

UI SECURITIES AN.

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Washington, D.C. 20549

# Mail Processing ANNUAL AUDITED REPORT Section FORM X-17A-5 PART III



OMB APPROVAL
OMB Number: 3235-0123
Expires: February 28, 2010
Estimated average burden hours per response....12.00

SEC FILE NUMBER 8-44039

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

| REPORT FOR THE PERIOD BEGII   | NNINGJ                       | anuary 1, 2009                    | AND ENDING        | December 31,       |
|---|------------------------------|-----------------------------------|-------------------|--------------------|
| 2009  |                              | MM/DD/YY                          |                   | MM/DD/YY           |
|   | A. REGISTI                   | RANT IDENTIFICATIO                | NC                |                    |
| NAME OF BROKER-DEALER: East Sho                                     | ore Partners, Inc.           |                                   | 0                 | FFICIAL USE ONLY   |
|   |                              |                                   | -                 | FIRM I.D. NO.      |
| ADDRESS OF PRINCIPAL PLACE OF                                       | BUSINESS: (Do not            | use P.O. Box No.)                 | L                 | 1 11 11b) 11mm m.  |
| 150 Motor Parkway   |                              |                                   |                   |                    |
|   | (No. and Street)             |                                   |                   | ,                  |
| Hauppauge   | New York                     | K                                 | 11788             |                    |
| (City)  | (State)                      |                                   | (Zip Code)        |                    |
| NAME AND TELEPHONE NUMBER OF  | PERSON TO CONT               | ACT IN REGARD TO TH               | HIS REPORT        |                    |
| Paul Carroll  |                              |                                   |                   | 631-622-3113       |
|   |                              |                                   | (Area Cod         | e - Telephone No.) |
|   | B. ACCOUN                    | ITANT IDENTIFICATION              | ON                |                    |
| INDEPENDENT PUBLIC ACCOUNTAN  | T whose opinion is co        | ontained in this Report*          |                   |                    |
| FRIEDMAN LLP  | •                            |                                   |                   |                    |
| Theorem of  | (Name - if individu          | ual, state last, first, middle na | ame)              |                    |
| 100 Eagle Rock Avenue Suite 200                                     | East Hanover                 | New Jersey                        | y 0793            | 6                  |
| roo Eagle Trook retries Calle Est                                   |                              |                                   |                   | Codo)              |
| (Address)   | (City)                       | (State)                           | (Zip              | Code)              |
|   | •                            | (State)                           | (Zip ·            | code               |
| (Address) CHECK ONE:  | •                            | (State)                           | (Zip <sup>(</sup> | Code)              |
| (Address)  CHECK ONE:  Certified Public Accounts                    | ant                          |                                   |                   | Code)              |
| (Address)  CHECK ONE:  Certified Public Accounta  Public Accountant | ant<br>in United States or a |                                   |                   | Code)              |

SEC 1410 (06-02)

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<sup>\*</sup> 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

| 1, F        | Paul   | Carroll swear (or affirm) that, to the best of my kn         | owledge and belief the accompanying financial        |
|-------------|--------|--|--|
| sta         | teme   | ent and supporting schedules pertaining to the firm o        | f Fast Shore Partners, Inc. as of December 31        |
|             |        |  |  |
| 200         | )9, a  | re true and correct. I further swear (or affirm) that r      | neither the company nor any partner, proprietor,     |
| prir        | ncipa  | l officer or director has any proprietary interest in any    | account classified solely as that of a customer,     |
|             |        | as follows:  | •  |
| GXC         | ept (  | as follows.  |  |
|             |        |  |  |
| _           |        |  |  |
|             |        |  |  |
|             |        |  |  |
|             |        |  |  |
|             |        |  | Mul Canols   |
|             |        |  | Signature  |
|             |        |  | Olgridiaio   |
|             |        |  |  |
|             |        |  | Treasurer  |
|             |        |  | Title  |
|             |        | 9 BRIAN GOLDBERG   |  |
|             | 1      | Notary Public. State of New York<br>No. 01G06158564          |  |
|             |        | Qualified in Suffolk County                                  |  |
|             |        | Notary Public Commission Expires 1/2/201                     |  |
|             |        |  |  |
| This        | s repo | ort ** contains (check all applicable boxes):                |  |
| ⊠           | (a)    | Facing Page.   |  |
| ⊠           | (b)    | Statement of Financial Condition.                            |  |
| $\boxtimes$ | (c)    | Statement of Income (Loss).                                  |  |
| $\boxtimes$ | (d)    | Statement of Changes in Financial Condition.                 |  |
| $\boxtimes$ | (e)    | Statement of Changes in Stockholders' Equity or Partners'    | or Sole Proprietors' Capital.                        |
|             | (f)    | Statement of Changes in Liabilities Subordinated to Claims   | s of Creditors.                                      |
| $\boxtimes$ | (g)    | Computation of Net Capital.                                  |  |
|             | (h)    | Computation for Determination of Reserve Requirements F      |  |
|             | (i)    | Information Relating to the Possession or Control Requirer   |  |
| $\boxtimes$ | (j)    | A Reconciliation, including appropriate explanation of the C |  |
|             |        | the Computation for Determination of the Reserve Require     |  |
|             | (k)    | A Reconciliation between the audited and unaudited Stater    | ments of Financial Condition with respect to methods |
|             |        | of consolidation.  |  |
| $\boxtimes$ | (1)    | An Oath or Affirmation.                                      |  |
| $\boxtimes$ |        | A copy of the SIPC Supplemental Report.                      |  |
|             | (n)    | A report describing any material inadequacies found to exist | st or found to have existed since the date of the    |
| ፟           | (5)    | previous audit.  | -l   |
| $\boxtimes$ | (0)    | Independent Auditors' Report on Internal Accounting Contr    | UI.  |

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

# TABLE OF CONTENTS

|   | Page |
|---|------|
| Independent Auditors' Report  | 1    |
| Financial Statements  |      |
| Statement of Financial Condition  | 2    |
| Statement of Income   | 3    |
| Statement of Changes in Stockholders' Equity  | 4    |
| Statement of Cash Flows   | 5    |
| Notes to Financial Statements   | 6    |
| Supplementary Information   |      |
| Schedule 1 – Computation of Net Capital under Rule 15c3-1 of the Securities and Exchange Commission | 10   |
| Schedule II – Statement Regarding SEC Rule 15c3-3   | 11   |
| Independent Auditors' Report on Internal Control Structure Required by<br>Rule 17a-5                | 12   |



#### INDEPENDENT AUDITORS' REPORT

To the Stockholders East Shore Partners, Inc.

We have audited the accompanying statement of financial condition of East Shore Partners, Inc. as of December 31, 2009, and the related statements of income, changes in stockholders' 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 consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, 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 East Shore 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 conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in 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.



February 16, 2010



# STATEMENT OF FINANCIAL CONDITION

# **DECEMBER 31, 2009**

| ASSETS   |               |
|--|---------------|
| Cash and cash equivalents                                      | \$<br>153,227 |
| Deposit with clearing organization                             | 100,000       |
| Receivable from clearing organization                          | 185,545       |
| Property and equipment - at cost, net                          | 6,331         |
| Prepaid expenses and other assets                              | 66,401        |
|  | \$<br>511,504 |
| LIABILITIES AND STOCKHOLDERS' EQUITY                           |               |
| Liabilities  |               |
| Accounts payable and accrued expenses                          | \$<br>110,072 |
| Payable to clearing organization                               | 1,084         |
| Commissions payable  | <br>75,225    |
|  | 186,381       |
| Commitments  |               |
| Stockholders' equity   |               |
| Common stock - \$.001 par value; 1,000 shares authorized,      |               |
| 100 shares issued, 70 shares outstanding                       | \$<br>1       |
| Additional paid-in capital                                     | 149,999       |
| Retained earnings  | 244,657       |
| Treasury stock, 30 shares of common stock in treasury, at cost | <br>(69,534)  |
|  | 325,123       |
|  | \$<br>511,504 |

# STATEMENT OF INCOME

# YEAR ENDED DECEMBER 31, 2009

| Revenues                                     |              |
|--|--------------|
| Commissions                                  | \$ 4,429,708 |
| Research/brokerage services                  | 450,546      |
| Interest and dividend income                 | 2,907        |
| Other income                                 | 129          |
|  | 4,883,290    |
| Expenses                                     |              |
| Employee compensation and benefits           | 3,132,461    |
| Communications and data processing           | 467,097      |
| Floor brokerage, exchange and clearance fees | 344,740      |
| Professional fees                            | 92,386       |
| Occupancy                                    | 95,844       |
| Other expenses                               | 532,754      |
|  | 4,665,282    |
| Net income                                   | \$ 218,008   |

# STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

# YEAR ENDED DECEMBER 31, 2009

|                              | St | pital<br>ock<br>Par | Additional<br>Paid-in<br>Capital | Retained<br>Earnings | Treasury<br>Stock | Total<br>ckholders'<br>Equity |
|------------------------------|----|---------------------|----------------------------------|----------------------|-------------------|-------------------------------|
| Balance at January 1, 2009   | \$ | 1                   | \$ 149,999                       | \$<br>774,234        | \$ 69,534         | \$<br>854,700                 |
| Net income                   |    | -                   | -                                | 218,008              | -                 | 218,008                       |
| Dividends paid               |    | _                   | -                                | (747,585)            | -                 | (747,585)                     |
| Balance at December 31, 2009 | \$ | 1                   | \$ 149,999                       | \$<br>244,657        | \$ 69,534         | \$<br>325,123                 |

# STATEMENT OF CASH FLOWS

# YEAR ENDED DECEMBER 31, 2009

| Cash flows from operating activities            |    |           |
|---|----|-----------|
| Net income                                      | \$ | 218,008   |
| Adjustments to reconcile net income to net cash |    |           |
| used in operating activities                    |    |           |
| Depreciation                                    |    | 7,999     |
| Changes in assets and liabilities               |    |           |
| Receivable from clearing broker                 |    | (75,609)  |
| Prepaid expenses and other assets               |    | (8,247)   |
| Accounts payable and accrued expenses           |    | (22,036)  |
| Payable to clearing broker                      |    | (1,115)   |
| Commissions payable                             |    | 64,326    |
| Deferred revenue                                |    | (31,500)  |
| Net cash provided by operating activities       |    | 151,826   |
| Cash flows from financing activities            |    |           |
| Dividends paid                                  |    | (747,585) |
| Net decrease in cash and cash equivalents       |    | (595,759) |
| Cash and cash equivalents, beginning of year    |    | 748,986   |
| Cash and cash equivalents, end of year          | \$ | 153,227   |
| Summlemental cook flow displaying               |    |           |
| Supplemental cash flow disclosures              | \$ | 7,210     |
| Income taxes paid                               | Ψ  | 7,210     |

#### NOTES TO FINANCIAL STATEMENTS

# 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Description of Business**

East Shore Partners, Inc. (the "Company"), is incorporated in the state of Delaware for the purpose of doing business as a broker-dealer in securities and to provide investment research services on a consulting basis. The Company is a registered broker-dealer with the Securities and Exchange Commission and is a member of Financial Industry Regulatory Authority.

All transactions for the Company's customers are cleared through a clearing broker-dealer on a fully disclosed basis.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Company's management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

#### Concentration of Credit Risk for Cash

The Company's cash balances are insured by the Federal Deposit Insurance Corporation subject to certain limitations.

#### Cash and Cash Equivalents

The Company considers all highly liquid assets purchased with a maturity of three months or less to be cash equivalents.

#### **Depreciation**

Property and equipment are stated at cost. Depreciation is provided using the straight-line method over the estimated useful lives of the related assets

#### **Revenue Recognition**

Commissions are recorded on a trade date basis as security transactions occur. Revenue for research services are recorded ratably over the term of the consulting agreement.

#### **Income Taxes**

The Company has elected to be an "S" Corporation whereby it is not a taxpaying entity for Federal and state income tax purposes and, accordingly, no provision has been made for such income taxes. The shareholders' allocable share of the Company's income or loss is reportable on their income tax returns.

Federal, state and local income tax returns for years prior to 2006 are no longer subject to examination by tax authorities.

#### NOTES TO FINANCIAL STATEMENTS

# 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### **Subsequent Events**

These financial statements were approved by management and are available for issuance on February 16, 2010. Management has evaluated subsequent events through this date.

#### 2 - PROPERTY AND EQUIPMENT, AT COST

Property and equipment consist of the following:

| Computer equipment                               | \$ 33,557 |
|--|-----------|
| Furniture  | 52,259    |
|  | 85,816    |
| Less - Accumulated depreciation and amortization | 79,485    |
|  | \$ 6,331  |

#### 3 - AGREEMENT WITH CLEARING BROKER

The Company entered into an agreement with a clearing broker to act as the Company's agent. Under this agreement, the Company is required to maintain a deposit of \$100,000 in either cash, United States Treasury bills, or money market funds. The agreement has no termination date and, unless terminated in accordance with the provisions of such agreement, will continue in perpetuity.

In the normal course of business, the Company indemnifies and guarantees this clearing broker, against specified potential losses in connection with their acting as an agent of, or providing services to, the Company or its affiliates. The maximum potential amount of future payments that the Company could be required to make under these indemnifications cannot be estimated. However, the Company believes that it is unlikely it will have to make material payments under these arrangements and has not recorded any contingent liability in the financial statements for these indemnifications.

#### NOTES TO FINANCIAL STATEMENTS

#### 4 - STOCK PURCHASE AGREEMENT

The shareholders of the Company have established a stock purchase agreement for the following purposes:

- a) To provide for the acquisition of the stock owned by any of the shareholders who may wish to dispose of the same during their lifetime; and
- b) To provide for the purchase of the stock of any shareholders who may terminate their employment, become insolvent or die while the stock purchase agreement is in force.

#### **5 - PROFIT SHARING PLAN**

The Company has a profit sharing plan along with a defined contribution pension plan which qualifies under section 401(K) of the Internal Revenue Code. All full-time employees who meet certain age and length of service requirements are eligible to participate. Annual contributions to the Plan are to be made at the discretion of the Board of Directors. For the year ended December 31, 2009, the Company contributed \$75,000 to the plan.

#### 6 - COMMITMENTS

The Company is obligated under a non-cancellable operating lease for its office space which expires in April 2017. The lease includes escalation clauses, therefore amounts have been recorded on a straight-line basis with deferred rent included in accounts payable and accrued expenses. In addition to base rent on its office facilities, the Company is required to pay its proportionate share of real estate taxes and utilities. Approximate future aggregate minimum rentals are as follows:

| Year Ending  |            |
|--------------|------------|
| December 31, |            |
| 2010         | \$ 59,000  |
| 2011         | 92,000     |
| 2012         | 95,000     |
| 2013         | 98,000     |
| 2014         | 101,000    |
| Thereafter   | 249,000    |
|              | \$ 635,000 |
|              |            |

#### NOTES TO FINANCIAL STATEMENTS

#### **6 - COMMITMENTS** (Continued)

In addition, the company is also obligated under a month-to-month lease for a branch office in the amount of \$325 per month.

Rent expense for the year ended December 31, 2009 was approximately \$79,000.

#### 7 - RELATED PARTY TRANSACTIONS

Commissions payable include amounts payable to shareholders/officers. As of December 31, 2009, amounts owed to shareholders/officers totaled approximately \$39,000. For the year ended December 31, 2009, commissions earned by shareholders/officers totaled approximately \$1,487,000 and are included in employee compensation and benefits in the statement of income.

#### 8 - REGULATORY REQUIREMENTS

As a registered broker-dealer, the Company is subject to the net capital provisions of the Securities Exchange Act of 1934, 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. At December 31, 2009, the Company had net capital of \$247,391, which was \$222,391 in excess of its required net capital of \$25,000. The Company's aggregate indebtedness to net capital ratio was 0.75 to 1.

#### 9 - FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET CREDIT RISK

The Company is engaged in various brokerage activities whose counterparties are primarily institutions. In the normal course of business, the Company is involved in the execution and settlement of various securities transactions. These activities may expose the Company to off-balance sheet risk in the event that the counterparty is unable to fulfill its contracted obligations and the Company has to purchase or sell the security underlying the contract at a loss.

# SUPPLEMENTARY INFORMATION

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

As of December 31, 2009

# SCHEDULE I COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION

#### AS OF DECEMBER 31, 2009

| Computation of net capital  |                        |
|---|------------------------|
| Total stockholders' equity  | \$<br>325,123          |
| Deductions and/or charges   |                        |
| Non-allowable assets  |                        |
| Property and equipment, net   | 6,331                  |
| Prepaid expenses and other assets   | 66,401                 |
|   | 252,391                |
|   |                        |
| Other deductions and/or charges   |                        |
| Excess deductible on Fidelity bond coverage   | 5,000                  |
| Net capital   | \$<br>247,391          |
| Computation of aggregate indebtedness  Accounts payable, accrued expenses and other liabilities includable in in aggregate indebtedness   | \$<br>186,381          |
| Computation of basic net capital requirement  Minimum net capital required (6 2/3% of aggregate indebtedness)  Minimum dollar requirement | \$<br>12,425<br>25,000 |
| Net capital requirement (greater of minimum net capital or dollar requirement)  | \$<br>25,000           |
| Excess net capital  | \$<br>222,391          |
| Excess net capital at 1,000 percent   | \$<br>228,753          |
| Ratio - Aggregate indebtedness to net capital   | <br>0.75 to 1          |

No material differences exist between the above computation and the computation included in the Company's corresponding unaudited Form X-17A-5 Part IIA filing.

# SCHEDULE II EAST SHORE PARTNERS, INC.

### STATEMENT REGARDING SEC RULE 15c3-3 DECEMBER 31, 2009

The Company is exempt from Rule 15c3-3 of the Securities and Exchange Commission under paragraph (k) (2) (ii) of that Rule.

# INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL STRUCTURE REQUIRED BY RULE 17a-5 OF THE SECURITIES AND EXCHANGE COMMISSION

To the Stockholders East Shore Partners, Inc.

In planning and performing our audit of the financial statements of East Shore 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 (internal control) as a basis for designing our audit 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 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 abovementioned 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 or the practices and procedures referred to above, errors 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 deficiency, or combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Company's financial statements will not be prevented or detected and corrected on a timely basis.

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 management, the SEC, the Financial Industry Regulatory Authority, Inc. 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.

Certified Public Accountants

redman LLP

East Hanover, New Jersey February 16, 2010