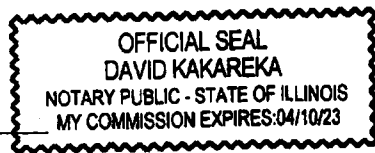


OATH OR AFFIRMATION

I, Cook Jordan, swear (or affirm) that, to the best of my knowledge and belief, the financial report pertaining to the firm of Jordan Knauff & Company, as of 12/31, 2022, is true and correct. I further swear (or affirm) that neither the company nor any partner, officer, director, or equivalent person, as the case may be, has any proprietary interest in any account classified solely as that of a customer.

David Kakareka
Notary Public



Signature:

Title:

Managing Principal

This filing** contains (check all applicable boxes):

- (a) Statement of financial condition.
- (b) Notes to consolidated statement of financial condition.
- (c) Statement of income (loss) or, if there is other comprehensive income in the period(s) presented, a statement of comprehensive income (as defined in § 210.1-02 of Regulation S-X).
- (d) Statement of cash flows.
- (e) Statement of changes in stockholders' or partners' or sole proprietor's equity.
- (f) Statement of changes in liabilities subordinated to claims of creditors.
- (g) Notes to consolidated financial statements.
- (h) Computation of net capital under 17 CFR 240.15c3-1 or 17 CFR 240.18a-1, as applicable.
- (i) Computation of tangible net worth under 17 CFR 240.18a-2.
- (j) Computation for determination of customer reserve requirements pursuant to Exhibit A to 17 CFR 240.15c3-3.
- (k) Computation for determination of security-based swap reserve requirements pursuant to Exhibit B to 17 CFR 240.15c3-3 or Exhibit A to 17 CFR 240.18a-4, as applicable.
- (l) Computation for Determination of PAB Requirements under Exhibit A to § 240.15c3-3.
- (m) Information relating to possession or control requirements for customers under 17 CFR 240.15c3-3.
- (n) Information relating to possession or control requirements for security-based swap customers under 17 CFR 240.15c3-3(p)(2) or 17 CFR 240.18a-4, as applicable.
- (o) Reconciliations, including appropriate explanations, of the FOCUS Report with computation of net capital or tangible net worth under 17 CFR 240.15c3-1, 17 CFR 240.18a-1, or 17 CFR 240.18a-2, as applicable, and the reserve requirements under 17 CFR 240.15c3-3 or 17 CFR 240.18a-4, as applicable, if material differences exist, or a statement that no material differences exist.
- (p) Summary of financial data for subsidiaries not consolidated in the statement of financial condition.
- (q) Oath or affirmation in accordance with 17 CFR 240.17a-5, 17 CFR 240.17a-12, or 17 CFR 240.18a-7, as applicable.
- (r) Compliance report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (s) Exemption report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (t) Independent public accountant's report based on an examination of the statement of financial condition.
- (u) Independent public accountant's report based on an examination of the financial report or financial statements under 17 CFR 240.17a-5, 17 CFR 240.18a-7, or 17 CFR 240.17a-12, as applicable.
- (v) Independent public accountant's report based on an examination of certain statements in the compliance report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (w) Independent public accountant's report based on a review of the exemption report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (x) Supplemental reports on applying agreed-upon procedures, in accordance with 17 CFR 240.15c3-1e or 17 CFR 240.17a-12, as applicable.
- (y) Report describing any material inadequacies found to exist or found to have existed since the date of the previous audit, or a statement that no material inadequacies exist, under 17 CFR 240.17a-12(k).
- (z) Other: _____

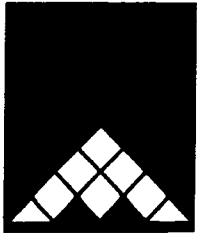
**To request confidential treatment of certain portions of this filing, see 17 CFR 240.17a-5(e)(3) or 17 CFR 240.18a-7(d)(2), as applicable.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
YEAR ENDED DECEMBER 31, 2022

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
YEAR ENDED DECEMBER 31, 2022

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Adeptus

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders
of Jordan, Knauff & Company

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Jordan, Knauff & Company as of December 31, 2022, the related statements of income, changes in members' equity, changes in members' capital, and cash flows for the year then ended, and the related notes (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of Jordan, Knauff & Company as of December 31, 2022, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of Jordan, Knauff & Company's management. Our responsibility is to express an opinion on Jordan, Knauff & Company's financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to Jordan, Knauff & Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Auditor's Report on Supplemental Information

The Schedule I, Computation of net capital under Rule 15c3-1 of the Securities Exchange Act of 1934 and Schedule II, Computation for Determination of Reserve Requirements relating to Possession and Control Requirements under Rule 15c3-3 of the Securities Exchange Act of 1934 has been subjected to audit procedures performed in conjunction with the audit of Jordan, Knauff & Company's financial statements. The supplemental information is the responsibility of Jordan, Knauff & Company'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 under Rule 15c3-1 of the Securities Exchange Act of 1934 and Schedule II, Computation for Determination of Reserve Requirements Information Relating to Possession and Control Requirements under Rule 15c3-3 of the Securities Exchange Act of 1934 is fairly stated, in all material respects, in relation to the financial statements as a whole.

Adeptus Partners, LLC

Adeptus Partners, LLC

We have served as Jordan, Knauff & Company's auditor since 2021.
Ocean, NJ
March 31, 2023

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2022

ASSETS

Cash	\$ 302,377
Accounts receivable	24,870
Furniture, equipment, and leasehold improvements (net of accumulated depreciation and amortization of \$370,522)	1,201
Prepaid expenses and other assets	32,350
Right of use assets	<u>2,360</u>
Total assets	<u>\$ 363,158</u>

LIABILITIES AND MEMBERS' CAPITAL

Liabilities

Accounts payable and accrued expenses	\$ 124,952
Deferred revenue	10,000
Other liability	<u>2,016</u>
	136,968

Commitments and contingencies

Liabilities subordinated to claims of general creditors pursuant to subordinated loan agreement with member	<u>200,000</u>
---	----------------

Total liabilities **336,968**

MEMBERS' CAPITAL **26,190**

Total liabilities and members' capital **\$ 363,158**

See notes to financial statements.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
STATEMENT OF INCOME
YEAR ENDED DECEMBER 31, 2022

Revenue:

Investment banking fees:	
Advisory fees	\$ 334,000
Success fees	1,233,377
Expense reimbursement	32,399
Interest	223
	<hr/>
Total revenue	1,599,999

Operating expenses:

Salaries	631,657
Payroll taxes	37,315
Accounting fees	92,887
Depreciation	18,757
Consulting	51,051
Dues and subscriptions	19,089
Guaranteed payments to member	207,000
Insurance - other	6,875
Legal and professional	10,231
Marketing and advertising	43,130
Medical insurance	59,894
Occupancy	182,818
Office supplies	14,721
Outsourced administration	32,362
Telecommunications	13,541
Travel and entertainment	66,088
Miscellaneous	62,426
	<hr/>
Total operating expenses	1,549,842

Operating income **50,157**

Other income/(expense):

Interest expense	<hr/> (43,305)
------------------	-----------------------

Net income **\$ 6,852**

See notes to financial statements.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
STATEMENT OF CHANGES IN MEMBERS' CAPITAL (DEFICIT)
YEAR ENDED DECEMBER 31, 2022

Members' capital (deficit):	
Balance, beginning of year	\$ (4,662)
Capital contribution	24,000
Net income	<u>6,852</u>
Balance, end of year	<u>\$ 26,190</u>

See notes to financial statements.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED TO CLAIMS OF GENERAL CREDITORS
YEAR ENDED DECEMBER 31, 2022

Subordinated borrowings, beginning of year	\$ 200,000
Subordinated borrowings, end of year	<u>\$ 200,000</u>

See notes to financial statements.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2022

Cash flows from operating activities:	
Net income	\$ 6,852
Adjustments to reconcile net income to net cash provided by operating activities:	
Interest expense contributed as capital	24,000
Depreciation	18,757
(Increase) decrease in operating assets:	
Accounts receivable	15,894
Other assets	(18,051)
Increase (decrease) in operating liabilities:	
Accounts payable and accrued expenses	15,615
Deferred revenue	(3,000)
Other liability	<u>(10,278)</u>
Net cash provided by operating activities	<u>49,789</u>
Increase in cash and cash equivalents	49,789
Cash and cash equivalents, beginning of year	<u>252,588</u>
Cash and cash equivalents, end of year	<u>\$ 302,377</u>
Supplemental cash flow information	
Interest paid	<u>\$ 43,305</u>
Supplemental non-cash disclosure	
Accrued interest expense contributed as capital	<u>\$ 24,000</u>

See notes to financial statements.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

1. Nature of business

Operations:

Jordan, Knauff & Company (the Company) is an Illinois limited liability company, with a perpetual operating life, formed in March 2001 for the purposes of conducting investment banking and company financing. The liability of each member is limited to their capital account balance in the Company.

The Company is focused on providing services to companies in the lower middle-market throughout the United States. This typically includes companies with revenues between \$10.0 million and \$150.0 million and EBITDA between \$1.0 million and \$15.0 million. The firm engages in four primary lines of business. The first of these is acquisition advisory, which involves assignments to help a company or a private equity firm acquire another company. The second type of engagement consists of business sale assignments, in which the firm markets a company for sale to private equity investors, strategic buyers and others. Private placement of debt and equity capital represents the firm's third line of business. Typically, private equity firms and large banks are approached with the opportunity to deploy capital in the companies represented by the Company. The fourth and final service area is a highly specialized subset of acquisition advisory, known as an Industry Development Project (IDP). Through an IDP, the Company is retained by private equity investors, capital providers or strategic buyers to source opportunities for clients to deploy capital.

The Company is registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA).

The Company has no possession or control obligations under SEA Rule 15c3-3(b) or reserve deposit obligations under SEA Rule 15c3-3(c) because its business is limited to private placement of securities and investment advisory services.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

2. Significant accounting policies

Revenue recognition:

Investment banking:

Revenue from contracts with customers includes fees from investment banking service and expense reimbursement. The recognition and measurement of revenue is based on the assessment of individual contract terms. Significant judgment is required to determine whether performance obligations are satisfied at a point in time or over time; how to allocate transaction prices where multiple performance obligations are identified; when to recognize revenue based on the appropriate measure of the Company's progress under the contract; and whether constraints on variable consideration should be applied due to uncertain future events.

The Company provides advisory services on mergers and acquisitions and capital raise transactions. Revenue for advisory arrangements is generally recognized over time for advisory arrangements in which the services are simultaneously provided by the Company and consumed by the customer based on the estimated progress of work and when revenues are not probable of significant reversal. Advisory costs are recognized as incurred, including when reimbursed by the customer. Retainers and other fees received from customers prior to recognizing revenue are reflected as deferred revenue.

As additional consideration for the advisory services noted above, the Company receives fees that vary based on specified performance measures, for example, when a customer's business is sold or a capital raise is concluded (success fees). These fees are considered variable consideration as the uncertainty is dependent on factors outside the Company's influence. In these cases, revenues are recognized at the point in time when uncertainty is resolved.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

2. Significant accounting policies (continued)

Revenue recognition (continued):

Revenues recognized from contracts with customers are broken into categories that depict how the nature, amount, timing and uncertainty of revenues and cash flows are affected by economic factors. Revenues are disaggregated based on the type of services such as acquisition advisory, business sales, private placement of debt and equity capital, and management fees.

At December 31, 2022, deferred revenues were \$10,000. All revenue recognized during the year ended December 31, 2022 is related to contracts with customers. Receivables due from customers totaled \$16,000 as of December 31, 2022.

Cash and cash equivalents:

The Company considers all highly liquid debt instruments purchased with an initial maturity of three months or less to be cash equivalents.

Accounting 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 and disclosures. Accordingly, actual results could differ from those estimates.

Accounts receivable:

Accounts receivable are reported at the amount management expects to collect on balances outstanding at year-end. Management closely monitors outstanding balances and reserves and writes off, as necessary, any balance deemed uncollectible through a charge to earnings and a credit to a valuation allowance. Accounts receivable at December 31, 2022 are expected to be fully collected. At December 31, 2022, one client had a receivable which accounted for over 10% of total accounts receivable.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

2. Significant accounting policies (continued)

Property and equipment and related depreciation and amortization:

Property and equipment are recorded at cost. Depreciation is provided by the straight-line method over the useful lives (5 to 7 years) of the assets. Leasehold improvements are amortized ratably over the lesser of the life of the improvement or term of the lease.

The following schedule shows the detail of fixed assets for the year ending December 31, 2022:

Property and equipment:	
Furniture and equipment	\$ 289,543
Leasehold improvements	<u>82,180</u>
	371,723
Less accumulated depreciation and amortization	<u>(370,522)</u>
Property and equipment, net	<u>\$ 1,201</u>

Total depreciations for the year ended December 31, 2022 was \$18,757.

Income taxes:

The Company is treated as a partnership for federal income tax purposes. Accordingly, the Company's earnings and losses are included in the members' personal income tax returns.

The Company follows required accounting guidance for uncertainty in income taxes. The Company evaluates its tax positions on an ongoing basis, and if considered necessary, establishes liabilities for uncertain tax positions that may be challenged by tax authorities. The Company files information tax returns in the U.S. Federal jurisdiction and various states. The Company has no uncertain tax positions as of December 31, 2022.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

3. Liabilities subordinated to claims of general creditors

Subordinated liabilities consist of a subordinated loan with a value of \$200,000 as evidenced by a subordinated loan agreement approved by FINRA. The note matures on January 31, 2026 and bears interest at 12%. To the extent that such borrowing is required for the Company's continued compliance with minimum net capital requirements, it may not be repaid in advance of maturity.

Accrued interest of \$24,000 was contributed to capital on December 31, 2022 and is included in members' capital.

4. Office lease

The Company leases office space under an operating agreement. As such, the Company has elected the practical expedient for short term leases under ASU -2016-02 and therefore there is no right of use asset or liability recognized on the balance sheet as of December 31, 2022. For the year ended December 31, 2022, rent expense amounted to \$182,818. See note 8.

5. Net capital requirements

The Company is subject to the Securities and Exchange Commission's Net Capital Rule (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 1500%. At December 31, 2022, the Company had net capital of \$167,769, which was \$158,772 in excess of its required net capital of \$8,997. The Company's net capital ratio was 82%.

6. Concentration of credit risk

The Company maintains cash in a bank account which, at times, may exceed federally-insured limits. Management believes that the Company is not exposed to any significant credit risk on cash.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2022

7. Employee retirement plan

The Company maintains a 401(k)/profit-sharing plan covering all employees and members who meet eligibility requirements. The plan allows employees and members to make voluntary contributions within stated limits set by the plan for which maximum amounts are subject to Internal Revenue Service statutory limitations. The plan provides for discretionary matching and discretionary profit-sharing contributions. There were no discretionary matching or discretionary profit-sharing contributions approved for the year ended December 31, 2022.

8. Subsequent events

Management of the Company has reviewed and evaluated subsequent events from December 31, 2022, the financial statement date, through March 30, 2023, the date the financial statements were available to be issued. The following subsequent event was identified.

The Company signed a lease extension for office space expiring on December 31, 2023. The lease extension requires monthly payments of \$9,246.71. The Company has elected the practical expedient for short term leases under ASU -2016-02 for the year ended December 31, 2023.

An additional subordinated loan with a value of \$100,000 was entered into on January 6, 2023. Total subordinated debt for 2023 is \$300,000 as evidenced by a subordinated loan agreement approved by FINRA. The note matures on January 31, 2026 and bears interest at 12%.

JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)

SCHEDULE 1
COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES EXCHANGE ACT OF 1934
YEAR ENDED DECEMBER 31, 2022

Total members' capital		\$ 26,190
Additions:		
Liabilities subordinated to claims of general creditors		200,000
Deductions and/or charges:		
Nonallowable assets:		
Accounts receivable	(24,870)	
Property and equipment, net	(1,201)	
Prepaid expenses and other assets	<u>(32,350)</u>	<u>(58,421)</u>
Net capital		167,769
Less: Minimum net capital requirements		
Greater of 6 2/3% of aggregate indebtedness or \$5,000		<u>8,997</u>
Remainder: Capital in excess of all requirements		<u>\$ 158,772</u>
Aggregate indebtedness:		
Accounts payable and other liabilities		<u>\$ 136,968</u>
Ratio of aggregate indebtedness to net capital		<u>82%</u>

Statement Pursuant to Paragraph (d)(4) of Rule 17a-5

There are no material differences between this computation of net capital and the corresponding computation prepared by the Company and included in its unaudited Part IIA Focus Report as of December 31, 2022.

**JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)**

**SCHEDULE 2
COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS AND INFORMATION
RELATING TO THE POSSESSION AND CONTROL REQUIREMENTS UNDER RULE 15c3-3 OF THE
SECURITIES EXCHANGE ACT OF 1934**

YEAR ENDED DECEMBER 31, 2022

The Company is operating pursuant to an exemption under 17 C.F.R. Section 240.15c3-3 due to the limited nature of its business.



Adeptus

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders
of Jordan, Knauff & Company

We have reviewed management's statements, included in the accompanying Rule 15c3-3 Exemption Report pursuant to SEC Rule 17a-5, in which (1) Jordan, Knauff & Company (the Company) did not claim an exemption under paragraph (k) of 17 C.F.R. §240.15c3-3, and (2) the Company is filing this Exemption Report relying on Footnote 74 of the SEC Release No. 34-70073 adopting amendments to 17 C.F.R. § 240.17a-5 because the Company limits its business activities exclusively to private placements and investment banking. In addition, the Company did not directly or indirectly receive, hold, or otherwise owe funds or securities for or to customers, other than money or other consideration received and promptly transmitted in compliance with paragraph (a) or (b)(2) of Rule 15c2-4 and/or funds received and promptly transmitted for effecting transactions via subscriptions on a subscription way basis where the funds are payable to the issuer or its agent and not to the Company; did not carry accounts of or for customers; and did not carry PAB accounts (as defined in Rule 15c3-3) throughout the most recent fiscal year without exception.

Jordan, Knauff & Company's 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 Jordan, Knauff & Company'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 upon the Company's business activities contemplated by Footnote 74 of the SEC Release No. 34-70073 adopting amendments to 17 C.F.R. § 240.17a-5, and related SEC Staff Frequently Asked Questions.

Adeptus Partners, LLC

Adeptus Partners, LLC

Ocean, NJ
March 31, 2023

**JORDAN, KNAUFF & COMPANY
(A LIMITED LIABILITY COMPANY)
EXEMPTION REPORT
YEAR ENDED DECEMBER 31, 2022**

Jordan, Knauff & Company, (“the “Company”), is a registered broker-dealer subject to rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, “Reports to be made by certain brokers and dealers”). This Exemption Report was prepared as required by 17 C.F.R. §240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- 1) The Company does not claim an exemption under paragraph (k) of 17 C.F.R. § 240.15c3-3, and
- 2) The Company is filing this Exemption Report relying on Footnote 74 of the U.S. Securities and Exchange Commission (SEC) Release No. 34-70073 adopting amendments to 17 C.F.R. §240.17a-5; because the Company limits its business activities exclusively to private placements and investment banking, and the Company (1) did not directly or indirectly receive, hold, or otherwise owe funds or securities for or to customers, (2) did not carry accounts of or for customers; and (3) did not carry PAB accounts (as defined in Rule 15c3-3) throughout the most recent fiscal year without exception.

I, G. Cook Jordan, Jr., swear (or affirm) that, to my best knowledge and belief, this exemption report is true and correct.

Signature: G. Cook Jordan, Jr. Managing Principal
Title