SEC 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.

(6/99) OMB control number.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate state exemption will not result in a loss of an available state exemption exemption unless such exemption is predicated on the filin notice.



05070034

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

PROCESSED

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THOMSON

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB Number: 3235-0076

Expires: May 31, 2002

Estimated average burden hours per response... 1

SEC USE ONLY					
Prefix		Serial			
DATE RECEIVED					

Name of Offering (check if this is an amendment	and name has changed, and	indicate change.)	
Asian Financial Corporation Community Off	fering	· · · · · · · · · · · · · · · · · · ·	er neutroniste – in discontra a
Filing Under (Check box(es) that [] Rule 504 apply):	[X] Rule 505 [] Rule 506	[] Section 4(6)	[] ULOE
Type of Filing: [X] New Filing [] Amendment			
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A. BASIC IDENTIFICATION DATA

118033.1 10/7/05

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1. Enter the information request	ed about the issuer										
Asian Financial Corporation											
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)											
1008 Arch Street, Philadelphia,	PA 19107-3002	(215) 592-1188									
Address of Executive Offices (N	lumber and Street, City, State, Zip Code)	Telephone Number (Including Area Code)									
Same as Above											
Address of Principal Business C	Operations (Number and Street, City, Sta	ite, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices)									
Brief Description of Business		од на применения от ответствення в статутельной местам пред на пред на пред на пред на пред на пред на пред на На пред на пре									
Bank Holding Comp	any.	Vacano de ser do quancion de acciunyo in trade a co a mandrar em a descripcio a da Albert em a comente									
Type of Business Organization											
[X] corporation []	limited partnership, already formed [] other (please specify):									
[] business trust []	limited partnership, to be formed										
	Month Year										
Actual or Estimated Date of Incorporation or Organization:	[03] [1997]	[X] Actual [] Estimated									
Jurisdiction of Incorporation or State:	Organization: (Enter two-letter U.S. Post	al Service abbreviation for									
PA	CN for Canada; FN for other foreign jur	risdiction) [][]									

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[]	Promo [] ter	Beneficial Owner	[X] Executive Officer	[X] Director []	General and/or Managing Partner
Full Name (Last nam	ne firs	st, if individu	ai)	r Primaring (1994) and Aller State of Chargo and Primarine (1997) and Aller State of Primarine (1994)	остине издельными серовности на серовности на серовности серовности серовности серовности серовности серовност	antifer gezich für Schauber Strauber der der vertreiten der der Strauber der der vertreiten der der vertreiten
Ronald L. D	ubro	w, CPA				
Business or Reside	nce A	ddress (Nun	nber and Stre	et, City, State, Zip	Code)	
1060 Kings	High	way North,	Suite 120, Cl	herry Hill, NJ 08	034	n i ingaanga cook ito waa in ingaan cook in gaarah in ingaan cook in ingaan cook in ingaan cook in ingaan cook
Check Box(es) that Apply:	[]	Promo [] ter	Beneficial Owner	[X] Executive Officer	[X] Director []	General and/or Managing Partner
Full Name (Last nam	ne firs	st, if individu	al)			
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91 Rumson		•		et, City, State, Zip	o Code)	ra makaitemakka kalendari da di disebbat sa partikalik (cirk rathar secari rea.
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James Wang)	- www.nr.pgusy.orc.zoon-woman or in Joyana.com Bengrapatin Tuck Johan	accini ac optima i monomento in monomena missopposcopio	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	aansiittiigaa kalkaalaa kalkaa sakkaa sakkaa kalkaa kalkaa kalkaa kalkaa kalkaa kalkaa kalkaa kalkaa kalkaa ka	oo (Taga a a a a a a a a a a a a a a a a a
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Check Box(es) that Apply:	[]	Promo [] ter	Beneficial Owner	[X]	Executive Officer	[X]	Director	[]	General and/or Managing Partner
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Joanna M. P	ang								
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1003 Arch S	treet	, Philadelph	ia, PA 19107	7					
Check Box(es) that Apply:	[]	Promo [] ter	Beneficial Owner	[X]	Executive Officer	[X]	Director	[]	General and/or Managing Partner
Full Name (Last nam	ne firs	st, if individu	al)	Aller Toller to worker to who who the second	rins spin van de de ville volge van de verde v	nig ago non mil skullernotto ccocker	arrowers by a graduative electronic control of the		
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1335 North A	Avig	non Drive, (Gladwyn, PA	1903	35	~~~			
Check Box(es) that Apply:		Promo [] ter	Beneficial Owner		Executive Officer	[X]	Director		General and/or Managing Partner
Full Name (Last name first, if individual)									
Tony Wang									
Business or Residen Yu Dah Road		•		•			•		

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			Answei	r also in	Append	lix, Colu	mn 2, if	filing ur	nder UL	OE.		
		minimu		tment ti	hat will I	oe accep	oted fror	n any			N/A	
			ermit jo		ership o	f a singl	e				Yes [X]	No []
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Busin	ess or F	Residend	e Addre	ess (Nur	nber and	d Street,	City, St	ate, Zip	Code)			
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(Chec	k "All Si	tates" oı	r check i	individu	al States	s)				[]	All Stat	es
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				73.1.13								
[MT]	[NE]	[NV]	[NH]	[NJ]	[MM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]

Business or Residence Address (Number and Street, City, State, Zip Code)
(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Aiready Sold
None	\$ 0	\$ 0
Debt		
Equity	\$603,258	\$ 0
[X] Common [] Preferred		
None		
Convertible Securities (including warrants)	\$ 0	\$ 0
None	\$ 0	\$ 0
Partnership Interests		
None		
Other (Specify)	\$ 0	\$ 0
Total	\$603,258	\$ 0

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases

on the total lines. Enter "0" if answer is "none" or "zero." N/A

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors		
Non-accredited Investors		
Total (for filings under Rule 504 only)	0	\$ 0
Answer also in Appendix, Column 4, if filing under ULOE.		

3. If this filing is for an offering under $\underline{\text{Rule }504}$ or $\underline{505}$, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering	N/A	Type of Security	Dollar Amount Sold
Rule 505			\$
Regulation A			\$
Rule 504			\$
Total			\$

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	[]	\$ 0
Printing and Engraving Costs	[X]	\$2,335.87
Legal Fees	[X]	\$35,889.5 <u>0</u>
Accounting Fees	[X]	\$24,350.00

Total	[X] \$	62,575.3	7
Other Expenses (identify) Handling, Postage, Blue-Sky Fees	[]	\$	
Sales Commissions (specify finders' fees separately)	[]	\$ 0	
Engineering Fees	[]	\$ 0	

\$540,682.63

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

Purchase of real estate	Payments Payments to To Officers, Others Directors, & Affiliates
Salaries and fees	[]\$0 []\$0
Purchase of real estate	[]\$ 0 []\$ 0
Purchase, rental or leasing and installation of machinery and equipment	[]\$0 []\$0
Construction or leasing of plant buildings and facilities	[]\$ 0 []\$ 0
exchange for the assets or securities of another issuer	[]\$0 []\$0
Repayment of indebtedness	[]\$0 []\$0

Working capital	[]\$ 0	[X] \$ 0		
Other (specify): Capital Infusion to Issuer's Wholly-Owned Subsidiary, Asian Bank	[]\$ 0	[X] \$540,682.63		
	[]\$ 0	[]\$		
Column Totals	[]\$ 0	[X] \$540,682.63		
Total Payments Listed (column totals added)	[X]\$!	[X]\$540,682.63		

		[]\$ 0	[]\$
		[]\$ 0	[-]
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D. FEDE	ERAL SIGNATURE	प्रकार विद्यासस्य स्वरूपा के विश्व स्वरूपा के विश्व प्रकार के विश्व प्रकार विश्व प्रकार प्रकार के विश्व प्रकार	
The issuer has duly caused this notice to be sign notice is filed under <u>Rule 505</u> , the following signathe U.S. Securities and Exchange Commission, up the issuer to any non-accredited investor purs	ture constitutes an undert pon written request of its s	aking by the i staff, the infor	issuer to furnish to
Issuer (Print or Type)	Signature	Date	
Asian Financial Corporation	N.	October 5,	2005
Name of Signer (Print or Type)	Fittle of Signer (Print or Ty	pe)	
James Wang	Co-Chairperson		

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262 presently subject to any of the	Yes	No
disqualification provisions of such rule?	[]	[X]

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature Date
Asian Financial Corporation	October 5, 2005
Name of Signer (Print or Type)	Title (Print or Type)
James Wang	Co-Chairperson

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to non-ad investors	to sell ccredited s in State -Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)	ar		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No		Number of Amount Number of Amount Non-Accredited Investors			Yes	No	
AL									
AK								,	
AZ									
AR									
CA	√		Common Stock\$60,000			1	\$60,000		√
СО									
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NJ	√	Common Stock\$52,518	1	\$24,000	2	\$28,518	√
ММ							
NY	√	Common Stock\$60,000			1	\$60,000	√
NC							
ND							
ОН							
ок							
OR							
PA	√	Common Stock \$274,752	2	\$163,398	9	\$111,354	v. √
RI							
sc							
SD							
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UT							
VT							
VA							
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wv							

WI							
WY							
PR							
TAI- WAN	√	 Common Stock\$155,988	1	\$60,000	6	\$95,988	√