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

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

MAY 19 2016

SEC FILE NUMBER  
8-52955

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 04/01/15 AND ENDING 03/31/16  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: KCOE Capital Advisors, LLC  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
2725 NW 24th Ave.

OFFICIAL USE ONLY  
FIRM I.D. NO.

(No. and Street)  
Camas WA 98607  
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
Steve Callahan 785-309-2534  
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

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

Baker Tilly Virchow Krause, LLP

(Name - if individual, state last, first, middle name)  
225 South Sixth Street Minneapolis MN 55402  
(Address) (City) (State) (Zip Code)

CHECK ONE:

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

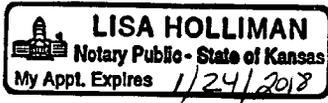
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\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

AKB

OATH OR AFFIRMATION

I, Steve Callahan, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of KCOE Capital Advisors, LLC, as of March 31, 2016, 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:



Steve Callahan Signature
Treasurer
Title

Lisa Holliman 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).

**KCOE CAPITAL ADVISORS, LLC**

Camas, Washington

**FINANCIAL STATEMENTS**

Including Report of Independent Registered Public Accounting Firm

As of and for the Year Ended March 31, 2016

# KCOE CAPITAL ADVISORS, LLC

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BAKER TILLY

Baker Tilly Virchow Krause, LLP  
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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Member  
KCOE Capital Advisors, LLC  
Camas, Washington

We have audited the accompanying statement of financial condition of KCOE Capital Advisors, LLC as of March 31, 2016, and the related statements of operations, member's equity, and cash flows for the year then ended. These financial statements are the responsibility of KCOE Capital Advisors, LLC'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 position of KCOE Capital Advisors, LLC as of March 31, 2016, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The supplemental information contained in page 8 has been subjected to audit procedures performed in conjunction with the audit of KCOE Capital Advisors, LLC's financial statements. The supplemental information is the responsibility of KCOE Capital Advisors, LLC'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. § 240.17a5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

*Baker Tilly Virchow Krause, LLP*

Minneapolis, Minnesota  
May 16, 2016

# KCOE CAPITAL ADVISORS, LLC

## STATEMENT OF FINANCIAL CONDITION As of March 31, 2016

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### ASSETS

CASH	\$	229,210
COMMISSION AND FEES RECEIVABLE		15,500
RELATED PARTY RECEIVABLE		3,603
DEPOSIT		<u>1,789</u>
TOTAL ASSETS	\$	<u>250,102</u>

### LIABILITIES AND MEMBER'S EQUITY

ACCOUNTS PAYABLE AND ACCRUED EXPENSES	\$	14,677
UNEARNED REVENUE		<u>29,167</u>
TOTAL LIABILITIES		43,844
MEMBER'S EQUITY		<u>206,258</u>
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$	<u>250,102</u>

See accompanying notes to financial statements.

# KCOE CAPITAL ADVISORS, LLC

## STATEMENT OF OPERATIONS For the Year Ended March 31, 2016

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<b>REVENUES</b>	
Investment Banking	\$ 46,250
Trading Commissions	<u>375,971</u>
Total Revenues	422,221
<b>OPERATING EXPENSES</b>	<u>133,519</u>
Operating Income	288,702
<b>OTHER INCOME</b>	<u>32,111</u>
<b>NET INCOME</b>	<u>\$ 320,813</u>

See accompanying notes to financial statements.

# KCOE CAPITAL ADVISORS, LLC

## STATEMENT OF MEMBER'S EQUITY For the Year Ended March 31, 2016

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<b>BALANCE, March 31, 2015</b>	200,445
Distributions to member	(315,000)
2016 net income	<u>320,813</u>
<b>BALANCE, March 31, 2016</b>	<u>\$ 206,258</u>

See accompanying notes to financial statements.

# KCOE CAPITAL ADVISORS, LLC

## STATEMENT OF CASH FLOWS For the Year Ended March 31, 2016

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<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	
Net income	\$ 320,813
Adjustments to reconcile net income to net cash flows from operating activities:	
Forgiveness of forgivable note payable	(30,520)
Changes in operating assets and liabilities:	
Commission and fees receivable	11,300
Related party receivable	353
Deposit	253
Accounts payable and accrued expenses	(649)
Unearned revenue	<u>18,751</u>
Net Cash Flows from Operating Activities	<u>320,301</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	
Distributions to member	<u>(315,000)</u>
Net Cash Flows from Financing Activities	<u>(315,000)</u>
<b>Net Change in Cash</b>	<b>5,301</b>
CASH - Beginning of Year	<u>223,909</u>
<b>CASH - END OF YEAR</b>	<b><u>\$ 229,210</u></b>

See accompanying notes to financial statements.

## KCOE CAPITAL ADVISORS, LLC

### NOTES TO FINANCIAL STATEMENTS As of and for the Year Ended March 31, 2016

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#### **NOTE 1 - Summary of Significant Accounting Policies**

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##### *Nature of Business*

KCOE Capital Advisors, LLC (the Company) was organized as a limited liability company in Kansas on March 28, 2000. The Company became a registered broker dealer under the Securities Exchange Act of 1934 on March 20, 2001 and is a member of the Financial Industry Regulatory Authority, Inc. (FINRA).

The Company is a wholly-owned subsidiary of KCoe Wealth Management, LLC (KCoE Wealth).

##### *Cash*

The Company maintains its cash in financial institutions. Balances, at times, may exceed federally insured limits.

##### *Commissions Receivable*

Commissions receivable are unsecured and no allowance for doubtful accounts is considered necessary by management as of March 31, 2016.

##### *Revenue Recognition and Related Expenses*

Commission income and expenses are recorded on a trade-date basis. Commission income from merger and acquisition transactions is recognized at the time of closing.

##### *Income Taxes*

The Company is not a taxpaying entity for federal and state income tax purposes. The Company's taxable income or loss is taxed on the sole member's income tax returns. Therefore, no provision or liability for federal or state income taxes has been included in the financial statements.

The Company is not currently under examination by any taxing jurisdiction. In the event of any future tax assessments, the Company has elected to record the income taxes and any related interest and penalties as income tax expense on the Company's statement of operations.

##### *Management's 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 those estimates.

## KCOE CAPITAL ADVISORS, LLC

### NOTES TO FINANCIAL STATEMENTS As of and for the Year Ended March 31, 2016

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#### **NOTE 2 - Forgivable Note Payable**

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On October 14, 2011, the Company entered into a forgivable note payable with Securities America Financial Corporation (SAFC) for \$122,078. The note was collateralized by future commissions and other compensation due to the Company from SAFC and certain of its affiliates. The remaining principal of the note was forgiven on October 14, 2015 and is included in other income on the statement of operations. As of March 31, 2016, the entire balance of the note payable had been forgiven by SAFC.

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#### **NOTE 3 - Related Party Transactions**

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The Company has an affiliate agreement with KCoe Isom, LLP, the parent of KCoe Wealth, to pay \$3,800 per month to lease office space, furnishings and equipment and to pay an hourly rate for the use of KCoe Isom, LLP employees for accounting and marketing services.

Shared expenses were \$90,319 for the year ended March 31, 2016. The balance due to KCoe Isom, LLP is \$4,620 as of March 31, 2016, and is included in accounts payable and accrued expenses on the statement of financial condition. The Company will pay the following expenses directly: audit and legal fees, bank charges, and federal and state registration fees. The balance due from KCoe Wealth was \$3,603 as of March 31, 2016, and is due on demand and non-interest bearing.

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#### **NOTE 4 - Net Capital Requirements**

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The Company is subject to the Securities and Exchange Commission Uniform Net Capital 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 15 to 1. Net capital and the related net capital ratio fluctuate on a daily basis. As of March 31, 2016, the Company had net capital of \$200,866 which was \$195,866 in excess of its required net capital of \$5,000. The Company's net capital ratio was .22 to 1 as of March 31, 2016.

No material differences exist between the net capital calculated above and the net capital computed and reported in the Company's March 31, 2016 FOCUS filing. Per Rule 15c3-3 of the Securities and Exchange Commission Uniform Net Capital Rule, the Company is exempt under the (k)(2)(i) exemption.

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#### **NOTE 5 - Subsequent Events**

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The Company has evaluated subsequent events occurring through May 16, 2016, which is the date that the financial statements were available to be issued, for events requiring recording or disclosure in the Company's financial statements.

**SUPPLEMENTAL INFORMATION**

## KCOE CAPITAL ADVISORS, LLC

### COMPUTATION OF NET CAPITAL AND AGGREGATE INDEBTEDNESS UNDER RULE 15C3-1 OF THE SECURITIES AND EXCHANGE COMMISSION As of March 31, 2016

#### COMPUTATION OF NET CAPITAL

Total member's equity	\$ 206,258
Non-allowable assets:	
Related party receivable	3,603
Deposit	<u>1,789</u>
Total non-allowable assets	<u>5,392</u>
Net capital before haircuts on securities positions	200,866
Haircuts on securities positions	<u>-</u>
Net capital	<u>\$ 200,866</u>

#### COMPUTATION OF AGGREGATE INDEBTEDNESS

Total liabilities from statement of financial condition	<u>\$ 43,844</u>
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#### COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

Minimum net capital requirement	<u>\$ 5,000</u>
Net capital less 120% of minimum requirement	<u>\$ 194,866</u>
Excess net capital	<u>\$ 195,866</u>
Ratio: Aggregate indebtedness to net capital	<u>.22 to 1</u>

**KCOE CAPITAL ADVISORS, LLC**

Camas, Washington

**EXEMPTION REPORT**

**Including Report of Independent Registered  
Public Accounting Firm**

**For the Year Ended March 31, 2016**

# KCOE CAPITAL ADVISORS, LLC

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Member  
KCOE Capital Advisors, LLC  
Camas, Washington

We have reviewed management's statements, included in the accompanying Exemption Report, in which (1) KCOE Capital Advisors, LLC identified the following provision of 17 C.F.R. § 15c3-3(k) under which KCOE Capital Advisors, LLC claimed an exemption from 17 C.F.R. § 240.15c3-3: (2)(i) (the "exemption provisions") and (2) KCOE Capital Advisors, LLC stated that KCOE Capital Advisors, LLC met the identified exemption provisions throughout the year ended March 31, 2016, without exception. KCOE Capital Advisors, LLC management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about KCOE Capital Advisors, LLC's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the conditions set forth in paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

*Baker Tilly Virchow Krause, LLP*

Minneapolis, Minnesota  
May 16, 2016



K·COE  
C A P I T A L

May 2, 2016

Securities and Exchange Commission  
100F Street NE  
Washington, DC 20549

To Whom It May Concern:

KCOE Capital Advisors, LLC claims exemption from SEA Rule 15c-3 under paragraph (k)(2)(i) for the period from April 1, 2015, through March 31, 2016 because we do not hold customer funds or safe keep securities. Paragraph (k)(2)(i) states: "The provisions of this section shall not be applicable to a broker or dealer: (i) Who carries no margin accounts, promptly transmits all customer funds and delivers all securities received in connection with its activities as a broker or dealer, does not otherwise hold funds or securities for, or owe money or securities to, customers and effectuates all financial transactions between the broker or dealer and its customers through one or more bank accounts, each to be designated as "Special Account for the Exclusive Benefit of Customers of (name of the broker or dealer)"." KCOE Capital Advisors, LLC has met the identified exemption provisions above throughout this period without exception.

I, Steve Callahan, swear that, to the best of my knowledge and belief, this Exemption Report is true and correct.

Regards,

Steve Callahan  
Treasurer