

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

OMB APPROVAL OMB Number: 3235-0123 Expires: October 31, 2004 Estimated average burden hours per response.....12.00

FORM X-17A-5 PART III

SEC FILE NUMBER 8- 25898

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 BEGINNIN		r 1, 200 MM/DD/YY)2AN	D ENDING	Sept	tember 30, 200
A. F	REGISTRAN	T IDENTIF	ICATIO	ON		
NAME OF BROKER-DEALER: D.	R. MAYO &	COMPANY	Z, INC			OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF I	BUSINESS: (Do	o not use P.O.	Box No.	APEC	SED	FIRM I.D. NO.
900 South Meadows P	arkway,	#491	Ph	100		
Reno	1)	lo. and Street) NV		THOMSO	003 003	89511
(City)		(State)		FINANC	(Zip	Code)
NAME AND TELEPHONE NUMBER OF DANIEL L. PANCAKE	F PERSON TO (CONTACT IN	I REGAR	D TO THIS	REPOI	RT 552-5350
. <u> </u>					(Aı	ea Code – Telephone Number
B. A	CCOUNTAN	T IDENTII	FICATI	ON		
INDEPENDENT PUBLIC ACCOUNTANT	T whose opinio	n is contained	l in this R	eport*		
WILSON MARKLE STUCK	EY HARDES	TY & BOT	T			
	(Name – if ind	ividual, state las	t, first, mide	lle name)		
101 Larkspur Landin	g Circle	#200	Lar	kspur,	CA	9,4939
(Address)	(City)			(Star	:e) /	(Zip Code)
CHECK ONE:				li de la companya de	FEC	EIVED (C).
Certified Public Accountan	t				JANE 9	£ 2003
☐ Public Accountant					YUV Z	D 0003
☐ Accountant not resident in	United States or	any of its pos	ssessions.	183	1	81
	FOR OFF	CIAL USE	ONLY		The M	
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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)

12/80

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

OATH OR AFFIRMATION

I,	DANIEL L. PANCAKE	, swear (or affirm) that, to	the best of
my	knowledge and belief the accompanying D. R. MAYO & COMPANY,	financial statement and supporting schedules pertaining to the fir	
of	September 30	, 20 03 , are true and correct. I further swear (or	affirm) that
	ther the company nor any partner, propri	ietor, principal officer or director has any proprietary interest in a or as follows:	ny account
		A f	
	KENNETH J. CRO NOTARY PUB STATE OF NEV APPT. No. 03-8283 MY APPT. EXPIRES JUN	LIC Signature	
	Notary Public		N.
	s report ** contains (check all applicable (a) Facing Page. (b) Statement of Financial Condition. (c) Statement of Income (Loss). (d) Statement of Changes in Financial (Condition.	
哲图名	(f) Statement of Changes in Liabilities(g) Computation of Net Capital.(h) Computation for Determination of I	ers' Equity or Partners' or Sole Proprietors' Capital. Subordinated to Claims of Creditors. Reserve Requirements Pursuant to Rule 15c3-3. ion or Control Requirements Under Rule 15c3-3.	
	(j) A Reconciliation, including appropriation for Determination of t	riate explanation of the Computation of Net Capital Under Rule 1: the Reserve Requirements Under Exhibit A of Rule 15c3-3. ed and unaudited Statements of Financial Condition with respect t	
	 (l) An Oath or Affirmation. (m) A copy of the SIPC Supplemental R (n) A report describing any material in accordance. 	Report. dequacies 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).

Financial Statements

and

Supplemental Information

Years ended September 30, 2003 and 2002

with

Reports of the Independent Auditors

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Report of Independent Auditors

Board of Directors
D. R. Mayo & Company, Inc.

We have audited the accompanying statement of financial condition of D. R. Mayo & Company, Inc. as of September 30, 2003 and 2002, and the related statements of operations, changes in stockholder's equity and cash flows for the years then ended. These financial statements are the responsibility of the management of the Company. Our responsibility is to express an opinion on these financial statements, based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audits 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 audits provide 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 D. R. Mayo & Company, Inc. as of September 30, 2003 and 2002, and the results of its operations and cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States.

The accompanying financial statements have been prepared assuming D. R. Mayo & Company, Inc. will continue as a going concern. As discussed in Note 7 to the financial statements, D. R. Mayo & Company, Inc. suffered recurring losses from operations and did not meet the minimum deposit requirement of its securities clearing broker, which raises substantial doubt about its ability to continue as a going concern. The plans of the management of D. R. Mayo & Company, Inc. regarding these matters is also discussed in Note 10. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Walson Markle Stuckey Hardesty & Bott

Larkspur, California October 31, 2003

D. R. Mayo & Company, Inc.
Statement of Financial Condition

September 30, 2003 and 2002

	2003	2002
Current assets Cash Investment, at market Commissions receivable Due from employee	\$26,251 21,718 	\$17,941 2,805 12,229
Prepaid expenses Income taxes receivable		
Total current assets	47,969	32,975
Property and equipment, at cost, net of accumulated depreciation of \$43,514 (2002 - \$40,830) Deposits and other assets	3,468 4,233	6,152 4,233
Total assets	\$55,670	\$43,360
Current liabilities Accounts payable Accrued employee expenses Income taxes payable	\$29,859 10,432 	\$9,390 12,116 800
Total current liabilities	40,291	22,306
Stockholder's equity Common stock, no par value; 10,000 shares authorized, 1,000 shares issued and outstanding Additional paid-in-capital Retained earnings (deficit)	15,000 339,594 (339,215)	15,000 342,594 (336,540)
Total stockholder's equity	15,379	21,054
Total liabilities and stockholder's equity	\$55,670	\$43,360
See accompanying notes.		

Statement of Operations Years ended September 30, 2003 and 2002

	2003	2002
Revenue Commissions Gain (loss) on investment Miscellaneous Interest	\$368,524 (660) 2,440 121	\$308,745 (495) 3,082 107
Total revenue	370,425	311,439
Expenses	•.	
Commissions and salaries Payroll taxes Transaction clearing and quotes Accounting and audit Dues and subscriptions Insurance Legal and arbitration Meals, travel and entertainment Other outside services Other taxes and fees Regulatory fees and assessments Rent Supplies Telephone Depreciation Interest Miscellaneous	127,817 10,540 96,071 3,696 1,260 4,776 1,775 5,736 2,444 931 31,909 54,193 8,101 14,773 2,684 3,436 2,111	106,615 8,830 103,381 5,000 787 5,329 (18,031) 9,297 5,253 533 6,011 61,024 4,303 18,534 1,789 3,114 1,089
Total expenses	372,253	322,858
Income (loss) before income taxes	(1,828)	(11,419)
Income taxes	847	866
Net income (loss)	(\$2,675)	(\$12,285)

D. R. Mayo & Company, Inc.

Statement of Changes in Stockholder's Equity Years ended September 30, 2003 and 2002

	Comm	on stock Amount	Additional paid-in- capital	Retained earnings (deficit)	Stock- holder's equity
Balances as of					
September 30, 2001	1,000	\$15,000	\$331,666	(\$324,255)	\$22,411
Net capital contributions			10,928		10,928
Net income (loss)				(12,285)	(12,285)
Balances as of September 30, 2002	1,000	15,000	342,594	(336,540)	21,054
Net capital distributions		**	(3,000)		(3,000)
Net income (loss)				(2,675)	(2,675)
Balances as of					
September 30, 2003	1,000	\$15,000	\$339,594	(\$339,215)	<u>\$15,379</u>

Statement of Cash Flows Years ended September 30, 2003 and 2002

	2003	2002
Cash flows from operating activities Net income (loss)	(\$2,675)	(\$12,285)
Adjustments to reconcile net income (loss) to net cash provided by operating activities		
Loss (gain) on investment	660	495
Depreciation Changes in current assets and liabilities	2,684	1,789
Commissions receivable	(9,489)	7,189
Due from employee		1,000 91
Prepaid expenses Accounts payable	20,469	(17,052)
Accrued employee expenses	(1,684)	2,432
Income taxes receivable and payable	(800)	2,473
Cash provided (used) by operating activities	9,165	(13,868)
Cash flows from investing activities		·
Purchases of property and equipment	 0 445	(7,941)
Sale of investment Change in deposits and other assets	2,145 	3,802
Cash provided (used) by investing activities	2,145	(4,139)
Cash flows from financing activities		
Net capital contributions	(3,000)	10,928
Cash provided (used) by financing activities	(3,000)	10,928
Change in cash	8,310	(7,079)
Cash, beginning of year	17,941	25,020
Cash, end of year	\$26,251	\$17,941
Supplemental disclosure		
Cash paid for (refund received) income taxes	\$1,647	(\$1,607)
Cash paid for interest	\$3,436	\$3,114

See accompanying notes.

Notes to Financial Statements September 30, 2003

Note 1 – Summary of significant accounting policies

Basis of presentation

D. R. Mayo & Company, Inc., (Company), incorporated and principally located in San Francisco, California since December 19, 1980, is registered with the National Association of Securities Dealers (NASD) as a broker-dealer in the sale of securities. The Company is exempt from Securities Exchange Commission Rule 15c3-3 because it does not handle securities or carry customer accounts. One securities clearing broker clears virtually all transactions executed on behalf of customers of the Company.

<u>Cash</u>

For purposes of the accompanying statement of cash flows, cash consists of cash on deposit with a commercial bank and a securities clearing broker.

Property and equipment

The Company capitalizes the cost of property and equipment, consisting of office and computer equipment, furniture and leasehold improvements, exceeding \$2,000. The Company computes depreciation using the straight-line method based on the useful lives of office and computer equipment and furniture of five years and of leasehold improvements the shorter of the useful lives or the remaining terms of the related leases. Differences between financial statement and income tax depreciation are not material.

Security transactions and commissions

The Company records revenues and expenses related to security transactions based on the accounting method used by its securities clearing broker, which is on a settlement-date basis. Net commission revenue on unsettled transactions as of September 30, 2003 and 2002 is not material.

Note 1 – Summary of significant accounting policies (continued)

Use of estimates

The Company prepares its financial statements in accordance with accounting principles generally accepted in the United States. 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 amounts reported in these financial statements, notes and supplemental information. Actual results could differ from those estimated.

Estimated fair value of financial instruments

Statement of Financial Accounting Standards No. 107, "Disclosure about Fair Value of Financial Instruments," requires the disclosure of the fair value of financial instruments, including assets and liabilities recognized on the statement of financial condition. Management estimates that the aggregate net fair value of financial instruments recognized on the statement of financial condition (including receivables, payables and accrued expenses) approximates their carrying value, as such financial instruments are short-term in nature or bear interest at current market rates.

Reclassifications

The Company reclassified certain prior year amounts to conform to the current year presentation.

Note 2 - Commissions receivable

As of September 30, 2003, the Company had a commission receivable from one securities clearing broker for net commissions due the Company and earned during the month of September 2003 that totaled \$21,718 (2002 - \$12,229). The Company received such net commissions during October 2003 and included the amount as an allowable asset in its net capital computation (Note 6).

Note 3 – Legal and arbitration

During the year ended September 30, 2001, the Company, its sole shareholder and its securities clearing broker settled two customer claims arising from trading activity with one former broker-employee. One claimant settled on November 9, 2000 for \$290,000, including \$250,000 chargeable to the Company and \$30,000 chargeable to its sole shareholder. The other claimant settled on May 31, 2001 for \$125,000, including \$50,000 chargeable to the Company and \$75,000 chargeable to its sole shareholder. Related attorney fees during the years ended September 30, 2002 totaled approximately \$5,000.

During September 2002, the sole shareholder paid the second settlement note of \$75,000, interest thereon of \$7,500 and legal fees of approximately \$25,000. The Company accrued \$23,000 of the legal fees as of September 30, 2001. The sole shareholder and the Company agreed, in light of their relative shares of the settlements, to allocate the accrued legal fees to the sole shareholder. Consequently, the Company reported legal fee "expense" totaling \$18,031 for the year ended September 30, 2002.

Note 4 - Taxes on income

Current income tax expense during the years ended September 30, 2003 and 2002 reconciles as follows:

	<u>2003</u>	<u>2002</u>
Federal expense (refund)	\$ -	\$ -
State expense (refund)	800	800
Prior year under (over) estimated		66
Total current income tax expense	<u>\$800</u>	<u>\$ 805</u>

During the years ended September 30, 2003 and 2002, statutory income tax rates did not match financial statement rates due to loss carry forwards, carry backs and minimum franchise taxes.

Note 4 – Taxes on income (continued)

The Company incurred income tax losses in previous years and, after prior carry backs, has approximately \$345,000 to carry forward to future years. The loss carry forwards expire during the tax years ending September 30, 2021 through 2022 (September 30, 2006 through 2007 for California). The management of the Company believes it is more likely than not it will not benefit from the loss carry forward. Accordingly, the Company recorded a 100% valuation allowance against the deferred tax asset resulting from the loss carry forward.

Other deferred income tax assets and liabilities arising from timing difference between financial statement and income tax asset, liability, income and expense recognition are not material to the financial condition of the Company.

Note 5 - Commitments

The Company leases its office facilities under cancelable and noncancelable operating leases that expire on various dates through January 31, 2004. Total future minimum lease payments required under the noncancelable leases during the year ended September 30, 2004 total \$12,036.

Rent expense incurred by the Company for its office facilities, under cancelable and noncancelable operating leases and including certain building use charges and taxes, during the year ended September 30, 2003 totaled \$54,193 (2002 - \$61,024).

The securities clearing broker of the Company requires the Company to maintain a minimum deposit of \$25,000. As of September 30, 2003, the Company maintained a deposit of \$21,606 (2002 - \$9,738). Through an informal agreement with the securities clearing broker, they agreed to withhold \$1,000 of net commission income each month and deposit it into the minimum deposit account of the Company until the minimum deposit reached at least \$25,000.

Note 6 – Net capital requirement

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule 15c3-1, which requires the maintenance of a minimum net capital of the greater of total aggregate indebtedness times 6% and \$5,000. As of September 30, 2003, the net capital of the Company exceeded the minimum net capital requirement by \$2,677 (2002 - \$5,248).

In the opinion of management, the Company maintained the required minimum net capital during the years ended September 30, 2003 and 2002.

Note 7 – Going concern

As discussed in Note 5, the Company is unable to meet the minimum deposit requirement of its securities clearing broker. The securities clearing broker allows the Company to continue to operate while withholding commission revenue to replenish the minimum deposit account and it has not accelerated collection of the deficit, totaling \$3,394 as of September 30, 2003.

The Company suffered significant operating losses during previous years, due chiefly to unfavorable claim settlements, the decline in the stock market and the current economic recession.

The Company has taken steps to increase cash flow by reducing expenses (by reducing branch offices, consolidating the main office, reducing personnel and eliminating excess quote and transaction equipment). In addition, the Company may plan to increase cash flow by increasing income (by adding productive representatives and expanding beyond trading stocks, bonds and mutual funds), further reducing expenses (by negotiating better deals with existing and new vendors) and obtaining additional capital contributions from its sole shareholder.

The ability of the Company to continue as a going concern may depend upon its ability to succeed with its plans.

Supplemental Information

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



Report of Independent Auditors on Supplemental Information

Board of Directors D. R. Mayo & Company, Inc.

We have audited the financial statements of D. R. Mayo & Company, Inc. for the years ended September 30, 2003 and 2002, and have issued our report thereon dated October 31, 2003. Our audits were made primarily for the purpose of forming an opinion on the basic financial statements, taken as a whole. The accompanying supplemental information presented hereinafter is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements, taken as a whole.

Wulson Markle Stuckey Hardesty & Bott

Larkspur, California

October 31, 2003

D. R. Mayo & Company, Inc.
Statement of Changes in Liabilities Subordinated to Claims of the General Creditors Year ended September 30, 2003

Balance, beginning of year	\$-
Increase (decrease)	_=
Balance, end of year	<u>\$-</u>

D. R. Mayo & Company, Inc. Computation of Net Capital under Rule 15c3-1 of the Securities and Exchange Commission September 30, 2003

Net Capital

Total stockholder's equity	\$15,379
Adjustments for non-allowable assets Property and equipment, net Deposits and other assets	3,469 4,233
Total adjustments	7,702
Net capital	<u>\$ 7.677</u>
Total Aggregate Indebtedness	
Total liabilities	\$40,291
Total aggregate indebtedness	<u>\$40,291</u>
Computation of Basic Net Capital Requireme	ent
Total aggregate indebtedness times 63/3%	<u>\$2,683</u>
Minimum net capital requirement for reporting broker	<u>\$5,000</u>
Basic net capital requirement (greater of \$2,683 and \$5,000)	<u>\$5,000</u>
Excess net capital	<u>\$2,677</u>
Excess net capital at 1,000% Net capital less 10% of total aggregate indebtedness	<u>\$3,648</u>
Ratio of total aggregate indebtedness to net capital	<u>5.2483</u>

Reconciliation Pursuant to Rule 17a-5(d)(4) September 30, 2003

Reconciliation with the Computation of the Company included in Part IIA of Form X-17A-5 as of September 30, 2003

Net capital reported in the unaudited Part IIA FOCUS report of the Company	\$9,477	
Net audit adjustments	1,800	
Net capital, as reported herein		<u>\$7,677</u>
Total aggregate indebtedness reported in the unaudited Part IIA FOCUS report of the Company	\$38,491	
Net audit adjustments	1,800	
Total aggregate indebtedness, as reported herein	\$40 291	

Computation for the Determination of Reserve Requirements Under Rule 15c3-3 of the Securities and Exchange Commission September 30, 2003

The computation for determination of the reserve requirements under Exhibit A of Rule 15c3-3 of the Securities and Exchange Commission has not been prepared because the exemption under Reg. Section 240, 15c3-3 (k)(i)(C) is met.

D. R. Mayo & Company, Inc.

Information Relating to Possession or Control Requirements
Under Rule 15c3-3 of the Securities and Exchange Commission
September 30, 2003

A supplementary report pursuant to Rule 17a-5(d)(4) and the information relating to possession or control requirements under Rule 15c3-3 are not required under Rule 17a-5(e)(1)(i)(A) and Rule 15c3-3(k), respectively.



Report of Independent Auditors on Internal Accounting Control Required by SEC Rule 17a-5

Board of Directors D. R. Mayo & Company, Inc.

We have audited the financial statements of D. R. Mayo and Company, Inc. for the years ended September 30, 2003 and 2002, and have issued our report thereon dated October 31, 2003. As part of our audits, we made a study and evaluation of the system of internal accounting control of the Company to the extent we considered necessary to evaluate the system as required by auditing standards generally accepted in the United States. The purpose of our study and evaluation, which included obtaining an understanding of the accounting system, was to determine the nature, timing and extent of the auditing procedures necessary for expressing an opinion on the financial statements.

We also made a study of the practices and procedures followed by the Company in making the periodic computations of net capital and total aggregate indebtedness under rule 17a-3(a)(11) and the procedures for determining compliance with the exemptive provisions of rule 15c3-3. We did not review the practices and procedures followed by the Company in making the quarterly securities examinations, counts, verifications, comparisons and recordation of differences required by rule 17a-13 or in complying with the requirements for prompt payment for securities under section 8 of Regulation T of the Board of Governors of the Federal Reserve System, because the Company does not carry security accounts for customers or perform custodial functions relating to customer securities.

The management of the Company is responsible for establishing and maintaining a system of internal accounting control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of control procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the above-mentioned objectives of the Commission. The objectives of a system and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with the authorization of management and recorded properly to permit the preparation of financial statements in accordance with accounting principles generally accepted in the United States of America. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal accounting control procedure or the practices and procedures referred to above, errors or irregularities may nevertheless occur and not be detected. In addition, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the degree of compliance with them may deteriorate. Our study and evaluation made for the limited purpose described in the first paragraph would not necessarily disclose all material weaknesses in the system. Accordingly, we do not express an opinion on the system of internal accounting control of D. R. Mayo and Company, Inc., taken as a whole. However, our study and evaluation disclosed no condition that we believed to be a material weakness.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the practices and procedures of the Company were adequate as of September 30, 2003 and 2002, to meet the objectives of the Commission.

This report is intended solely for the use of management, the Securities and Exchange Commission and the National Association of Securities Dealers and should not be used for any other purpose.

Wulson Markle Stuckey Hardesty & Bott

Larkspur, California October 31, 2003