

**PUBLIC**

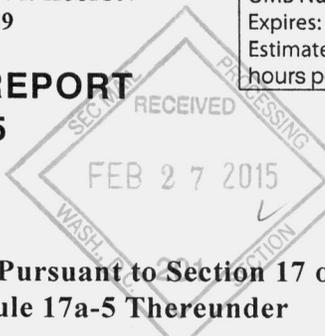
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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



SEC FILE NUMBER  
8- 36754

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 01/01/14 AND ENDING 12/31/14  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: **MARSCO INVESTMENT CORPORATION**

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

OFFICIAL USE ONLY  
FIRM I.D. NO.

(No. and Street) (City) (State) (Zip Code)  
**Roseland NJ 07068**

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
**Mark E. Kadison, CEO (973) 228-2886**  
(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*  
**Demetrius Berkower**

(Name - if individual, state last, first, middle name)  
**517 Route 1 South, Suite 4103 Iselin NJ 08830**  
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

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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)

*KW*  
*3/2/2015*

OATH OR AFFIRMATION

I, Mark E. Kadison, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of **MARSCO INVESTMENT CORPORATION**

, as of December 31, 20 14, 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:

[Signature]  
Signature  
CEO  
Title

[Signature]  
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).



Marsco Investment Corporation  
*Online Brokerage Services*  
101 Eisenhower Parkway  
Roseland, New Jersey 07068

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**MARSCO INVESTMENT CORPORATION**

**STATEMENT OF FINANCIAL CONDITION**

**DECEMBER 31, 2014**

# MARSCO INVESTMENT CORPORATION

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**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Board of Directors and Stockholders of  
Marsco Investment Corporation

We have audited the accompanying statement of financial condition of Marsco Investment Corporation as of December 31, 2014. This financial statement is the responsibility of the management of Marsco Investment Corporation. Our responsibility is to express an opinion on this financial statement 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 statement of financial condition is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. 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 statement of financial condition referred to above presents fairly, in all material respects, the financial position of Marsco Investment Corporation as of December 31, 2014, in conformity with accounting principles generally accepted in the United States.

*Demetrius Berkower LLC*

Demetrius Berkower LLC

Iselin, New Jersey  
February 25, 2015

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517 Route One, Iselin, NJ 08830 • P (732) 781-2712 • F (732) 781-2732  
[www.demetriusberkower.com](http://www.demetriusberkower.com)

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**A PCAOB REGISTERED FIRM**  
New Jersey • California • Cayman Islands



# MARSCO INVESTMENT CORPORATION

## STATEMENT OF FINANCIAL CONDITION

December 31, 2014

### ASSETS

Cash	\$ 1,384,744
Cash segregated under federal regulations	20,273,998
Deposits with clearing organization	310,000
Receivables from customers	6,920,188
Office equipment, at cost (net of accumulated depreciation of \$ 34,954)	3,704
Other assets	<u>29,313</u>
Total assets	<u>\$ 28,921,947</u>

### LIABILITIES AND STOCKHOLDERS' EQUITY

#### Liabilities

##### Payables to:

Customers	\$ 23,610,488
Broker-dealers	43,429
Bank loan	3,800,000
Accrued expenses and other liabilities	<u>120,817</u>

Total liabilities 27,574,734

#### Stockholders' equity

Common stock, no par value; 2,500 shares authorized, issued and outstanding	24,815
Additional paid-in-capital	695,000
Retained earnings	<u>627,398</u>

Total stockholders' equity 1,347,213

Total liabilities and stockholders' equity \$ 28,921,947

# MARSCO INVESTMENT CORPORATION

## NOTES TO FINANCIAL STATEMENTS

### CONFIDENTIAL TREATMENT REQUESTED

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#### 1. Nature of Operations and Summary of Significant Accounting Policies

##### *Nature of Operations*

Marsco Investment Corporation (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") and the Municipal Securities Rulemaking Board ("MSRB"). The Company is a self-clearing broker-dealer and a member of the Depository Trust and Clearing Corporation ("DTCC"). The Company's principal business is that of a discount securities broker, whereby it executes orders on behalf of its customers and provides financing for such transactions.

##### *Basis of Presentation*

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP") as detailed in the Financial Accounting Standards Board's Accounting Standards Codification.

##### *Use of Estimates*

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts disclosed in the financial statements. Actual results could differ from those estimates.

##### *Concentrations of Credit Risk*

The Company maintains its cash balances in a few large financial institutions. These balances are insured by the Federal Deposit Insurance Corporation up to \$250,000 per institution. The Company is subject to credit risk to the extent any financial institution with which it conducts business is unable to fulfill contractual obligations on its behalf. Management monitors the financial condition of such financial institutions and does not anticipate any losses from such counterparties.

##### *Securities Transactions/Revenue Recognition*

Customers' securities transactions are recorded on a settlement date basis. Securities owned by customers, including those that collateralize margin transactions, are not reflected in the accompanying statement of financial condition. Commissions are recorded on a settlement date basis, adjusted for trade date if material. Interest income is recorded on an accrual basis.

##### *Depreciation*

Office equipment is stated at cost less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives (3-5 years) of the related assets.

##### *Income Taxes*

The Company has elected S corporation status under Section 1362 of the Internal Revenue Code. Corporate income is therefore recognized by the stockholders and taxed on their individual federal income tax returns. Consequently no provision has been made for federal taxes in these financial statements. The Company also elected S corporation status in the State of New Jersey. The provision for income taxes represents the Company's share of the State Corporation Business Tax. The Company files its income tax returns in the U.S. federal and New Jersey state jurisdictions. Generally, the Company is subject to income tax examinations by major taxing authorities during the three-year period prior to the period covered by these financial statements.

# MARSCO INVESTMENT CORPORATION

## NOTES TO FINANCIAL STATEMENTS

CONFIDENTIAL TREATMENT REQUESTED

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### 1. Nature of Operations and Summary of Significant Accounting Policies (Continued)

#### *Income Taxes (Continued)*

The Company's management is required to determine whether a tax position of the Company is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any related appeals or litigation processes, based on the technical merits of the position. The tax benefit to be recognized is measured as the largest amount of benefit that is greater than fifty percent likely of being realized upon ultimate settlement with the relevant taxing authority. This policy also provides guidance on thresholds, measurement, de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition that is intended to provide better financial comparability among different entities. Based on its analysis, the Company's management has determined that it has not incurred any liability for unrecognized tax benefits as of December 31, 2014. The Company does not expect that its assessment regarding unrecognized tax benefits will materially change over the next twelve months. However, management's conclusions regarding this policy may be subject to review and adjustment at a later date based on factors including, but not limited to, questioning the timing and amount of deductions, compliance with U.S. Federal, U.S state and foreign tax laws, and changes in the administrative practices and precedents of the relevant taxing authorities.

The Company recognizes interest and penalties accrued related to unrecognized tax benefits in income tax fees payable, if assessed. No interest expense or penalties have been recognized as of and for the period ended December 31, 2014.

#### *Advertising*

Advertising costs are expensed as incurred. Advertising expense totaled \$13,000 for the year ended December 31, 2014.

### 2. Receivables and Payables to Customers

Receivables from and payables to customers include amounts due on cash and margin transactions. Securities owned by customers are held as collateral for the receivables.

### 3. Office Equipment

Office equipment consists of the following:

Office equipment	\$ 38,658
Less: accumulated depreciation	<u>(34,954)</u>
	<u>\$ 3,704</u>

Depreciation expense for the year ended December 31, 2014 was \$1,206.

# MARSCO INVESTMENT CORPORATION

## NOTES TO FINANCIAL STATEMENTS

CONFIDENTIAL TREATMENT REQUESTED

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### 4. Bank Loan

The Company has a credit line of \$6,000,000 under a brokerage credit agreement of which \$2,200,000 was available at December 31, 2014. Borrowing under the credit line incurs interest, payable monthly at a floating rate that is geared toward prime. The available line of credit is subject to renewal on September 30, 2015. Borrowings are due on demand and secured by customer securities pledged by the Company. The outstanding balance of \$3,800,000 as of December 31, 2014 is collateralized by customer pledged securities of approximately \$6,968,000. During January 2015, there was a net pay down of \$100,000 on the loan balance.

### 5. Financial Instruments with Credit Risk and Other Off-Balance-Sheet Risk

In the normal course of business, the Company executes, as agent, securities transactions on behalf of its customers. If either the customer or a counterparty fails to perform, the Company may be required to discharge the obligations of the nonperforming party. In such circumstances, the Company may sustain a loss if the market value of the security is different from the contract value of the transaction.

In the normal course of business, the Company may pledge or deliver customer securities as collateral in support of various secured financing sources such as bank loans and securities loaned. In the event that the counterparty is unable to meet its contracted obligation and return customer securities pledged as collateral, the Company may be obligated to purchase the security in order to return it to the owner. In such circumstances, the Company may incur a loss up to the amount by which the market value of the security exceeds the value of the loan or other collateral received or in the possession and control of the Company.

The Company has a nationwide retail customer base. The Company conducts business with brokers and dealers, clearing organizations and depositories that are primarily located in the New York area. The majority of the Company's transactions and, consequently, the concentration of its credit exposures, are with customers, broker-dealers and other financial institutions in the United States of America. These transactions result in credit exposure in the event that the counterparty fails to fulfill its contractual obligations.

The Company monitors required margin and collateral levels daily in compliance with regulatory and internal guidelines and controls its risk exposure on a daily basis through financial, credit and legal reporting systems. Pursuant to such guidelines, the Company may require customers to deposit additional cash or collateral, or to reduce positions, when deemed necessary. Accordingly, management believes that it has effective procedures for evaluating and limiting the credit and market risks to which it is subject.

The Company may be exposed to off-balance sheet risk from the potential inability of customers or other counterparties to meet the terms of their contracts in connection with the clearance and settlement of securities. With respect to these activities the Company may be obligated to purchase the identical securities in the open market at prevailing prices in the event of non-performance by the customer or counterparty. At December 31, 2014, the fair value of securities failed to receive approximated \$43,000, which is included in Payables to Broker-dealers in the statement of financial condition.

### 6. Related Party Transactions

The stockholders of the Company maintain a customer account amounting to \$53,000 which is included as a component of receivables from customers on the accompanying statement of financial condition.

Interest income received from such customer account was approximately \$2,900 for the year ended December 31, 2014 and is included in interest income in the accompanying statement of operations.

# MARSCO INVESTMENT CORPORATION

## NOTES TO FINANCIAL STATEMENTS

CONFIDENTIAL TREATMENT REQUESTED

### 7. Commitments

The Company leases its office facilities under an agreement that expires on December 31, 2019. The lease contains provisions for escalations based on increases in certain costs incurred by the lessor.

Future minimum lease payments are as follows for year ended:

December 2015	\$ 53,287
December 2016	53,287
December 2017	53,287
December 2018	53,287
December 2019	53,287
	<u>\$ 266,435</u>

Rent expense and occupancy costs were \$56,560 for the year ended December 31, 2014.

Effective January 2013, the Company in the normal course of business entered into a non-cancellable service contract that expires January 2023.

Future minimum payments are as follows for year ended:

Years 1-5	\$ 600,000
Thereafter	360,000
	<u>\$ 960,000</u>

### 8. Regulatory Requirements

The Company, as a registered broker-dealer, is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (SEC Rule 15c3-1). Under this rule the Company has elected to operate under the "alternate method" whereby the Company is required to maintain minimum "net capital" of \$250,000 or 2% of "aggregate debit items" arising from customer transactions whichever is greater, as these terms are defined. At December 31, 2014, the Company had net capital of \$1,314,196, which was \$1,064,196 in excess of its required net capital of \$250,000. The Company's ratio of aggregate debit balances to net capital was 5.27 to 1.

The Company is subject to Rule 15c3-3 of the SEC which requires segregation of funds in a special reserve account for the exclusive benefit of customers (Rule 15c3-3). At December 31, 2014, the Company had segregated cash of \$20,273,998 under Rule 15c3-3. On January 2, 2015, \$600,000 was deposited in the special reserve account to comply with its December 31, 2014 requirements. On January 2, 2015, the Company had \$20,873,998 in the special reserve account which was \$139,004 in excess of the deposit requirement of \$20,734,994 to satisfy the December 31, 2014 Rule 15c3-3 deposit requirement.

# MARSCO INVESTMENT CORPORATION

## NOTES TO FINANCIAL STATEMENTS

CONFIDENTIAL TREATMENT REQUESTED

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### **9. Contingencies and Other Matters**

In the normal course of business activities, the Company is subject to regulatory examinations, other inquiries and other various legal actions. These matters could result in censures, fines, sanctions and legal settlements. It is management's belief after consultation with counsel that the outcome of any resulting actions will not be material, and will not have a material adverse effect on the financial position of the Company.

### **10. Subsequent Events**

The Company has evaluated subsequent events for potential recognition and disclosure through February 25, 2015, the date that these financial statements were available to be issued, and has not identified any subsequent events that required adjustment or disclosure.