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

washington, D.C. 20549

PART III

FEB 2 4 2010 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 MM/DD/YY	ENDING <u>December</u> MM/DD/	
A. REG	ISTRANT IDENTIFICATIO	N	
NAME OF BROKER-DEALER: BCC Adv	visory Services, LLC	OFFICIA	LUSE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSI	NESS: (Do not use P.O. Box No.)	FIRM	M I.D. NO.
5000 Birch Street	Suite 7 <u>500</u>		
	(No and Street)		
Newport Beach	California	92626	-
(City)	(State)	(Zip Code)	· · · · · · · · · · · · · · · · · · ·
NAME AND TELEPHONE NUMBER OF PEI Edward Bixler	RSON TO CONTACT IN REGARD	TO THIS REPORT (949) 833-376	7
		(Area Code – T	elephone Number)
B. ACCO	DUNTANT IDENTIFICATIO	N	
INDEPENDENT PUBLIC ACCOUNTANT with Breard & Associates Inc., Certified Public	-		
9221 Corbin Avenue Suite 170	Northridge	CA	91324
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:			
Certified Public Accountant			:
Public Accountant			
Accountant not resident in Unite	d States or any of its possessions.		
	FOR OFFICIAL USE ONLY	<u></u>	

\*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)

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SEC 1410 (06-02)

#### OATH OR AFFIRMATION

, swear (or affirm) that, to the best of Edward Bixler I, my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of BCC Advisory Services, LLC , as , 20 <u>09</u>, are true and correct. I further swear (or affirm) that December 31 of neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows: State of CALIFORNIA County Subscribed and Signature OPANGE of sworn to (or affirmed) before me this day of Jourship 10, provided to me the basis of satasfactory evidence to be the person(8) w appeared before me. A Notary Public AVNEET BEDI This report \*\* contains (check all applicable boxes): Сомм. # 1872388 (a) Facing Page. NOTARY PUBLIC - CALIFORNIA  $\boxtimes$ (b) Statement of Financial Condition. **ORANGE COUNTY** MY COMM. EXP. DEC. 26, 2013 (c) Statement of Income (Loss)  $\boxtimes$  $\boxtimes$ (d) Statement of Changes in Cash Flows (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.  $\boxtimes$ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.  $\square$ (g) Computation of Net Capital.  $\boxtimes$ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.  $\boxtimes$ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.  $\boxtimes$ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 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. (1) An Oath or Affirmation. (m) A copy of the SIPC Supplemental Report. (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit. \*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).



Independent Auditor's Report

Board of Directors BCC Advisory Services, LLC:

We have audited the accompanying statement of financial condition of BCC Advisory Services, LLC (the Company) as of December 31, 2009, and the related statements of income, 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 BCC Advisory Services, LLC as of December 31, 2009, and the results of its income 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, 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.

Breach + associates, Fre

Breard & Associates, Inc. Certified Public Accountants

Northridge, California February 22, 2010

# BCC Advisory Services, LLC Statement of Financial Condition December 31, 2009

#### Assets

Cash Prepaid expenses	\$	25,024 <u>46</u>
Total assets	<u>\$</u>	25,070
Liabilities and Member's Equity		
Liabilities		
Accounts payable and accrued expenses Payable to related party Total liabilities Member's equity	\$	7,000 5,500 12,500
Member's equity		12,570
Total member's equity		12,570
Total liabilities and member's equity	\$	25,070

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

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# **BCC** Advisory Services, LLC **Statement of Operations** For the Year Ended December 31, 2009

## Revenues

Advisory fees Other income	\$ 45,973 4,123
Total revenues	50,096
Expenses	
Professional fees Administrative expenses Other operating expenses	 6,224 33,077 5,766
Total expenses	 45,067
Net income (loss) before income tax provision Income tax provision	 5,029 <u>800</u>
Net income (loss)	\$ 4,229

The accompanying notes are an integral part of these financial statements. 2

# **BCC** Advisory Services, LLC Statement of Changes in Member's Equity For the Year Ended December 31, 2009

	Member's Equity		
Balance at December 31, 2008	\$	26,815	
Distributions		(26,174)	
Capital contributions		7,700	
Net income (loss)		4,229	
Balance at December 31, 2009	<u>\$</u>	12,570	

The accompanying notes are an integral part of these financial statements. 3

# BCC Advisory Services, LLC Statement of Cash Flows For the Year Ended December 31, 2009

Cash flow from operating activities:				
Net income (loss)			\$	4,229
Adjustments to reconcile net income to net				
cash provided by (used in) operating activities:				
(Increase) decrease in assets:				
Prepaid expenses	\$	69		
Increase (decrease) in liabilities:				
Payable to related party		4,700		
Total adjustments				4,769
Net cash provided by (used in) operating activities				8,998
Net cash provided by (used in) in investing activities				-
Cash flow from financing activities:				
Capital distributions		(26,174)		
Proceeds from issuance of capital contributions		7,700		
Net cash provided by (used in) financing activities				(18,474)
Net increase (decrease) in cash				(9,476)
Cash at beginning of year			<u> </u>	34,500
Cash at end of year			<u>\$</u>	25,024
Supplemental disclosure of cash flow information:				
Cash paid during the year for:				
Interest	\$	-		
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The accompanying notes are an integral part of these financial statements.

# Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### General

BCC Advisory Services, LLC (the "Company") was organized in the State of California on May 11, 2006. The Company is a registered broker-dealer in securities under the Securities and Exchange Act of 1934, a member of the Financial Industry Regulatory Authority ("FINRA"), and the Securities Investor Protection Corporation ("SIPC").

The Company is a wholly-owned subsidiary of BCC Capital Partners, LLC (the "Parent")., and is affiliated through common ownership to BCC Valuation LLC.

The Company provides merger and acquisition ("M&A") and private placement of securities for its clients. 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 advisory fees in accordance with terms stipulated in its engagement contracts. Financial advisory fees are recognized as earned according to the fee schedule stipulated in the client's engagement contracts.

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

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.

The Company is subject to a limited liability company gross receipts tax, with a minimum franchise tax. As of December 31, 2009, the income tax provisions consist of the following:

Franchise tax	\$	800
Gross receipts tax		-
Total income tax provisions	<u>\$</u>	800

## Note 3: RELATED PARTY TRANSACTIONS

The Company has an expense sharing agreement with its Parent, whereby the Company pays the Parent for use of office space, back office support, and general office services. During the year ended December 31, 2009, the Company incurred \$12,000 of expenses which are included as administrative expenses in the financial statements.

It is possible that the terms of certain of the related-party transaction are not the same as those that would result from transactions among wholly unrelated parties.

## Note 4: 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 4: 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:

AFAS/ASC No	<u> </u>	Effective Date
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

\*Currently being processed for inclusion in the Codification

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 5: 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 \$12,524 which was \$7,524 in excess of its required net capital of \$5,000; and the Company's ratio of aggregate indebtedness (\$12,500) to net capital was 1 to 1, which is less than the 15 to 1 maximum allowed.

# Note 6: RECONCILIATION OF AUDITED NET CAPITAL TO UNAUDITED FOCUS

There is a difference of \$1,700 between the computation of net capital under net capital SEC. Rule 15c3-1 and the corresponding unaudited FOCUS part IIA.

Net capital per unaudited schedule	\$	10,824
Adjustments: Member's equity	\$ 1,700	
Total adjustments Net capital per audited statements	\$	1,700 12,524

# **BCC** Advisory Services, 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	<u>\$</u>	12,570		
			ф	10.570
Total member's equity			\$	12,570
Less: Non-allowable assets				
Prepaid expenses		(46)		
Total non-allowable assets				(46)
Net capital				12,524
Computation of net capital requirements				
Minimum net capital requirements				
6 2/3 percent of net aggregate indebtedness	\$	833		
Minimum dollar net capital required	\$	5,000		
Net capital required (greater of above)				(5,000)
			\$	7,524
Excess net capital			+	
Ratio of aggregate indebtedness to net capital		1:1		

There was a difference of \$1,700 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. See Note 6.

# BCC Advisory Services, 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 BCC Advisory Services, LLC as the Company qualifies for exemption under Rule 15c3-3(k)(2)(i).

# BCC Advisory Services, 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 BCC Advisory Services, LLC as the Company qualifies for exemption under Rule 15c3-3(k)(2)(i).

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



Board of Directors BCC Advisory Services, LLC:

In planning and performing our audit of the financial statements of BCC Advisory Services, 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.

9221 Corbin Avenue, Suite 170, Northridge, California 91324 *i* phone 818.886.0940 fax 818.886.1924 web www.baicpa.com 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. Brondt Concerter, Fre.

Breard & Associates, Inc. Certified Public Accountants

Northridge, California February 22, 2010 BCC Advisory Services, LLC Report Pursuant to Rule 17a-5 (d) Financial Statements For the Year Ended December 31, 2009