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

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| SEC FILE NUMBER |
| 8-65968 |

Washington, DC 122

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 01/01/09 AND ENDING 12/31/09 MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

Chestnut Energy Partners, Inc.

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

2201 N. Central Expressway, Suite 240

FIRM ID. NO.

(No. and Street)

Richardson

Texas

75080

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

(Area Code - Telephone No.)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

CF & Co., L.L.P.

(Name - if individual, state last, first, middle name)

14175 Proton Rd.

Dallas

TX

75244

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

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).

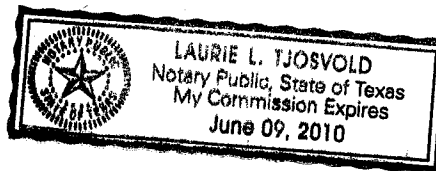
OATH OR AFFIRMATION

I, Mark A. Plummer, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Chestnut Energy Partners, Inc., as of December 31, 2009, are true and correct. I further swear (or affirm) that 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:

Mark A. Plummer
Signature

PRESIDENT
Title

Laurie L. Tjosvold
Notary Public



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

- (a) Facing page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows
- (e) Statement of Changes in Stockholders' Equity or partners' or Sole Proprietor's Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (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.
- (l) 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.
- (o) Independent auditor's report on internal control

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

CHESTNUT ENERGY PARTNERS, INC.

REPORT PURSUANT TO RULE 17a-5(d)

FOR THE YEAR ENDED
DECEMBER 31, 2009

CHESTNUT ENERGY PARTNERS, INC.

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CF & Co., L.L.P.
CERTIFIED PUBLIC ACCOUNTANTS
& CONSULTANTS

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Chestnut Energy Partners, Inc.

We have audited the accompanying statement of financial condition of Chestnut Energy Partners, Inc., as of December 31, 2009, and the related statements of income, changes in stockholders' equity, changes in liabilities subordinated to claims of general creditors, 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 Chestnut Energy Partners, Inc., 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.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in the Schedules I and II 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.


CF & Co., L.L.P.

Dallas, Texas
February 17, 2010

CHESTNUT ENERGY PARTNERS, INC.
Statement of Financial Condition
December 31, 2009

ASSETS

| | |
|---------------------------|------------------|
| Cash and cash equivalents | \$ 24,313 |
| Prepaid expenses | 430 |
| Concessions receivable | <u>7,868</u> |
| | <u>\$ 32,611</u> |

LIABILITIES AND STOCKHOLDERS' EQUITY

Liabilities

| | |
|---------------------------------------|-----------------|
| Accounts payable and accrued expenses | <u>\$ 7,459</u> |
| | <u>7,459</u> |

Stockholders' equity

| | |
|---|--------------------|
| Common stock, 1,000 shares authorized, \$.01 par value, 1,000 shares issued and outstanding | 10 |
| Additional paid-in capital | 1,056,685 |
| Retained earnings (deficit) | <u>(1,031,543)</u> |
| Total stockholders' equity | <u>25,152</u> |
| | <u>\$ 32,611</u> |

The accompanying notes are an integral part of these financial statements.

CHESTNUT ENERGY PARTNERS, INC.

Statement of Income

For the Year Ended December 31, 2009

Revenues

| | |
|-------------------|----------------|
| Commission income | \$ 350,943 |
| Other income | <u>175,616</u> |
| | <u>526,559</u> |

Expenses

| | |
|--|----------------|
| Compensation and benefits | 639,352 |
| Commission and clearance paid to other brokers | 42,600 |
| Regulatory fees and expenses | 51,521 |
| Other expenses | <u>20,813</u> |
| | <u>754,286</u> |

Loss before income tax expense (227,727)

Income tax expense -0-

Net loss \$ (227,727)

The accompanying notes are an integral part of these financial statements.

CHESTNUT ENERGY PARTNERS, INC.
Statement of Changes in Stockholders' Equity
For the Year Ended December 31, 2009

| | <u>Shares</u> | <u>Common Stock</u> | <u>Additional Paid-in Capital</u> | <u>Retained Earnings (Deficit)</u> | <u>Total</u> |
|----------------------------------|---------------|-------------------------|---|--|-------------------|
| Balances at December 31, 2008 | 1,000 | \$ 10 | \$ 854,185 | \$ (803,816) | \$ 50,379 |
| Capital contributions | | | 202,500 | | 202,500 |
| Net loss | _____ | _____ | _____ | ____(227,727)____ | ____(227,727)____ |
| Balances at December 31, 2009 | <u>1,000</u> | <u>\$ 10</u> | <u>\$1,056,685</u> | <u>\$ (1,031,543)</u> | <u>\$ 25,152</u> |

The accompanying notes are an integral part of these financial statements.

CHESTNUT ENERGY PARTNERS, INC.
Statement of Changes in Liabilities Subordinated
to Claims of General Creditors
For the Year Ended December 31, 2009

| | |
|------------------------------|---------------|
| Balance at December 31, 2008 | \$ -0- |
| Increases | -0- |
| Decreases | <u>-0-</u> |
| Balance at December 31, 2009 | <u>\$ -0-</u> |

The accompanying notes are an integral part of these financial statements.

CHESTNUT ENERGY PARTNERS, INC.
Statement of Cash Flows
For the Year Ended December 31, 2009

Cash flows from operating activities

| | |
|--|------------------|
| Net loss | \$ (227,727) |
| Adjustments to reconcile net loss to net cash provided (used) by operating activities: | |
| Change in operating assets and liabilities: | |
| Increase in concession receivable | (7,868) |
| Increase in accounts payable and accrued liabilities | <u>7,354</u> |
| Net cash provided (used) by operating activities | <u>(228,241)</u> |

Cash flows from investing activities

| | |
|--|------------|
| Net cash provided (used) by investing activities | <u>-0-</u> |
|--|------------|

Cash flows from financing activities

| | |
|--|------------------|
| Capital contributions | <u>202,500</u> |
| Net cash provided (used) by financing activities | <u>202,500</u> |
| Net increase (decrease) in cash and cash equivalents | (25,741) |
| Cash and cash equivalents at beginning of period | <u>50,054</u> |
| Cash and cash equivalents at end of period | <u>\$ 24,313</u> |

Supplemental schedule of cash flow information

Cash paid during the year for:

| | |
|--------------|---------------|
| Interest | <u>\$ -0-</u> |
| Income taxes | <u>\$ -0-</u> |

The accompanying notes are an integral part of these financial statements.

CHESTNUT ENERGY PARTNERS, INC.

Notes to Financial Statements

December 31, 2009

Note 1 - Summary of Significant Accounting Policies

Chestnut Energy Partners, Inc. (the "Company") is a direct participation broker-dealer in securities registered with the Securities and Exchange Commission under ("SEC") Rule 15c3-3(k)(2)(i). The Company is a member of the Financial Industry Regulatory Authority ("FINRA"). Substantially, all the Company's revenues of \$526,559 are generated through the sale of oil and gas development programs for related parties ("affiliates"). The Company's customers are located throughout the United States.

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

For purposes of reporting cash flows, the Company has defined cash equivalents as highly liquid investments, with original maturities of less than ninety days, that are not held for sale in the ordinary course of business.

Recent Pronouncements

The FASB issued Statement No. 168, *The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles* ("SFAS 168") (FASB ASC 105-10). SFAS 168 replaces all previously issued accounting standards and establishes the *FASB Accounting Standards Codification* ("FASB ASC" or the "Codification") as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with U.S. GAAP. SFAS 168 is effective for all annual periods ending after September 15, 2009. The FASB ASC is not intended to change existing U.S. GAAP. The adoption of this pronouncement only resulted in changes to the Company's financial statement disclosure references. As such, the adoption of this pronouncement had no effect on the Company's financial statements.

In May 2009, the FASB issued Statement No. 165, *Subsequent Events* ("SFAS 165"), included in the Codification under FASB ASC 855, which establishes general standards of accounting for and disclosure of events occurring after the balance sheet date, but before the financial statements are issued or available to be issued. SFAS 165 also requires entities to disclose the date through which it has

CHESTNUT ENERGY PARTNERS, INC.
Notes to Financial Statements
December 31, 2009

Note 1 - Summary of Significant Accounting Policies, continued

evaluated subsequent events and the basis for that date. The Company adopted SFAS 165 for its year ended December 31, 2009. The adoption did not have a material impact on the Company's financial statements.

See Note 7 for more information regarding the Company's evaluation of subsequent events.

Note 2 - Net Capital Requirements

Pursuant to the net capital provisions of Rule 15c3-1 of the Securities Exchange Act of 1934, the Company is required to maintain a minimum net capital, as defined under such provisions. Net capital and the related net capital ratio may fluctuate on a daily basis.

At December 31, 2009, the Company had net capital of approximately \$20,149 and net capital requirements of \$5,000. Company's ratio of aggregate indebtedness to net capital was .37 to 1. The Securities and Exchange Commission permits a ratio of no greater than 15 to 1.

Capital distributions to shareholders can be made under a capital distribution policy approved by the Company's board of directors. Periodic distributions approved by the board of directors are made to enable shareholders to pay federal income taxes on Company profits, among other purposes.

Note 3 - Possession or Control Requirements

The Company holds no customer funds or securities. There was no material inadequacies in the procedures followed in adhering to the exceptive provisions of (SEC) Rule 15c3-3(k)(2)(i).

Note 4 - Federal Income Taxes

The Corporation files as an "S" corporation for Federal income tax purposes. The Corporation's net income is taxed at the shareholder level rather than at the corporate level for Federal income tax purposes, and thus, no provision for Federal income taxes has been made in the accompanying financial statements.

On December 30, 2008, the Financial Accounting Standards Board ("FASB") issued Staff Position ("FSP") No. FIN 48-3 (FASB ASC 740), "*Effective Date of*

CHESTNUT ENERGY PARTNERS, INC.

Notes to Financial Statements

December 31, 2009

Note 4 - Federal Income Taxes

FASB Interpretation No. 48 for Certain Nonpublic Entities,” which permitted the Company to defer the implementation of FASB Interpretation No. 48, “*Accounting for Uncertainty in Income Taxes*” (FASB ASC 740) until its fiscal year beginning January 1, 2009. FASB ASC 740 clarifies that management is expected to evaluate an income tax position taken, or expected to be taken, for likelihood of realization, before recording any amounts for such position in the financial statements. FASB ASC 740 also requires expanded disclosure with respect to income tax positions taken that are not certain to be realized. The Company adopted FASB ASC 740 for its year ended December 31, 2009. The adoption did not have a material impact on the Company’s financial statements.

Note 5 - Related Party Transactions/Economic Dependency

The Company and its affiliates are under common control and the existence of that control creates operating results and financial position significantly different than if the companies were autonomous.

The Company is provided office space, office facilities and administrative expenses from an affiliate.

The Company is economically dependent on its affiliate.

Note 6 - Liquidity

The Company has sustained operating losses since inception. The Company has been able to maintain adequate liquidity through the injection of capital from its shareholder. As of December 31, 2009 the Company had cash in excess of liabilities of \$16,854.

It is management’s intention to control costs and increase revenue. It is management’s understanding it will continue to receive capital infusions as necessary.

Note 7 - Subsequent Events

In preparing the accompanying financial statements, in accordance with FASB ASC 855, “Subsequent Events”, the Company has reviewed events that have occurred after December 31, 2009, through February 17, 2010, the date the financial statements were available to be issued. During this period, the Company did not have any material subsequent events.

Supplementary Information
Pursuant to Rule 17a-5 of the
Securities Exchange Act of 1934
as of
December 31, 2009

Schedule I

CHESTNUT ENERGY PARTNERS, INC.
Computation of Net Capital Under Rule 15c3-1
of the Securities and Exchange Commission
As of December 31, 2009

COMPUTATION OF NET CAPITAL

| | | |
|--|--------------|------------------|
| Total ownership equity qualified for net capital | | \$ 25,152 |
| Add: | | |
| Other deductions or allowable credits | | <u>-0-</u> |
| Total capital and allowable subordinated liabilities | | 25,152 |
| Deductions and/or charges | | |
| Non-allowable assets: | | |
| Prepaid expenses | \$ 430 | |
| Concession receivable in excess of related payable | <u>4,573</u> | <u>(5,003)</u> |
| Net capital before haircuts on securities positions | | 20,149 |
| Haircuts on securities (computed, where applicable, pursuant to rule 15c3-1(f)) | | <u>-0-</u> |
| Net capital | | <u>\$ 20,149</u> |

AGGREGATE INDEBTEDNESS

| | | |
|--|--|-----------------|
| Items included in statement of financial condition | | |
| Accounts payable and accrued expenses | | <u>\$ 7,459</u> |
| Total aggregate indebtedness | | <u>\$ 7,459</u> |

Schedule I (continued)

CHESTNUT ENERGY PARTNERS, INC.
Computation of Net Capital Under Rule 15c3-1
of the Securities and Exchange Commission
As of December 31, 2009

COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

| | |
|--|------------------|
| Minimum net capital required (6 2/3% of total aggregate indebtedness) | <u>\$ 498</u> |
| Minimum dollar net capital requirement of reporting broker or dealer | <u>\$ 5,000</u> |
| Net capital requirement (greater of above two minimum requirement amounts) | <u>\$ 5,000</u> |
| Net capital in excess of required minimum | <u>\$ 15,149</u> |
| Excess net capital at 1000% | <u>\$ 19,403</u> |
| Ratio: Aggregate indebtedness to net capital | <u>.37 to 1</u> |

RECONCILIATION WITH COMPANY'S COMPUTATION

The following serves to reconcile the difference in the computation of net capital under Rule 15c3-1 from the Company's computation:

| | |
|---|------------------|
| Net capital as reported in Company's unaudited Focus Report | \$ 20,332 |
| Increase in accounts payable and accrued expenses | <u>(183)</u> |
| Net capital per audit report | <u>\$ 20,149</u> |

Schedule II

CHESTNUT ENERGY PARTNERS, INC.
Computation for Determination of Reserve Requirements Under
Rule 15c3-3 of the Securities and Exchange Commission
As of December 31, 2009

EXEMPTIVE PROVISIONS

The Company has claimed an exemption from Rule 15c3-3 under section (k)(2)(i), in which the Company is a direct participation broker-dealer.

Independent Auditor's Report

on Internal Control

Required By SEC Rule 17a-5

Year Ended December 31, 2009



CF & Co., L.L.P.

CERTIFIED PUBLIC ACCOUNTANTS
& CONSULTANTS

INDEPENDENT AUDITOR'S REPORT ON INTERNAL
CONTROL REQUIRED BY SEC RULE 17a-5

To the Board of Directors of
Chestnut Energy Partners, Inc.

In planning and performing our audit of the financial statements and supplemental information of Chestnut Energy Partners, Inc. (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 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 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 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 quarterly securities examinations, counts, verifications, and comparisons and 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 judgments 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

14175 Proton Road • Dallas, Texas 75244-3604 • Phone: 972-387-4300 • 800-834-8586 • Fax 972-960-2810 • www.cflp.com

REGISTERED WITH THE PCAOB •
MEMBERS: AICPA • CENTER FOR AUDIT QUALITY • TSCPA • EBPAQC •
CPAMERICA INTERNATIONAL AN AFFILIATE OF HORWATH INTERNATIONAL AND
THE INTERNATIONAL ACCOUNTING GROUP (TIAG)

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, the 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.


CF & Co., L.L.P.

Dallas, Texas
February 17, 2010

Independent Auditor's Report
On The SIPC Annual Assessment
Required By SEC Rule 17a-5
Year Ended December 31, 2009



CF & Co., L.L.P.

CERTIFIED PUBLIC ACCOUNTANTS
& CONSULTANTS

INDEPENDENT AUDITOR'S REPORT ON THE SIPC ANNUAL
ASSESSMENT REQUIRED BY SEC RULE 17a-5

To the Board of Directors of
Chestnut Energy Partners, Inc.

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments [Transitional Assessment Reconciliation (Form SIPC-7T)] to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2009, which were agreed to by Chestnut Energy Partners, Inc. and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc. and SIPC, solely to assist you and the other specified parties in evaluating Chestnut Energy Partners, Inc.'s compliance with the applicable instructions of the Transitional Assessment Reconciliation (Form SIPC-7T). Management is responsible for Chestnut Energy Partners, Inc.'s compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

The procedures we performed and our findings are as follows:

1. Compared the listed assessment payments in Form SIPC-7T with respective cash disbursements records entries (cash disbursements journal) noting no differences;
2. Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2009, with the amounts reported in Form SIPC-7T for the year ended December 31, 2009;
3. Compared any adjustments reported in Form SIPC-7T with supporting schedules and working papers noting no differences; and
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7T and in the related schedules and working papers supporting the adjustments noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

CF & Co.
CF & Co., L.L.P.

Dallas, Texas
February 17, 2010

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Transitional Assessment Reconciliation

(Read carefully the instructions in your Working Copy before completing this Form)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

065968 FINRA DEC
CHESTNUT ENERGY PARTNERS INC 15*15
2201 N CENTRAL EXPY STE 240
RICHARDSON TX 75080-2775

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.

Name and telephone number of person to contact respecting this form.

Laurie Tjosvold 972-715-8807

| | | |
|---|-----|-------------------------------|
| 2. A. General Assessment [item 2e from page 2 (not less than \$150 minimum)] | \$ | <u>965</u> |
| B. Less payment made with SIPC-6 filed including \$150 paid with 2009 SIPC-4 (exclude interest) | (| <u>190</u>) |
| <u>7/13/2009</u> Date Paid | | |
| C. Less prior overpayment applied | (| <u>0</u>) |
| D. Assessment balance due or (overpayment) | | <u>775</u> |
| E. Interest computed on late payment (see instruction E) for _____ days at 20% per annum | | <u>0</u> |
| F. Total assessment balance and interest due (or overpayment carried forward) | \$ | <u>775</u> |
| G. PAID WITH THIS FORM: Check enclosed, payable to SIPC Total (must be same as F above) | \$ | <u>775</u> |
| H. Overpayment carried forward | \$(| <u> </u>) |

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

Chestnut Energy Partners

(Name of Corporation, Partnership or other organization)

(Authorized Signature)

Dated the 1st day of Feb, 20 10.

President

(Title)

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SIPC REVIEWER

Dates: Postmarked Received Reviewed

Calculations Documentation Forward Copy

Exceptions:

Disposition of exceptions:

DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal period
beginning April 1, 2009
and ending Dec 31, 2009
Eliminate cents

| | | |
|----------|---|-----------------------------|
| Item No. | | \$ |
| 2a. | Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030) | <u>428,684</u> |
| 2b. | Additions: | |
| | (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above. | <u> </u> |
| | (2) Net loss from principal transactions in securities in trading accounts. | <u> </u> |
| | (3) Net loss from principal transactions in commodities in trading accounts. | <u> </u> |
| | (4) Interest and dividend expense deducted in determining item 2a. | <u> </u> |
| | (5) Net loss from management of or participation in the underwriting or distribution of securities. | <u> </u> |
| | (6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities. | <u> </u> |
| | (7) Net loss from securities in investment accounts. | <u> </u> |
| | Total additions | <u> </u> |
| 2c. | Deductions: | |
| | (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products. | <u> </u> |
| | (2) Revenues from commodity transactions. | <u> </u> |
| | (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions. | <u>34,600</u> |
| | (4) Reimbursements for postage in connection with proxy solicitation. | <u> </u> |
| | (5) Net gain from securities in investment accounts. | <u> </u> |
| | (6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date. | <u> </u> |
| | (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act). | <u>8,134</u> |
| | (8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C): | <u> </u> |
| | (9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income. | <u> </u> |
| | (ii) 40% of interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960). | <u> </u> |
| | Enter the greater of line (i) or (ii) | <u> </u> |
| | Total deductions | <u>42,734</u> |
| 2d. | SIPC Net Operating Revenues | <u>\$ 385,950</u> |
| 2e. | General Assessment @ .0025 | <u>\$ 965</u> |

(to page 1 but not less than
\$150 minimum)