Securitie	ANNUAL AUDITED REPORT for FORM X-17A-5 Section PART III JUN 3 () 2 FACING PAGE quired of Brokers and Dealers Pursuant to	010 8- 16538
Securitie	quired of Brokers and Dealers Pursuant to	
	es Exchange Act of 1934 and Rule 17a-5 Th	
REPORT FOR THE PERIOD BEG	INNING 05 01 09 AND ENDI	NG 04/30/10 MM/DD/YY
	A. REGISTRANT IDENTIFICATION	
	Nadsworth Investment Compan E OF BUSINESS: (Do not use P.O. Box No.) Treet	Y, INC. OFFICIAL USE ONLY FIRM I.D. NO.
(City)	(No. and Street) DT 06492 (State) BER OF PERSON TO CONTACT IN REGARD TO TI	(Zip Code)
William F. Wadswo		203) 269-9730 (Area Code - Telephone Number)
	B. ACCOUNTANT IDENTIFICATION	(Area Code – Telephone Number)
Staresinic, Ste Weratrasse, 105	INTANT whose opinion is contained in this Report* <u>phen J.</u> (Name – if individual, state last, first, middle name) <u>Stuttgart</u> <u>GERMANY</u>	
(Address) CHECK ONE: Certified Public Acc Public Accountant		(State) (Zip Code)
	FOR OFFICIAL USE ONLY	

\*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)

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.

7/9/10

SEC 1410 (06-02)

### OATH OR AFFIRMATION

William F. Wadsworth , swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Wadsworth Investment Co., INC , as , 20 10 , are true and correct. I further swear (or affirm) that of 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: Title My COMM. Expires 12/31/12 This report \*\* contains (check all applicable boxes): (a) Facing Page. NXX (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. Ø (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. Å Ø (1) 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).

#### Independent Auditor's Report

William F. Wadsworth Wadsworth Investment Company, Inc 879 Church St Wallingford, Connecticut

I have audited the accompanying Financial and Operational Combined Uniform Single Report (FOCUS REPORT), Statement of Cash Flows and Reconciliation of Computation of Net Capital of Wadsworth Investment Company, Inc, as of April 30, 2010. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted the audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I 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. I believe that my audit provides a reasonable basis for my opinion.

As described in Note 1, the financial statements include in the FOCUS REPORT were prepared in the conformity with the accounting practices prescribed by the Securities and Exchange Commission, which are the same as the accounting principles generally accepted in the United States.

In my opinion, the financial statements referred to above present fairly, in all material respects, the Statement of Financial Condition for Noncarrying, Nonclearing and Certain Other Brokers or Dealers of Wadsworth Investment Company, Inc, as of April 30, 2010 and the Computation of Net Capital, Computation of Net Capital Requirement, Statement of Income (Loss), Statement of Changes in Ownership Equity, Statement of Cash Flows, and the Reconciliation of Computation of Net Capital for the year ended on the basis of accounting described in Note 1.

Stephen J. Staresinic

Certified Public Accountant May 20, 2010

> Stephen J. Staresinic Certified Public Accountant Werastrasse 105 70190 Stuttgart, Germany Tel: +49(172)6611890

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

OMB APPROVAL OMB Number: 3235-0123 Expires: April 30, 2013 Estimated average burden hours per response.....12.00

# Form X-17A-5

# **FOCUS REPORT**

(Financial and Operational Combined Uniform Single Report) PART IIA [12]

		(Please r	read instruction.	s before pr	reparing Form.)	
·/····································	ant to (Check Applicable <b>16</b> al request by designated	2) Rule 17a-5(b			3) Rule 17a-11 18 5) Other 26	]
NAME OF BROKER-DEALER					SEC FILE NO.	
Wadsworth In Address of Principal Place	nvestment (	mpany	, INC	13	FIRM I.D. NO. 5844	14
	OF BUSINESS (Do Not Use Street (No. and Street)	e P.O. Box No.)		20		15 /DD/YY) 24
Walling ford (City)	21 CT (State)	22 (	(Zip Code)	23	05/30/10	25
NAME AND TELEPHONE NUMB	ER OF PERSON TO CONT	ACT IN REGARD T	O THIS REPORT		(Area Code) — Telephone	No.
Willcam F. NAME(S) OF SUBSIDIARIES OR	Wadsworth AFFILIATES CONSOLIDA	TED IN THIS REPO	RT:	30	(203) 269-97	30 31
	····			32	·	33
				34		35
			· · · · · · · · · · · · · · · · · · ·	36		37
				38		39
Γ –			S OWN CUSTOMER S FILING AN AUDITED		? YES <b>40</b> NO	X 41 X 42
	whom it is complete. integral p	rant/broker or dea s executed represe It is understood arts of this Form ed items, statemen	ent hereby that all i that all required it and that the sub	nformation ( ems, statem mission of	ts attachments and the pers contained therein is true, co ents, and schedules are co any amendment represents correct and complete as p	rrect and nsidered that all
	1) Principa 2)	gnatures of	er or Managing Par	ther	20 /	<u>0</u> -
	Principa	al Operations Offic	cer or Partner			•
			misstatements or o 8 U.S.C. 1001 and		facts constitute Federal 8:f(a))	
	Persons who respond are not required to res control number.					3) 1 of 16

# TO BE COMPLETED WITH THE ANNUAL AUDIT REPORT ONLY:

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INDEPENDENT PUBLIC ACCOUNTANT whose opinion	is contained in this Report		
NAME (If individual, state last, first, middle name)			
Staresinic, Step	hen J	70	
Werastrasse 105 Number and Street	71 Sty Hogarst	72 Germany 73 State	70190 74 Zip Code
CHECK ONE			
Certified Public Accountant	75	FOR SEC USE	
Public Accountant	76		
Accountant not resident in United States or any of its possessions	77	L	

DO NOT WRITE UNDER THIS LINE FOR SEC USE ONLY								
WORK LOCATION	REPORT DATE MM/DD/YY	DOC. SEQ. NO.	CARD					
50	51	52	53	l		L		

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BR 1	oker or dealer Wadsworth Druest statement of finan	WIT COMPANY CIAL CONDITION FOR NONCARRY RTAIN OTHER BROKERS OR DEAL	INC. N 3
			MVDD/M) (14/30/10) 99 SEC FILE NO. 94 Unconsolidated 199 Unconsolidated 199
		Allowable	Non-Allowable Total
			s 91 81 6 1750
1.	Cash\$	91,806 200	3-11,800 14
	Receivables from brokers or dealers:	295	
	A. Clearance account	11 49 6 300 \$	550 )),496 810
	Receivable from non-customers	355	600 7 830
	Securities and spot commodities		
	owned at market value:		
	A. Exempted securities	418	
	B. Debt securities	419	
	C. Options	251314 424	
	D. Other securities	- <del>2 31. 21 T   430</del>	25,34 85
	Securities and/or other investments		
	not readily marketable:		
	A. At cost § 130	440	610 86
	B. At estimated fair value	440	
	Securities borrowed under subordination agreements and partners' individual and capital		
	securities accounts, at market value:	460	630 88
	A. Exempted		
	securities \$ 150		
	B. Other securities \$ 160		
7	securities \$ 160 Secured demand notes:	470	640 89
	Market value of collateral:		
	A. Exempted		
	securities \$170		
	B. Other		
	securities \$180		
	Memberships in exchanges:		
	A. Owned, at market \$ 190		
	B. Owned, at cost		650
	C. Contributed for use of the company, at		
	market value	6	660 90
9.	Investment in and receivables from affiliates,		
	subsidiaries and associated partnerships	480	670 91
	Property, furniture, equipment, leasehold		
	improvements and rights under lease agreements,		
	at cost-net of accumulated depreciation and		
		490	<b>680</b> 3 92
44	amortization	535	<u>5,100</u> 735 93
	Other assets	354, 616 540 \$	7.100 740 \$ 362.716 94
12.	TOTAL ASSETS		

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CERTAIN OTHER BROKERS OR DEALERS								
A.I. Non-A.I.								
<u>iabilities</u>	Liabillti	85	Liabilities	<u>Total</u>				
3. Bank loans payable	\$	1045 \$	1255 13 \$	1470				
4. Payable to brokers or dealers:		[444A]	1315	1560				
A. Clearance account	10	1114	1305	1540				
B. Other 5. Payable to non-customers	10	1155	1355	1610				
6. Securities sold not yet purchased,				4000				
at market value			1360	1620				
<ol> <li>Accounts payable, accrued llabilities, expenses and other</li> </ol>	3.215	1205	1385	3.215 1685				
8. Notes and mortgages payable:								
A. Unsecured		1210	·····	1690				
B. Secured		1211 v <sub>12</sub>	1390 <sub>14</sub>	1700				
9. E. Liabilities subordinated to claims								
of general creditors: A. Cash borrowings:			1400	1710				
1. from outsiders \$ 970				<u></u>				
2. includes equity subordination (15c3-1(d))								
of \$ 980			1410	1720				
B. Securities borrowings, at market value			1410	1/20				
from outsiders \$990 . C. Pursuant to secured demand note								
collateral agreements			1420	1730				
1. from outsiders \$ 1000								
2. includes equity subordination (15c3-1(d))								
of \$ [1010] D. Exchange memberships contributed for								
use of company, at market value			1430	1740				
E. Accounts and other borrowings not				475				
qualified for net capital purposes		1220 1230 \$	<u>1440</u> 1450 \$	3.215 1760				
D. TOTAL LIABILITIES	\$3,215	1230 \$	[1400] \$	DICID				
Ownership Eaulty								
1 Sole Proprietorship				1770				
2. Partnership (limited partners)	11 <b>(\$</b>	1020)		1780				
3. Corporation: A. Preferred stock				1791				
B Common stock				11,000 1797				
C Additional naid-in capital				179				
D. Retained earnings			·····	<u>548,501 1794</u> 1795				
E. Total F. Less capital stock in treasury	•••••••••••••••••••••••••••••••••••••••			179				
P. Less capital stock in treasury 24. TOTAL OWNERSHIP EQUITY	•••••••••••••••••••••••••••••••••••••••		16 ( <b>\$</b>	269,501 1800				
25. TOTAL LIABILITIES AND OWNERSHIP EQUITY	, , , , , , , , , , , , , , , , , , , ,		\$ <u> </u>	362 716 1810				

OMIT PENNIES

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BROKER OR DEALER Warsworth Investment CO., INC	as of <u>4(30)10</u>
COMPUTATION OF NET CAPITAL	
1. Total ownership equity from Statement of Financial Condition	\$
2. Deduct ownership equity not allowable for Net Capital	
3. Total ownership equity qualified for Net Capital	359,501 3500
A Add:	
A. Liabilities subordinated to claims of general creditors allowable in computation of net capital	
B. Other (deductions) or allowable credits (List)	\$ 3525
5. Total capital and allowable subordinated liabilities	1 3030
6. Deductions and/or charges:	
A. Total non-allowable assets from Statement of Financial Condition (Notes B and C)	3540
Statement of Financial Condition (Notes B and C)	3590
B. Secured demand note delinquency C. Commodity futures contracts and spot commodities	
c. commodity ratifies contracts and spot commodities ~	3600
D. Other deductions and/or charges	3610 ( 8)00 )3620
7 Other additions and/or allowable credits (1 ist)	351 401 3630
8. Net capital before haircuts on securities positions	3640
<ul> <li>Wainvite on eccurities (computed where applicable, pursuant to 1503-1(1));</li> </ul>	
A. Contractual securities commitments\$	3660
B. Subordinated securities borrowings	3670
C. Trading and investment securities:	[ATAF]
1. Exempted securities	3735
2. Debt securities	3733 3730
3. Options	3730
4. Other securities	3650
D. Undue Concentration	3736 (22,285) 3740
E. Other (List)	
10. Net Capital	\$ 329,116 3750
IV. (161 Valita)	* <u></u>
	OMIT PENNIES

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BROKER OR DEALER Wadsoogn Truestment Company, INC COMPUTATION OF NET CAPITAL REQUIREMENT					
<ul> <li>Part A</li> <li>11. Minimum net capital required (6%% of line 19)</li></ul>			\$		3756 3758 3760 3770 3780
COMPUTATION OF AGG	REGATE INDEBTEDNESS	•			
<ol> <li>Total A.I. liabilities from Statement of Financial Condition</li> <li>Add:         <ul> <li>A. Drafts for immediate credit</li> <li>B. Market value of securities borrowed for which no equivalent value</li> </ul> </li> </ol>		3800	\$	3,215	3790
<ul> <li>B. Market value of securities borowed for which no equivalent value is paid or credited</li></ul>			\$ \$ %	3,215	3830 3840 3850 3860

#### COMPUTATION OF ALTERNATE NET CAPITAL REQUIREMENT

#### Part B

<ol> <li>21. 2% of combined aggregate debit items as shown in Formula for Reserve Requirements pursuant to Rule 15c3-3 prepared as of the date of the net capital computation including both brokers or dealers and consolidated subsidiaries' debits</li></ol>	\$_	POT PPPLICADE 3970
subsidiaries computed in accordance with Note (A)	23 \$	3880
23. Net capital requirement (greater of line 21 or 22)	\$_	3760
24. Excess capital (line 10 less 23)	\$_	3910
25. Net capital in excess of the greater of:		2020
A. 5% of combined aggregate debit items or \$120,000	<u>م</u>	3920

#### NOTES:

(A) The minimum net capital requirement should be computed by adding the minimum dollar net capital requirement of the reporting broker dealer and, for each subsidiary to be consolidated, the greater of:

1. Minimum dollar net capital requirement , or

 6%% of aggregate indebtedness or 4% of aggregate debits if alternative method is used.
 (B) Do not deduct the value of securities borrowed under subordination agreements or secured demand note covered by subordination agreements not in satisfactory form and the market values of memberships in exchanges contributed for use of company (contra to item 1740) and partners' securities which were included in non-allowable assets.

(C) For reports filed pursuant to paragraph (d) of Rule 17a-5, respondent should provide a list of material non-allowable assets.

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BROKER OR DEALER WASUNGTH TRUEST	ment	Compa	NY, INC	•	
·	For the perio	od (MMDDYY) from nonths included in th	CS 01 09 39	32 to CHADIO	<u>3933</u> 3931

## STATEMENT OF INCOME (LOSS)

	STATEMENT OF INCOME (LOOD)		
RE	VENUE		
1.	Commissions:		
	a. Commissions on transactions in exchange listed equity securities executed on an exchange	_ \$_	3935
	b. Commissions on listed option transactions		3938
	c. All other securities commissions	-	3939
	d. Total securities commissions	-	3940
2.	Gains or losses on firm securities trading accounts		
	a. From market making in options on a national securities exchange		3945
	b. From all other trading		3949
	c. Total gain (loss)		3950
3.	Gains or losses on firm securities investment accounts		3952
4.	Profit (loss) from underwriting and selling groups	26 _	3955
5.	Revenue from sale of investment company shares		805,731 3970
6.	Commodities revenue	-	3990
7.	Fees for account supervision, investment advisory and administrative services		3975
8.	Other revenue		111,838 3995
9.	Total revenue	्रृ	917,569 4030
r v	PENSES		
	FENSES Salaries and other employment costs for general partners and voting stockholder officers		4120
10.	Other employee compensation and benefits	-	4115
	Commissions paid to other broker-dealers		4140
12.	Interest expense	-	4075
13.	a. Includes interest on accounts subject to subordination agreements	- 1	
14	Regulatory fees and expenses		29.841 4195
	Other expenses		818 60 4100
	Total expenses		848 001 4200
10.			010 1001
	T INCOME		
	Income (loss) before Federal income taxes and items below (item 9 less item 16)		69,568 4210
18.	Provision for Federal income taxes (for parent only)	28	4220
19	Equity in earnings (losses) of unconsolidated subsidiaries not included above		4222
	a. After Federal income taxes of	l	
20	Extraordinary gains (losses)		4224
	a. After Federal income taxes of		
	Curnulative effect of changes in accounting principles		4225
22	Net income (loss) after Federal income taxes and extraordinary items	្ទុ	69,568 4230
м	DNTHLY INCOME		
	Income (current month only) before provision for Federal income taxes and extraordinary items	\$	(587,037)[4211]
£3.		Ť-	

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BROKER OR DEALER WOOSWOYTH TOUESTM		100YY) from 050109 to 04	50/10
	ES IN OWNERSHIP EQUITY ARTNERSHIP OR CORPORATIO	DN)	
Balance, beginning of period     A. Net income (loss)     B. Additions (includes non-conforming capital of     Deductions (includes non-conforming capital of 2. Balance, end of period (From item 1800) STATEMENT OF CHANGES I		4262 (4272) \$_359,50	B 4240 ≤ 4250 4260 4270 > \ 4290
	ENERAL CREDITORS	-	
Balance, beginning of period     A. Increases B. Decreases			4300 4310 4320
4. Balance, end of period (From item 3520)		\$	4330

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OMIT PENNIES

BROKER OR DEALER WAdsworth Truestment CO., INC	as of 4-30-2010					
EXEMPTIVE PROVISION UNDER RULE 15c3-3						

24. If an exemption from Rule 15c3-1 is claimed, identify below the section upon which such exemption is based (check one only)

		1550
A.	(k)(1) — \$2,500 capital category as per Rule 15c3-1	4550
	(k)(2)(A) — "Special Account for the Exclusive Benefit of customers" maintained	4560
C.	(k)(2)(B) — All customer transactions cleared through another broker-dealer on a fully disclosed basis.	<u></u>
	Name of clearing firm 30 CAN TELLA 4335 X	4570
D.	(k)(3) — Exempted by order of the Commission (include copy of letter)	4580

Ownership Equity and Subordinated Liabilities maturing or proposed to be withdrawn within the next six months and accruals, (as defined below), which have not been deducted in the computation of Net Capital.

Т	ype of Proposed Withdrawal or Accrual (See below for code)	Name of Lender or Contributor	Insider or Outsider? (In or Out)	Amount to be Withdrawn (cash amount and/or Net Capital Value of Securities)	With N	MDDYY) Idrawal or Iaturity Date	Expect to Renew (Yes or No)
31	4600	[4601]	4	602	4603	4604	4605
32	4610	4611	4	612	4613	4614	4615
33	4620	4621	4	622	4623	4624	4625
34	4630	4631	[4	1632	4633	4634	4635
35	4640	4641	4	1642	4643	4644	4645
			Tota	al <u>\$ 36</u>	4699		

**OMIT PENNIES** 

Instructions: Detail Listing must include the total of items maturing during the six month period following the report date, regardless of whether or not the capital contribution is expected to be renewed. The schedule must also include proposed capital withdrawals scheduled within the six month period following the report date including the proposed redemption of stock and anticipated accruals which would cause a reduction of Net Capital. These anticipated accruals would include amounts of bonuses, partners' drawing accounts, taxes, and interest on capital, voluntary contributions to pension or profit sharing plans, etc., which have not been deducted in the computation of Net Capital, but which you anticipate will be paid within the next six months.

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WITHDRAWAL CODE:	DESCRIPTIONS
1.	Equity Capital
2.	Subordinated Liabilities
3.	Accruais

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SEC 1696 (02-03) 15 of 16

#### SIPC Supplemental Report pursuant to SEC Rule 17a-5(e)(4)

To the President Wadsworth Investment Co, Inc. 879 Church Street, Rte 68 Wallingford, CT 06492

I have examined the SIPC general assessment of Wadsworth Investment Co., Inc. (WIC) for the year ended April 30, 2010 and its reconciliation with financial statements of. (WIC) as of April 30, 2010.

WIC made a single payment to SIPC during the year ended April 30, 2010, \$1,278, with the SIPC-6 Form on November 30, 2009. The Form SIPC-7T, with a remaining payment amount of \$1,016 was filed and paid on June 23, 2010.

I have compared the assessment payment recorded and its respective cash disbursement and have verified the accuracy the Annual General Assessment Reconciliation (Form SIPC-7) as well as comparing the Form SIPC-7 with the working papers supporting its data and with the working papers supporting the recorded income and other accounts of WIC for the year ended April 30, 2010.

WIC has not applied for an exclusion from membership in the SIPC.

In my opinion, the assessment was determined fairly in accordance with applicable instructions and forms and was duly paid.

This report is inteded solely for the information and use of the management of Wadsworth Investment Co., Inc. and the Financial Industry Regulatory Authority and is not intended to be and should not be used by anyone other than these specific parties.

Stephen J. Staresinic Certified Public Accountant June 23, 2010

### Independent Auditor's Report on Internal Accounting Control

To the President Wadsworth Investment Co, Inc. 879 Church Street, Rte 68 Wallingford, CT 06492

I have audited the accompanying financial statements of Wadsworth Investment Co., Inc. (WIC) as of April 30, 2010, and the related statements of income, changes in ownership equity and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934, and have issued my report thereon. I conducted my audit in accordance with accounting standards generally accepted in the United States of America.

In planning and performing my audit, I considered WIC's internal control over financial reporting in order to determine my auditing procedures for the purpose of expressing my opinion on the financial statements and not to provide assurance on the internal control over financial reporting. My consideration of the internal control over financial reporting would not necessariy disclose all matters in the internal control over financial reporting that might be significant deficiencies. Under standards issued by the American Institute of Certified Public Accountants, significant deficiencies are deficiencies in internal control, of a combination of defiencies, that adversely affect WIC's ability to initiate, authorize, record, process or report financial data reliably and in accordance with accounting principles generally accepted in the United States of America such that there is more than a remote likelihood that a misstatement of the financial statements being audited that is more than inconsequential will not be prevented or detected. Material weaknesses are significant deficiencies, or a combination of significant deficiencies, that result in a more than remote likelihood that material misstatements in relation to the financial statements being audited will not be prevented or detected. I noted no matters involving the internal control over financial reporting and its operation that I considered to be material weaknesses.

As part of obtaining reasonable assurance about whether WIC's financial statements are free of material misstatement, I performed tests of its compliance with certain provisions of laws, regulations, contracts and agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, I do not express such an opinion.

This report is inteded solely for the information and use of the management of Wadsworth Investment Co., Inc. and the U.S. Security and Exchange Commission and is not intended to be and should not be used by anyone other than these specific parties.

all ~

Stephen J. Staresinfc Certified Public Accountant May 20, 2010

## Independent Auditor's Statement on Material Inadequacies

To the President Wadsworth Investment Co, Inc. 879 Church Street, Rte 68 Wallingford, CT 06492

I have audited the accompanying financial statements of Wadsworth Investment Co., Inc. (WIC) as of April 30, 2010, and the related statements of income, changes in ownership equity and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934, and have issued my report thereon dated May 20, 2010. I conducted my audit in accordance with accounting standards generally accepted in the United States of America.

In planning and performing my audit, I considered WIC's internal control over financial reporting in order to determine my auditing procedures for the purpose of expressing my opinion on the financial statements and not to provide assurance on the internal control over financial reporting. My consideration of the internal control over financial reporting would not necessariy disclose all matters in the internal control over financial reporting that might be significant deficiencies. Under standards issued by the American Institute of Certified Public Accountants, significant deficiencies are deficiencies in internal control, of a combination of defiencies, that adversely affect WIC's ability to initiate, authorize, record, process or report financial data reliably and in accordance with accounting principles generally accepted in the United States of America such that there is more than a remote likelihood that a misstatement of the financial statements being audited that is more than inconsequential will not be prevented or detected. Material weaknesses are significant deficiencies, or a combination of significant deficiencies, that result in a more than remote likelihood that material misstatements in relation to the financial statements being audited will not be prevented or detected.

I found and noted no matters involving the internal control over financial reporting and its operation that I considered to be material inadequacies.

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Stephen J. Staresinis Certified Public Accountant May 20, 2010