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

SEC FILE NUMBER					
SEC FILE NOMBER					
8-65257					

# 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 BEGINNIN	G <u>01/01/09</u> MM/DD/YY	AND ENDING	<u>— 12/31/09</u> 
A. REGI	STRANT IDEN	TIFICATION	
NAME OF BROKER-DEALER:	8 1 - La	OFFICIAL USE ONLY	
DIVERSITY INVESTMENT CO	FIRM I.D. NO.		
ADDRESS OF PRINCIPAL PLACE OF E 1285 AVENUE OF THE AMER	USINESS: (Do not 1 ICAS 35 <sup>TH</sup> FLOO	ise P.O. Box No.)	n an Alexandra Angle Alexandra Angle and Alexandra
	(No. and Street)	······	
NEW YORK	NY		10019
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER OF JUAN CONSUEGRA			(212) 554-4900 (Area Code - Telephone Number) SEC Mail Processing Section
B.ACCO	UNTANT IDEN	TIFICATION	Section
INDEPENDENT PUBLIC ACCOUNTAN		is contained in thi	MAR 0 1 2010 is Report* Washington, DC-
(Name -	if individual, state last. fi	rst. middle name)	120
529 Fifth Avenue, 9 <sup>th</sup> Floor	New York	NY	10017
(Address)	(City)	(State)	(Zip Code)
CHECK ONE: Certified Public Accountant Public Accountant Accountant not resident in United Star	tes or any of its poss	essions.	<i>ي</i> ة

## 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)

SEC 1410 (06-02)

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 OMS control number.

#### **OATH OR AFFIRMATION**

I, Juan Consuegra , swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of <u>Diversity Investment Corp.</u>, as of <u>DECEMBER 31, 2009</u>, 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:

THREE DIRECTORS AND ONE PRINCIPAL OFFICER OF DIVERSITY INVESTMENT CORPORATION ("THE FIRM") HOLD PERSONAL ACCOUNTS WITH THE FIRM. ALL CLIENTS OF THE FIRM ARE INTRODUCED TO A CLEARING ORGANIZATION ON A FULLY-DISCLOSED BASIS.

Signature

Chief Financial Officer Title

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 Proprietors' 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.
- $\blacksquare (I) An Oath or Affirmation.$
- (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 audit.
- (o) Independent auditor's report on internal control.

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

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## DIVERSITY INVESTMENT CORP. DECEMBER 31, 2009

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CERTIFIED PUBLIC ACCOUNTANTS

## INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholder Diversity Investment Corp.

We have audited the accompanying statement of financial condition of Diversity Investment Corp. as of December 31, 2009, that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement 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 statement of financial condition is 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 statement of financial condition, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit of the statement of financial condition provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Diversity Investment Corp. as of December 31, 2009, in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 2 to the financial statements, effective January 1, 2009, the Company changed its method of accounting for uncertainty in income taxes and adopted new accounting guidance with respect to fair value measurements related to non-financial assets and liabilities.

As explained in Note 6 to the financial statements, the Company is part of an affiliated group of companies and has entered into transactions with the other member of the group.

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February 12, 2010

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## ASSETS

Cash Receivable from and deposit with clearing organization Receivable from related parties Equipment, less accumulated depreciation of \$3,291 Other assets	\$	3,350 204,578 24,546 1,920 12,548			
TOTAL ASSETS	≯	246,942			
LIABILITIES AND SHAREHOLDER'S EQUITY					
Liabilities: Accounts payable and accrued expenses Loan payable to bank	\$	27,019 29,075			
Total liabilities		56,094			
Commitments and contingencies (Notes 4 and 8)					
Shareholder's equity: Common stock - no par value; 200 shares authorized,					
50 shares issued and outstanding		500			
Additional paid-in capital		972,048			
Accumulated deficit		(781,700)			
Total shareholder's equity		190,848			
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	\$	246,942			

See accompanying notes to statement of financial condition.

## NOTE 1. ORGANIZATION AND NATURE OF BUSINESS

Diversity Investment Corp. (the "Company") was incorporated on December 7, 2001, as a Delaware corporation. The Company is a registered broker-dealer with the Securities and Exchange Commission (the "SEC") and is a member of the Financial Industry Regulatory Authority, Inc. ("FINRA"). The Company is engaged in a single line of business as a securities broker-dealer, which comprises several classes of services including agency transactions. Its services are provided to U.S. and international clients, primarily institutions and high net worth individuals located in Mexico. The Company is a wholly owned subsidiary of Diversity Financial Group, LLC (the "Parent").

## NOTE 2. <u>SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES</u>

#### Revenue Recognition

The Company records commission revenue and related expenses on a trade-date basis. The Company records service fees as such fees are earned. All of the Company's service fees are attributable to agreements from customers that are also shareholders of the Company's Parent.

#### <u>Cash</u>

Cash consists of highly liquid investments with original maturities of three months or less at the time of purchase, other than those held for sale in the ordinary course of business.

#### Use of Estimates

The preparation of a statement of financial condition in conformity with accounting principles generally accepted in the United States of America ("GAAP") 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 statement of financial condition. Actual results could differ from those estimates.

#### Recently Adopted Accounting Pronouncements

In June 2009, the Financial Accounting Standards Board ("FASB") issued authoritative guidance that established the FASB Accounting Standards Codification ("Codification" or "ASC") as the source of authoritative GAAP recognized by the FASB to be applied to all nongovernmental entities. The Codification supersedes all the existing accounting and reporting standards applicable to privately held companies upon its effective date and, subsequently, the FASB will not issue new standards in the form of Statements, FASB Staff Positions or Emerging Issues Task Force Abstracts. The guidance is not intended to change or alter existing GAAP. The guidance became effective for the Company for the fiscal year ended December 31, 2009. The guidance did not have an impact on the Company's financial position, results of operations or cash flows. All references to previous numbering of FASB statements, FASB Staff Positions or Emerging Issues Task Force Abstracts and accompanying notes.

On January 1, 2009, the Company adopted the authoritative guidance on fair value measurement for nonfinancial assets and liabilities, except for items that are recognized or disclosed at fair value in the financial statements on a recurring basis (at least annually). Adoption of the new guidance did not have a material impact on the Company's financial statements.

On January 1, 2009, the Company adopted the new standard for uncertainty in income

## NOTE 2. <u>SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)</u>

#### Recently Adopted Accounting Pronouncements (Continued)

taxes. The Company is required to apply the "more likely than not" threshold to the recognition and derecognition of tax positions. The standard also provides guidance on the measurement of tax positions, balance sheet classification, interest and penalties, accounting in interim periods, disclosures, and transition. Adoption of the standard did not have a material effect on the Company's financial statements.

#### <u>Receivables</u>

Receivables are stated at the amount the Company expects to collect. The Company maintains allowances for doubtful accounts for estimated losses resulting from the inability of its customers to make required payments. Management considers the following factors when determining the collectibility of specific customer accounts: customer credit-worthiness, past transaction history with the customer, current economic industry trends, and changes in customer payment terms. If the financial conditions of the Company's customers were to deteriorate, adversely affecting their ability to make payments, additional allowances would be required. Based on management's assessment, the Company provides for estimated uncollectible amounts through a charge to earnings and a credit to a valuation allowance. Balances that remain outstanding after the Company has made reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable. There was no allowance for doubtful accounts at December 31, 2009.

#### Subsequent Events

In May 2009, the FASB issued guidance related to subsequent events, which was primarily codified into FASB ASC 855, *Subsequent Events*. This guidance establishes general standards of accounting for and disclosure of events that occur after the statement of financial condition date but before financial statements are issued. In particular, the guidance sets forth: (1) the period after the statement of financial condition date during which management of a reporting entity should evaluate events or transactions that may occur for potential recognition or disclosure in the financial statements; (2) the circumstances under which an entity should recognize events or transactions occurring after the statement of financial condition in its financial statements; and (3) the disclosures that an entity should make about events or transactions that occurred after the statement of financial condition date.

FASB ASC 855 is effective for interim or annual periods ending after June 15, 2009, and is to be applied prospectively. The Company adopted FASB ASC 855 as of December 31, 2009. The Company has evaluated all events or transactions that occurred after December 31, 2009, up through the date that the statement of financial condition was available to be issued on February 12, 2010.

#### NOTE 3. RECEIVABLE FROM AND DEPOSIT WITH CLEARING ORGANIZATION

The receivable from clearing organization primarily represents the net amount of commissions from customer transactions held by the clearing organization for the Company of approximately \$104,000, and a deposit with the clearing organization of \$100,000 that is required by the clearing agreement.

### NOTE 4. LOAN PAYABLE

The Company has secured a line of credit in the amount of \$50,000 with a commercial bank for short-term operating needs. In accordance with the agreement, the outstanding balance accrues interest at the prime rate of interest plus 1.0%. At December 31, 2009, the outstanding balance was approximately \$29,075. The loan is guaranteed by a principal of the Company and is secured by the Company's cash accounts held by the bank.

## NOTE 5. INCOME TAXES

The Company is included with its Parent in a consolidated return for federal tax purposes, and combined tax returns for state and local purposes. In accordance with the intercorporate tax allocation policy, the Company pays to or receives from the Parent amounts equivalent to federal, state, and local income tax charges or credits based on a separate company taxable income or loss using the statutory rates. Accordingly, in 2009, the Company utilized its share of existing net operating loss carryforwards to reduce its income tax provision to zero. Should benefits be derived from the NOL carryforward utilized in future years as a result of the consolidated tax filings, the Company would participate in these benefits under the Parent's tax allocation policy.

## NOTE 6. <u>RELATED PARTY TRANSACTIONS</u>

The Company's service fee agreements with eight foreign customers (all shareholders of the Parent) provide for the Company to provide various administrative services to these related-party customers. The agreements provide for fees to be paid monthly to the Company based on the net value of these customer accounts. However, the fee may be waived (in whole or in part) by either the Company or the related-party customers. The arrangements are subject to renewal annually and can be terminated by either party with 30 days' notice. For the year ended December 31, 2009, the Company earned \$392,360 in service fee revenue resulting from these agreements. At December 31, 2009, amounts owed by related parties for service fees totaled \$24,546.

In addition, the Company executed securities transactions for these customers on an agent basis, and generated commission revenue of approximately \$100,000 for the year ended December 31, 2009.

#### NOTE 7. CONCENTRATION OF CREDIT RISK

The Company clears all securities transactions through another broker-dealer on a fully disclosed basis. The agreement between the Company and its clearing broker provides that the Company is obligated to assume any exposure related to nonperformance by its customers. The Company seeks to control the risk associated with nonperformance by monitoring all customer activity and reviewing information it receives from its clearing broker on a daily basis. As of December 31, 2009, customer obligations to the clearing firm were collateralized by cash and securities with market values in excess of obligations. The Company's cash held at its clearing broker is subject to the credit risk of the clearing broker.

#### NOTE 8. <u>NET CAPITAL REQUIREMENTS</u>

The Company is subject to the SEC's Uniform Net Capital Rule ("SEC Rule 15c3-1"), which requires the maintenance of minimum net capital and that the ratio of aggregate indebtedness to net capital, both as defined, not exceed 15 to 1. Net capital and aggregate indebtedness change from day to day. At December 31, 2009, the Company had net capital of \$148,484, which exceeded the Company's minimum net capital requirement of \$5,000. The Company's ratio of aggregate indebtedness to net capital was 0.38 to 1 as of December 31, 2009.