

J

16012924

		10012924		
		UNITED STATES SECURITIESANDEXCHANGE Washington, D.C. 20 ANNUAL AUDITED FORM X-17A PART III FACING PAGE ired of Brokers and Deale	REPORT ^{SEC} 549 -5 Mail Processin 5 Section FEB 29 2016	8- 53609
	Securities]	Exchange Act of 1934 and	Rule 17a-5 Thereun	der
REPORT FOR	THE PERIOD BEGINNIN	IG01/01/15 MM/DD/YY	_AND ENDING	12/31/15 MM/DD/YY
		A. REGISTRANT IDENT	IFICATION	******
	PRINCIPAL PLACE OF E	Capital and Investment, LLC	-12	FIRM I.D. NO.
	111 Second Avenue Nor	theast Suite 705 (No. and Street)		······································
	Saint Petersburg (City)	Florida (State)	nya anana ay haga ga ay may may kanya ana da ka yan da ka ananan dina ana ana ana ana an	33701 (Zip Code)
NAME AND TI	Sam Lewis	F PERSON TO CONTACT IN R	(Are	RT 727-822-5010 ea Code – Telephone Number)
INDEPENDEN'		IT whose opinion is contained in W. Anson		
18475	Burbank Blvd., #606	(Name – if individual, state last, firsi, i Tarzana	niddle name) California	91356
(Address		(City)	(State)	(Zip Code)
CHECK ONE:				
\boxtimes	Certified Public Account	ant		
	Public Accountant			
		n United States or any of its poss	essions.	
		FOR OFFICIAL USE C	NLY	,
			an binan an bin bin bin bin di kan dan bin dan binan ana sama sagan sa mana na manan kan sama na manan sama sam	en an fair ann an Annaichte
L				

*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)

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 OMB control number.

SEC 1410 (06-02)

2

Ø

OATH OR AFFIRMATION

1, Sam Lewis		, swear (or affirm) that, to the best
of my knowledge and belief the accompanying financial st	tement and supporting schedules perta	ining to the firm of
Peraza Capital and Investment, LLC	· · · · · · · · · · · · · · · · · · ·	, as
of December 31		e and correct. I further swear (or
affirm) that neither the company nor any partner, proprieto	, principal officer or director has any p	roprietary interest in any account
classified solely as that of a customer, except as follows:		
	Δ	
	An O	
	Signatur	e
LORRAINE	K DI ORIO	
	State of Florida	
Augustic Alexander A Alexander Alexander Alexa		
Notary Public Commission Bonded Through Na		
Notary Public Bonded Through Na	Rate Noraz y Asse.	

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

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (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.
- (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).

BRIAN W. ANSON <u>Certified Public Accountant</u> 18425 Burbank Blvd., Suite 606, Tarzana, CA 91356 • Tel. (818) 401-8800 • Fax (818) 401-8818

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Members Peraza Capital and Investment, LLC Saint Petersburg, Florida

I have audited the accompanying statement of financial condition of Peraza Capital and Investment, LLC as of December 31, 2015 and the related statements of operations, changes in members' equity, and cash flows for the year then ended. These financial statements are the responsibility of Peraza Capital and Investment, LLC's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit included 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. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Peraza Capital and Investment, LLC as of December 31, 2015 and the results of its operations and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The supplemental information for the year ended December 31, 2015 (Schedule I, Statement of Net Capital Under Rule 15c3-1, Schedule II, Determination of Determination of Reserve Requirements Under Rule 15c3-3 (exemption), and Schedule III, Information for Possession or Control Requirements Under Rule 15c3-3 (exemption)) has been subjected to audit procedures performed in conjunction with the audit of Peraza Capital and Investment, LLC's financial statements. The supplemental information is the responsibility of Peraza Capital and Investment, LLC's management. My audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming my opinion on supplemental information, I evaluated whether the supplemental information, including the form and content is presented in conformity with Rule 17a-5 of the Securities Exchange Act of 1934. In my opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

This opinion is intended solely for the information and use of the board of members, the Securities and Exchange Commission, and other regulatory agencies which 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.

Brian W. Anson

Certified Public Accountant Tarzana, California February 19, 2016

Statement of Financial Condition December 31, 2015

ASSETS

Cash Receivable from clearing organizations Deposits from clearing organizations	\$	120,637 98,581 510,575
Total assets	\$	729,793
LIABILITIES AND MEMBER'S EQUITY		
LIABILITIES:		
Commissions payable	\$	103,894
Total liabilities	\$	103,894
MEMBER'S EQUITY:		
Member's equity		625,899
Total member's equity		625,899
Total liabilities and member's equity	\$	729,793

3

Statement of Operations For the year ended December 31, 2015

REVENUES:

Commissions	\$ 5,903,862
Loss on investments	(4,283)
Other income	494,847
Total income	6,394,426

EXPENSES:

Clearing fees	152,962
Commissions	5,851,966
Legal and professional	298,928
Occupancy	31,723
Other operating expenses	266,270
Total expenses	6,601,849
NET LOSS	(207,423)

Statement of Member's Equity For the year ended December 31, 2015

	N	Total Member's Equity
Beginning balance January 1, 2015	\$	401,997
Capital contributed		431,325
Net loss		(207,423)
Ending balance December 31, 2015	\$	625,899

1

.

Statement of Cash Flows For the year ended December 31, 2015

CASHFLOWS FROM OPERATING ACTIVITIES

Net loss Adjustments to reconcile net loss to net cash used in operating activities:	\$ (207,423)
(Increase) decrease in:	
Accounts receivable	235,976
Receivable from clearing organizations	(98,581)
Deposits from clearing organization	(510,575)
Securities owned	4,283
Increase (decrease) in:	
Commissions payable	(496,300)
Total adjustments	(865,197)
Net cash used in operating activities	(1,072,620)
CASHFLOWS FROMFINANCING ACTIVITIES	
Capital contributed	431,325
Net cash provided by financing activities	431,325
Increase in cash	(641,295)
Cash-beginning of period	761,932
Cash-end of period	\$ 120,637
Supplemental disclosure of cash flow information	
Cash paid during the year for:	
Interest	\$ -
Income taxes	\$-
	*

PERAZA CAPITAL AND INVESTMENT, LLC Notes to Financial Statements December 31, 2015

Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

<u>General</u>

Peraza Capital and Investment, LLC (the "Company") is a broker-dealer registered with the Securities and Exchange Commission (SEC). Peraza Capital is a member of The Financial Industry Regulatory Authority (FINRA) and Securities Investor Protection Corporation (SIPC). The Subsidiary was approved by FINRA to conduct business as a broker-dealer effective May 22, 2002. The Company is wholly owned by SMP Capital Holdings, Inc. ("Parent).

SMP Holdings, Inc., the sole member of Peraza Capital and Investment, LLC entered into an agreement to sell 100% of its membership interest to The Sam Lewis Private Equity Trust. At year end, the proposed sale had been approved by FINRA. The final transfer of ownership was pending final SEC approval at year end. Final approval is expected by the SEC by March 1, 2016.

Basis of presentation

The financial statements are prepared on the accrual basis of accounting. The Company is engaged in a single line of business as a securities broker-dealer, which comprises several classes of services, including principal transactions, agency transactions, and investment advisory.

FASB ASC 820 defines fair value, establishes a framework for measuring fair value, and establishes a fair value hierarchy which prioritized the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or liability or, in the absence of a principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by FASB ASC 820 are used to measure fair value.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

Level 1 inputs are quotes prices (unadjusted) in active markets for identical assets or liabilities the Company has the ability to access.

Level 2 inputs are inputs (other than quoted prices included within Level 1) that are observable for the asset or liability, either directly or indirectly.

Level 3 are unobservable inputs for the asset or liability and rely on management's own assumptions about the assumptions that market participants would use in pricing the asset or liability. (The unobservable inputs should be developed based on the best information available in the circumstances and may include the Company's own data.)

All assets of \$729,793 are considered Level 1 at December 31, 2015.

PERAZA CAPITAL AND INVESTMENT, LLC Notes to Financial Statements December 31, 2015

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

Management has reviewed subsequent events through February 19, 2016

Statements of cash flows

For purposes of the Statement of Cash Flows, the Company has defined cash equivalents as highly investment, with original maturities of less than ninety days that are not held for sale in the ordinary course of business.

Commissions

Commissions and related clearing expenses are recorded on a trade-date basis.

Income taxes

The accompanying financial statements do not reflect any tax provision, as the Company is a Florida LLC and no business taxes are required. Any income taxes are reported on the stockholder's individual tax return.

The Company is subject to audit by the Internal Revenue Service for years ending December 31, 2012, 2013, and 2014.

PERAZA CAPITAL AND INVESTMENT, LLC Notes to Financial Statements December 31, 2015

Note 2: RECEIVABLE FROM AND PAYABLE TO BROKER-DEALERS AND CLEARING ORGANIZATIONS:

The Company clears all of its customer transactions through a clearing organization on a fully disclosed basis. Amounts receivable from the clearing organization at December 31, 2015, was \$510,575 which is included with accounts receivable.

Note 3: CONCENTRATIONS OF CREDIT RISK:

The Company engages in various trading and brokerage activities in which counterparties primarily include broker-dealers, banks, and other financial institutions. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counterparty or issuer of the instrument. It is the Company's policy to review, as necessary, the standing of each counterparty.

Note 4: NET CAPITAL

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. Net capital and aggregate indebtedness change day to day, but on December 31, 2015 the Company had net capital of \$625,899, which was \$525,899 in excess of its required net capital of \$100,000; and the Company's ratio of aggregate indebtedness \$103,894 to net capital was 0.17 to 1, which is less than the 15 to 1 maximum ratio allowed for a broker dealer.

PERAZA CAPITAL AND INVESTMENT, LLC Statement of Net Capital Schedule I For the year ended December 31, 2015

	Fcc	ь 12/31/15	Aud	t 12/31/15	Change
Stockholders' equity, December 31, 2015	\$	625,899	\$	625,899	\$ -
Subtract - Non allowable assets:					
					-
					_
Tentative net capital		625,899		625,899	 -
Haircuts		0		0	-
NETCAPITAL		625,899		625,899	
Mnim.mnet capital		100,000		100,000	
Excess net capital	\$	525,899	\$	525,899	
Aggregate indebtechess		103,894		103,894	-
Datio of accurate in dilate here to not conital		0.17		017	
Ratio of aggregate indebtedness to net capital		0.17		0.17	

There was no reported differences between the audit and Focus at December 31, 2015.

.

,

The accompanying notes are an integral part of these financial statements

SYNDICATED CAPITAL, INC.

٠

.

.

Schedule II Determination of Reserve Requirements Under Rule 15c3-3 of the Securities and Exchange Commission December 31, 2015

The Company is exempt from the Reserve Requirement of computation according to the provision of Rule 15c3-3(k)(2)(ii).

Schedule III Information Relating to Possession or Control Requirements Under Rule 15c3-3 December 31, 2015

The Company is exempt from the Rule 15c3-3 as it relates to possession and Control requirements under the (k)(2)(ii) exemptive provision.

(33-F	PC-7 REV 7/10) SECURITIES INVESTOR PROT P.O. Box 92185 Washingtor 202-371-85 General Assessment For the liscal year anded (Read carefully the instructions in your Workin TO BE FILED BY ALL SIPC MEMBERS me of Member, address. Designated Examining Authority, 1934 A ses of the audit requirement of SEC Rule 17a-5: DAA2A CAPITAL & TMA III TMA ANK NE SUITE 705 St Puttusburg M 33701	n. D.C. 20090-2185 300 Reconciliation 2 3//(Ig Copy before completing this Form) WITH FISCAL YEAR ENDINGS .ct regis(ration no. and month in which fiscal year ends for
В. С. Е. Е. С. Н.	General Assessment (item 2e from page 2) Less payment made with SIPC-6 filed (exclude interest) Date Paid Less prior overpayment applied Assessment balance due or (overpayment) Interest computed on late payment (see instruction E) for	rried forward) $s = \frac{4,984.62}{4,984.62}$
perso that a and c Dated This f	IPC member submitting this form and the n by whom it is executed represent thereby II information contained herein is true, correct emplete. I the <u>16</u> day of <u>F2M70000</u> , 20 <u>[6</u> . Form and the assessment payment is due 60 days after the en- period of not less than 6 years, the latest 2 years in an easily	

2	Dates:	70000000000000000000000000000000000000			
3		Postmarked	Received	Reviewed	
REVIE	Calculat	ions		Documentation	Forward Copy
2 2	Exceptio	ns:			
	Disposit	ion of exceptions:			

DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal/period beginning <u>MMM</u>

Eliminate cen s $0,394,40$	いた
-------------------------------	----

item No.

- 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)
- 2b. Additions:
 - (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.
 - (2) Net loss from principal transactions in securities in trading accounts.
 - (3) Net loss from principal transactions in commodities in trading accounts.
 - (4) Interest and dividend expense deducted in determining item 2a.
 - (5) Net loss from management of or participation in the underwriting or distribution of securities.
 - (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
 - (7) Net loss from securities in investment accounts.

Total additions

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.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (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.
- (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).
- (8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):

(Deductions in excess of \$100,000 require documentation)

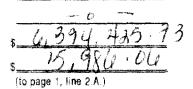
- (9) (I) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13. Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.
 - (II) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).

*

Enter the greater of line (i) or (ii)

Total deductions

- 2d. SIPC Net Operating Revenues
- 2e. General Assessment @ .0025



BRIAN W. ANSON

Certified Public Accountant 18425 Burbank Blvd., Suite 606, Tarzana, CA 91356 • Tel. (818) 401-8800 • Fax (818) 401-8818

Independent Accountant's Report on Applying Agreed – Upon Procedures Related to an Entity's SIPC Assessment Reconciliation.

Board of Members Peraza Capital & Investment, LLC Saint Petersburg, Florida

In accordance with Rule 17a-5 (e)(4) under the Securities Exchange Act of 1934, I have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments [General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the Year Ended December 31, 2015, which were agreed to by Peraza Capital & Investment, LLC and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating Peraza Capital & Investment, LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Peraza Capital & Investment, LLC'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, I 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 I performed and my findings are as follows:

1. Compared the listed assessment payment in Form SIPC-7 with respective cash disbursement records entries from the cash disbursements journal and related bank statements and reconciliations, noting no differences;

2. Compared the amounts reported on the audited Form X-17a-5 for the year ended December 31, 2015, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2015, noting no differences;

3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, such as clearing firms records supporting securities revenues, noting no differences;

4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers, such as revenues from third party support and bank records supporting the adjustments, noting no differences.

I was not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, I do not express such an opinion. Had I performed additional procedures, other matters might have come to my 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.

Brian W. Anson Certified Public Accountant Tarzana, California February 19, 2016

Assertions Regarding Exemption Provisions

We, as members of management of Peraza Capital & Investment, LLC ("the Company"), are responsible for compliance with the annual reporting requirements under Rule 17a-5 of the Securities Exchange Act of 1934. Those requirements compel a broker or dealer to file annuals reports with the Securities Exchange Commission (SEC) and the broker or dealer's designated examining authority (DEA). One of the reports to be included in the annual filing is an exemption report prepared by an independent public accountant based upon a review of assertions provided by the broker or dealer. Pursuant to that requirement, the management of the Company hereby makes the following assertions:

Identified Exemption Provision:

The Company claims exemption from the custody and reserve provisions of Rule 15c3-3 by operating under the exemption provided by Rule 15c3-3, Paragraph (k)(2)(ii).

Statement Regarding Meeting Exemption Provision:

The Company met the identified exemption provision without exception throughout the period ending January 1, 2015 through December 31, 2015.

Peraza Capital & Investment, LLC

By:

President . دمبر

(Name and Title)

2/19/16

(Date)

BRIAN W. ANSON

. 1

Certified Public Accountant 18425 Burbank Blvd., Suite 606, Tarzana, CA 91356 • Tel. (818) 401-8800 • Fax (818) 401-8818

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Members Peraza Capital & Investment, LLC Saint Petersburg, Florida

I have reviewed management's statements, included in the accompanying Exemption Report in which (1) Peraza Capital & Investment, LLC, identified the following provisions of 17 C.F.R. §15c3-3(k) under which Peraza Capital & Investment, LLC claimed an exemption from 17 C.F.R. §240.15c3-3: (k) (2) (ii) (the "exemption provision") and (2) Peraza Capital & Investment, LLC, stated that Peraza Capital & Investment, LLC, met the identified exemption provision throughout the most recent fiscal year without exception. Peraza Capital & Investment, LLC's management is responsible for compliance with the exemption provision and its statements.

My review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and accordingly, included inquiries and other required procedures to obtain evidence about Peraza Capital & Investment, LLC's compliance with the exemption provision. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, I do not express such an opinion.

Based on my review, I am not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Brian W. Anson Certified Public Accountant Tarzana, California February 19, 2016