

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

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

SEC FILE NUMBER 67144

**FACING PAGE** 

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING_	January 1, 2009	AND ENDING	December 31, 2009
	MM/DD/YY		MM/DD/YY
A. REC	SISTRANT IDENTIFICA	ATION	
NAME OF BROKER-DEALER: Black	Canyon Securities, LLC		OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUS	INESS: (Do not use P.O. Box	No.)	FIRM I.D. NO.
2000 Avenue of the Starsus, the Bloo			
Los Angeles County  Los Angeles County	etos California		90067
m Expues Jun 25, 2012 (til)	and the same of th		(Zip Code)
NAME AND TELEPHONE NUMBER OF PE	RSON TO CONTACT IN RE	GARD TO THIS RE	PORT
Thomas Barber	<u>:</u>		(310) 272-1812
		•	(Area Code - Telephone Number
B. ACC	OUNTANT IDENTIFICATION of the contained in the contained		(Table Code Telephone Pamote
INDEPENDENT PUBLIC ACCOUNTANT w Breard & Associates, Inc. Certified Pub	hose opinion is contained in the	nis Report*	(Table Code Telephone Panioe
INDEPENDENT PUBLIC ACCOUNTANT was Breard & Associates, Inc. Certified Pub	Phose opinion is contained in the lic Accountants  (Name - if individual, state last, first	nis Report*	(Titel Code Telephone Tambel
INDEPENDENT PUBLIC ACCOUNTANT w Breard & Associates, Inc. Certified Pub	hose opinion is contained in the	nis Report*	A 91324
INDEPENDENT PUBLIC ACCOUNTANT was Breard & Associates, Inc. Certified Pub	Phose opinion is contained in the lic Accountants  (Name - if individual, state last, first	nis Report*	
INDEPENDENT PUBLIC ACCOUNTANT was Breard & Associates, Inc. Certified Pub 9221 Corbin Avenue, Suite 170	whose opinion is contained in the Accountants  (Name - if individual, state last, first  Northridge	nis Report*  middle name)	A 91324
INDEPENDENT PUBLIC ACCOUNTANT was Breard & Associates, Inc. Certified Pub  9221 Corbin Avenue, Suite 170  (Address)  CHECK ONE:	whose opinion is contained in the Accountants  (Name - if individual, state last, first  Northridge	nis Report*  middle name)	A 91324
INDEPENDENT PUBLIC ACCOUNTANT was Breard & Associates, Inc. Certified Pub 9221 Corbin Avenue, Suite 170 (Address)	whose opinion is contained in the Accountants  (Name - if individual, state last, first  Northridge	nis Report*  middle name)	A 91324
Breard & Associates, Inc. Certified Pub  9221 Corbin Avenue, Suite 170  (Address)  CHECK ONE:	whose opinion is contained in the Accountants (Name - if individual, state last, first Northridge (City)	nis Report*  middle name)  (State)	A 91324
Breard & Associates, Inc. Certified Pub  9221 Corbin Avenue, Suite 170  (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant  Accountant not resident in Unit	whose opinion is contained in the Accountants (Name - if individual, state last, first Northridge (City)	nis Report*  middle name)  (State)  ons.	A 91324
Breard & Associates, Inc. Certified Pub  9221 Corbin Avenue, Suite 170  (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant  Accountant not resident in Unit	whose opinion is contained in the Accountants (Name - if individual, state last, first Northridge (City)  ed States or any of its possessi	nis Report*  middle name)  (State)  ons.	A 91324

\*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)

SEC 1410 (06-02)

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### OATH OR AFFIRMATION

ı, Thomas Barber	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financial statem	
Black Canyon Securities, LLC	,
of December 31, 2009	, are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, principal of	officer or director has any proprietary interest in any account
classified solely as that of a customer, except as follows:	
f California	
of LOS Angolos	
ibed and sworn to (or affirmed) to before me on	
12nd day of Janyany, 20 10,	
Thomas Barber	Signature
ally known to me or proved to me on the basis of sat	tisfactory Chief Compliance Office
ce to be the person(s) who appeared before me.	Title
ce to be the person(s) who appeared before me.	
M	ELAINE TZOU
Notary Public	Commission # 1803980
V	Notary Public - California
This report ** contains (check all applicable boxes):	Los Angeles County
(a) Facing Page.	My Comm. Expires Jun 25, 2012
<ul><li>☑ (b) Statement of Financial Condition.</li><li>☑ (c) Statement of Income (Loss)</li></ul>	
(d) Statement of Changes in Cash Flows	
(d) Statement of Changes in Stockholders' Equity or Pa	artners' or Sole Proprietors' Capital.
(f) Statement of Changes in Liabilities Subordinated to	
(g) Computation of Net Capital.	
(h) Computation for Determination of Reserve Require	ements Pursuant to Rule 15c3-3.
(i) Information Relating to the Possession or Control R	
(j) A Reconciliation, including appropriate explanation	n of the Computation of Net Capital Under Rule 15c3-3 and
Computation for Determination of the Reserve Req	uirements Under Exhibit A of Rule 15c3-3.
• • •	d Statements of Financial Condition with respect to methods
consolidation.	
(I) 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 a
(ii) A report describing any material madequacies found	to exist of found to have existed since the date of the previous a

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).



#### Independent Auditor's Report

**Board of Directors** Black Canyon Securities LLC:

We have audited the accompanying statement of financial condition of Black Canyon Securities LLC (the Company) as of December 31, 2009, and the related statements of operations, changes in member's 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. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Black Canyon Securities LLC as of December 31, 2009, 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.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 4 to the financial statements, the Company has suffered losses from operations and minimal revenue which raises substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are also described in Note 4. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I, II, and III 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 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit 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. Brearly associates Francisco Francisco

Breard & Associates, Inc.

Certified Public Accountants

Northridge, California January 29, 2010

# Black Canyon Securities LLC Statement of Financial Condition December 31, 2009

#### Assets

Cash Total assets	\$ 20,596 \$ 20,596
Liabilities and Member's Equity	
Liabilities	
Accrued expenses	\$ 4,500
Total liabilities	4,500
Commitments and contingencies	
Member's equity	
Member's equity	16,096
Total member's equity	16,096
Total liabilities and member's equity	\$ 20,596

# Black Canyon Securities LLC Statement of Operations For the Year Ended December 31, 2009

#### Revenues

Interest	\$ 28
Total revenues	28
Expenses	
Consulting and professional fees	7,016
Occupancy expense - related party	24,324
Taxes, other than income taxes	1,595
Other operating expenses	 1,100
Total expenses	 34,035
Net income (loss) before income tax provision	(34,007)
Income tax provision	 1,050
Net income (loss)	\$ (35,057)

# **Black Canyon Securities LLC** Statement of Changes in Member's Equity For the Year Ended December 31, 2009

	Member's Equity		
Balance at December 31, 2008	\$	26,153	
Capital contributions		25,000	
Net income (loss)		(35,057)	
Balance at December 31, 2009	\$	16,096	

# Black Canyon Securities LLC Statement of Cash Flows For the Year Ended December 31, 2009

Cash flow from operating activities:		
Net income (loss)		\$ (35,057)
Net cash provided by (used in) operating activities		(35,057)
Net cash provided by (used in) investing activities		-
Cash flow from financing activities:		
Proceeds from capital contributions	<u>\$ 25,000</u>	
Net cash provided by (used in) financing activities		25,000
Net increase (decrease) in cash		(10,057)
Cash at beginning of year		30,653
Cash at end of year		\$ 20,596
Supplemental disclosure of cash flow information:		
Cash paid during the year for:		
Interest	\$ -	

Income taxes

\$

1,050

#### Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

General

Black Canyon Securities LLC (the "Company") is a Delaware Limited Liability Company ("LLC") registered as a broker/dealer in securities under the Securities Exchange Act of 1934, as amended. The Company was organized on April 13, 2005 and registered in California on April 28, 2005. The Company is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investors Protection Corporation ("SIPC").

The Company is a wholly-owned subsidiary of Black Canyon Capital LLC (the "Parent").

The Company is an business advisory firm, providing a range of merger and acquisition ("M&A") solutions for the small-to-large sized business market. The Company is authorized to engage in the underwriting or selling of corporate securities on a best efforts offerings only and in the private placement of securities only on a best efforts basis. It does not carry security accounts for customers and does not perform custodial functions relating to customer securities.

Under its membership agreement with FINRA and pursuant to Rule 15c3-3(k)(2)(i), the Company conducts business on a fully disclosed basis and does not execute or clear securities transactions for customers. Accordingly, the Company is exempt from the requirement of Rule 15c3-3 under the Securities Exchange Act of 1934 pertaining to the possession or control of customer assets and reserve requirements.

#### Summary of Significant Accounting Policies

The presentation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

The Company receives fees in accordance with terms stipulated in its engagement contracts. Fees are recognized as earned. The Company also receives success fees when transactions are completed. Success fees are recognized when earned, the Company has no further continuing obligations, and collection is reasonably assured.

The Company is treated as a disregarded entity for federal income tax purposes, in accordance with single member limited liability company rules. All tax effects of the Company's income or loss are passed through to the member. Therefore, no provision or liability for Federal Income Taxes is included in these financial statements.

#### **Note 2: INCOME TAXES**

As discussed in the Summary of Significant Accounting Policies (Note 1), the Company is subject to a California limited liability company gross receipts fee and a minimum estimated provision for both the states of California and Delaware. At December 31, 2009, the Company recorded the total minimum limited liability company income tax of \$1,050.

#### **Note 3: RELATED PARTY TRANSACTIONS**

The Company has an expense sharing agreement with its Parent, whereby the Company pays the Parent for use of its facilities, personnel, and other operating costs. During the year ended December 31, 2009, the Company paid the Parent \$24,324, in accordance with the terms of the agreement included in occupancy expense in the statement of operations.

#### **Note 4: COMMITMENTS AND CONTINGENCIES**

Going-Concern

The Company had very little activity for the year ended December 31, 2009, and was also inactive the previous year. This inactivity has resulted in operating losses which bring into question the Company's ability to continue as a going concern. To provide needed liquidity, the Parent will continue to capitalize the Company to fund its continuing operations.

#### Note 5: RECENTLY ISSUED ACCOUNTING STANDARDS

The Financial Accounting Standards Board (the "FASB") issued a new professional standard in June of 2009 which resulted in a major restructuring of U.S. accounting and reporting standards. The new professional standard, issued as ASC 105 ("ASC 105"), establishes the Accounting Standards Codification ("Codification or ASC") as the source of authoritative accounting principles ("GAAP") recognized by the FASB. The principles embodied in the Codification are to be applied by nongovernmental entities in the preparation of financial statements in accordance with generally accepted accounting principles in the United States. Rules and interpretive releases of the Securities and Exchange Commission ("SEC") issued under authority of federal securities laws are also sources of GAAP for SEC registrants. Existing GAAP was not intended to be changed as a result of the Codification, and accordingly the change did not impact the financial statements of the Company.

# Note 5: RECENTLY ISSUED ACCOUNTING STANDARDS (Continued)

For the year ending December 31, 2009, various accounting pronouncements or interpretations by the Financial Accounting Standards Board were either newly issued or had effective implementation dates that would require their provisions to be reflected in the financial statements for the year then ended. The Company has reviewed the following Statements of Financial Accounting Standards ("SFAS") /Accounting Standards Codification ("ASC") topics for the year to determine relevance to the Company's operations:

SFAS/ASC No.	<u>Title</u>	<b>Effective Date</b>
SFAS 141(R)/ ASC 805	Business Combinations	After December 15, 2008
SFAS 157/ ASC 820	Fair Value Measurements	After November 15, 2008
SFAS 161/ ASC 815	Disclosures about Derivative Instruments and Hedging Activities – an Amendment of FASB Statement No. 133	After December 15, 2008
SFAS 165/ ASC 855	Subsequent Events	After June 15, 2009
SFAS 166*/ ASC 860	Accounting for Transfers of Financial Assets  – an Interpretation of FASB Statement No. 140	After November 15, 2009
SFAS 167*/ ASC 810	Amendments to FASB Interpretation No. 46(R)	After November 15, 2009
SFAS 168/ ASC 105	The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles – a replacement of FASB Statement 162	After September 15, 2009

<sup>\*</sup>Currently being processed for inclusion in the Codification

# Note 5: RECENTLY ISSUED ACCOUNTING STANDARDS (Continued)

The Company has either evaluated or is currently evaluating the implications, if any, of each of these pronouncements and the possible impact they may have on the Company's financial statements. In most cases, management has determined that the pronouncement has either limited or no application to the Company and, in all cases, implementation would not have a material impact on the financial statements taken as a whole.

#### Note 6: NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (SEC rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Rule 15c3-1 also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. Net capital and aggregate indebtedness change day to day, but on December 31, 2009, the Company had net capital of \$16,096 which was \$11,096 in excess of its required net capital of \$5,000; and the Company's ratio of aggregate indebtedness (\$4,500) to net capital was 0.28 to 1, which is less than the 15 to 1 maximum allowed.

# Black Canyon Securities LLC Schedule I - Computation of Net Capital Requirements Pursuant to Rule 15c3-1 As of December 31, 2009

### Computation of net capital

Member's equity	\$ 16,096	
Total member's equity		\$ 16,096
Total non-allowable assets		 
Net capital		16,096
Computation of net capital requirements		
Minimum net capital requirements		
6 2/3 of net aggregate indebtedness	\$ 300	
Minimum dollar net capital required	\$ 5,000	
Net capital required (greater of above)		 (5,000)
Excess net capital		\$ 11,096
Ratio of aggregate indebtedness to net capital	0.28:1	

There was no material difference between net capital computation shown here and the net capital computation shown on the Company's unaudited Form X-17A-5 report dated December 31, 2009.

# Black Canyon Securities LLC Schedule II - Computation for Determining of Reserve Requirements Pursuant to Rule 15c3-3 As of December 31, 2009

A computation of reserve requirements is not applicable to Black Canyon Securities LLC as the Company qualifies for exemption under Rule 15c3-3(k)(2)(i).

# Black Canyon Securities LLC Schedule III - Information Relating to Possession or Control Requirements Pursuant to Rule 15c3-3 As of December 31, 2009

Information relating to possession or control requirements is not applicable to Black Canyon Securities LLC as the Company qualifies for exemption under Rule 15c3-3(k)(2)(i).

Black Canyon Securities LLC
Supplementary Accountant's Report
on Internal Accounting Control
Report Pursuant to 17a-5
For the Year Ended December 31, 2009



Board of Directors

Black Canyon Securities LLC:

In planning and performing our audit of the financial statements of Black Canyon Securities LLC (the Company), as of and for the year ended December 31, 2009, in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including consideration of control activities for safeguarding securities. This study included tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by rule 17a-13
- 2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgements by management are required to assess the expected benefits and related costs of controls 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 SEC's above-mentioned objectives. Two of the objectives of internal control 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 management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control and the practices and procedures referred to above, error or fraud may occur and not be detected. Also, 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 effectiveness of their design and operation may deteriorate.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses, as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC 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 Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2009, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, Financial Industry Regulatory Authority, and other regulatory agencies that rely on rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Breard & Associates, Inc.

Certified Public Accountants

Northridge, California January 29, 2010