMBER 30, 2015

NOTE 8 - PENSION PLAN

The Company has a SIMPLE plan. Contribution expense for the year ended September 30, 2015 was \$1,947.

NOTE 9 - CONCENTRATION OF CREDIT RISK

The Company maintains cash in financial institutions which, from time to time, may exceed federally insured limits.

NOTE 10 - INVESTMENTS

The Company holds investments in equities that are valued as follows:

Cost	\$ 105,005
Unrealized loss	<u>(103,314)</u>
Fair Market Value	<u>\$ 1,691</u>

NOTE 11 - FINANCIAL DATA OF SUBSIDIARY

The consolidated financial statements include the accounts of Artemis Wealth Advisors LLC, which include:

Assets	\$ <u>5,590</u>
Liabilities	\$ 8,651
Net Worth	<u>(3,061)</u>
	<u>\$ 5,590</u>

Additionally, \$200 of common stock in Artemis was eliminated at September 30, 2015.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
SEPTEMBER 30, 2015

NOTE 12 – PREFERRED STOCK

The Company issued non-voting preferred stock 'B'. There are no fixed dividends; any dividend on the preferred shares shall be noncumulative and payable when declared by the Board of Directors. The Board of Directors may redeem some or all of the preferred shares at a price equal to \$1,000 per share.

In 2014, the Company issued non-voting preferred stock 'C'. There is a fixed dividend of 8%, which is payable quarterly. The Board of Directors may redeem, after 3 years of issuance, some or all of the preferred 'C' shares at a price equal to \$1,000 per share. Class C Preferred Shares are interpreted to mean that an owner of Class C Preferred Shares is not required to have said shares redeemed after three years. There is a put feature to the investor allowing for payment, on demand, at par plus accrued interest once every twelve months from execution date of the Subscription agreement and acceptance of payment to FASI. In addition, FASI will retain a call feature on the securities with the ability to repurchase the preferred stock at a \$1000 per share plus accrued interest every twelve months from purchase date. Notice of the call or put must be provided in writing thirty days prior date of the proposed exercise. This feature will be in effect for three years from date of signing. At the end of three years, investor may elect to convert the preferred shares into common shares of Financial America Securities Inc, at a valuation of 2 times previous months per common share book value determined by FASI's previous month focus filing with FINRA, or accept the cash repayment of the investment plus accrued interest.

As of September 30, 2015, \$2,000 in dividends is accrued and unpaid.

NOTE 13 - SUBSEQUENT EVENTS

The Company has evaluated all subsequent events through December 8, 2015 the available date of issuance of the financial statements.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY

SUPPLEMENTAL FINANCIAL INFORMATION

**PURSUANT TO RULE 17a-5 OF THE
SECURITIES EXCHANGE ACT OF 1934**

SEPTEMBER 30, 2015

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
SCHEDULE I - COMPUTATION OF NET CAPITAL
PURSUANT TO RULE 15c3-1
SEPTEMBER 30, 2015

<u>Net Capital</u>	
Total stockholders' equity from statement of financial condition	\$ 83,932
Non-allowable assets:	
Unsecured receivables	(600)
Deposits	(2,259)
Prepaid expenses	(4,151)
Loan receivable	(12,642)
	<u>64,280</u>
Deferred taxes resulting from unrealized losses on securities	(25,480)
Net capital before haircuts on security positions	38,800
Haircuts on securities	(254)
Net capital(deficit) of Subsidiary	3,261
Net capital	<u>\$ 41,807</u>
<u>Aggregate indebtedness</u>	<u>\$ 58,895</u>
<u>Computation of basic net capital requirement</u>	
<u>6-2/3% of aggregate indebtedness</u>	<u>\$ 3,926</u>
<u>Minimum required net capital</u>	<u>\$ 5,000</u>
<u>Net capital requirement</u>	<u>\$ 5,000</u>
<u>Excess net capital</u>	<u>\$ 36,807</u>
<u>Excess net capital at 1,000%</u>	<u>\$ 35,918</u>
<u>Percentage of aggregate indebtedness to net capital</u>	<u>141%</u>

Additional Statements

The Company is not required to present the schedule "Computation for Determination of Reserve Requirements Under Rule 15c3-3" and "Information for Possession or Control Requirements Under Rule 15c3-3" as it meets the exemptive provisions of Rule 15c3-3.

See accompanying notes to financial statements.

FINANCIAL AMERICA SECURITIES, INC. AND SUBSIDIARY
SCHEDULE II - MATERIAL DIFFERENCES IN COMPUTATION
OF NET CAPITAL
SEPTEMBER 30, 2015

The audit of Financial America Securities, Inc. and Subsidiary, disclosed the following difference in the computation of net capital from the broker-dealer's corresponding unaudited Part IIA, Focus Report.

<u>Net Capital</u>	
Computation of net capital per the Focus Report	\$ 72,312
<u>Adjustments due to original reporting errors on the Focus Report</u>	
Overstatement of cash assets	(21,560)
Understatement of non-allowable assets	(394)
<u>Adjustments due to year-end audit entries</u>	
Asset and liability adjustments	(5,343)
Increase in treasury stock	<u>(3,208)</u>
Net Capital	<u>\$ 41,807</u>
<u>Aggregate indebtedness</u>	<u>\$ 58,895</u>
<u>Computation of basic net capital requirement</u>	
<u>6-2/3% of aggregate indebtedness</u>	<u>\$ 3,926</u>
<u>Minimum required net capital</u>	<u>\$ 5,000</u>
<u>Net capital requirement</u>	<u>\$ 5,000</u>
<u>Excess net capital</u>	<u>\$ 36,807</u>
<u>Excess net capital at 1,000%</u>	<u>\$ 35,918</u>
<u>Percentage of aggregate indebtedness to net capital</u>	<u>141%</u>

See accompanying notes to financial statements.

Marc's Christmas list

St. Joseph chaplet beads

Books

The Smithsonian's History of America in 101 Objects

Classic Mythology Collection

Classic Horror Collection

Other

Anything else you may think I would like.



NOTICE OF EQUITY WITHDRAWAL
[Pursuant to Exchange Act Rule 15c3-1(e)(1)]

Exchange Act Rule 15c3-1(e)(1) mandates that prior notification must be given to the SEC two (2) business days before effecting any equity withdrawals, advances or loans, if the amounts (on a net basis) in the aggregate in any 30 calendar day period exceed \$500,000 and 30% of the broker-dealer's excess net capital. Notification must also be given to the SEC two (2) business days after any equity withdrawals, advances or loans, if the amounts (on a net basis) in the aggregate in any 30 calendar day period exceed \$500,000 and 20% of the broker-dealer's excess net capital.

As governed by SEC Rule 15c3-1(e)(1), an "equity withdrawal" constitutes or is defined as the redemption or repurchase of shares of stock, the payment of dividends, or any similar distribution, or any unsecured advance or loan to a stockholder, partner, sole proprietor or affiliate.

Date: 12/10/2015 SEC File# 8- 68937
Name of Broker-Dealer: Merus Capital Partners, LLC
Minimum Net Capital Requirement: Phlx \$ 100,000 SEC \$ 100,000
Expected Date of Equity Withdrawal: 12/15/2015
Excess Net Capital before Withdrawal: \$ 25,914,324
Amount of Withdrawal: \$ 20,000,000 or 77 %
Excess Net Capital after Withdrawal: \$ 5,914,324

The Conditions under which there may be a limitation on the amount of Equity Capital allowed to be withdrawn are:

(Please mark the appropriate box.)

1. Would/Did the withdrawal cause the broker/dealer's net capital to be less than 120% of the SEC's minimum requirement?
 No Yes
2. Would/Did the withdrawal cause the broker/dealer's net capital to be less than 25% of deductions from net worth in computing net capital required by paragraphs (c)(2)(vi), (I) and Appendix A of SEC Rule 15c3-1?

No Yes N/A

If yes, has the broker/dealer received prior approval from the SEC to make such withdrawal?

No Yes

3. Would/Did the withdrawal cause the broker/dealer's total outstanding principal amount of satisfactory subordination agreement(s) to exceed 70% of the debt-equity total, as defined in SEC Rule 15c3-1(d)?

No Yes N/A

4. If the broker/dealer is subject to the A.I. standard, would/did the withdrawal cause the broker/dealer's aggregate indebtedness to exceed 1000% of its SEC minimum net capital requirement?

No Yes N/A

PLEASE NOTE THAT A "YES" ANSWER TO ANY OF THE ABOVE QUESTIONS WILL SUBJECT A BROKER/DEALER TO RESTRICTIONS ON SUCH WITHDRAWAL, PER SEC RULE 15c3-1(e)(2).

The addresses, telephone, fax numbers and e-mail addresses of FINRA (on behalf of the NASDAQ OMX PHLX), and the SEC principal and regional offices listed below are for notification purposes.

William A. Bunting
Manager
FINRA – Member Regulation
Risk Oversight & Operational Regulation (ROOR)
1900 Market Street
Philadelphia, PA 19103
Telephone: (215) 496-5401
Fax: (301) 339-7197

U.S. Securities and Exchange Commission (Principal Office)
100 F Street, N.E.
Washington, DC 20549
Attn: Carol Charnock
Telephone: (202) 551-5542
Fax: (202) 772-9273
E-mail: hclp@sec.gov

U.S. Securities and Exchange Commission
Philadelphia District Office
Daniel M. Hawke, Regional Director
The Mellon Independence Center
701 Market Street
Philadelphia, PA 19106-1532
Telephone: (215) 597-3100
E-mail: philadelphia@sec.gov

U.S. Securities and Exchange Commission
New York Regional Office
George S. Canellos, Regional Director
3 World Financial Center, Suite 400
New York, NY 10281-1022
Telephone: (212) 336-1100
E-mail: newyork@sec.gov

U.S. Securities and Exchange Commission
Chicago Regional Office
Merri Jo Gillette, Regional Director
175 W. Jackson Boulevard
Suite 900
Chicago, IL 60604
E-mail: chicago@sec.gov