

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended January 31,	
	2001	2000
<b>Revenue</b>		
Client revenue	\$ 88,342	\$ 66,210
Shared service revenue	62,500	62,500
Net income from securities owned	<u>28,457</u>	<u>18,417</u>
Total Revenue	179,299	147,127
<b>Expenses</b>		
Salaries and benefits	50,351	45,198
Professional and outside services	57,684	36,632
Office occupancy and administration	601	5,215
Data processing	247	361
Travel	585	1,573
Other	<u>3,634</u>	<u>1,652</u>
Total Expenses	<u>113,102</u>	<u>90,631</u>
Net Income Before Income Taxes	66,197	56,496
<b>Income Tax Expense (Benefit)</b>		
Current	14,300	4,530
Deferred	<u>(100)</u>	<u>7,500</u>
Total Income Tax Expense	<u>14,200</u>	<u>12,030</u>
Net Income	51,997	44,466
Retained Earnings - Beginning of the Period	<u>443,642</u>	<u>241,436</u>
Retained Earnings - End of the Period	<u>\$ 495,639</u>	<u>\$ 285,902</u>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	January 31,		December 31,
	2001	2000	2000
<b>Assets</b>			
Cash	\$ 1,285,924	\$ 1,097,774	\$ 1,235,444
Receivables:			
Customers and broker/dealers	4,844	3,199	5,152
Accrued interest and other	110,202	141,501	97,016
Total receivables	115,046	144,700	102,168
Securities owned, at market value	3,369,375	3,236,128	3,364,663
Other assets	7,680	18,708	7,576
<b>Total Assets</b>	<b>\$ 4,778,025</b>	<b>\$ 4,497,310</b>	<b>\$ 4,709,851</b>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 54,341	\$ 36,348	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	59,234	108,151	60,038
Income taxes payable	101,902	-	87,602
Total Liabilities	215,477	144,499	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	495,639	285,902	443,642
Total Stockholder's Equity	4,562,548	4,352,811	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<b>\$ 4,778,025</b>	<b>\$ 4,497,310</b>	<b>\$ 4,709,851</b>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

January 31, 2001

Ownership Equity		\$ 4,562,548
Non-Allowable Assets		
Investments in affiliates	\$ 1,285,924	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	69,454	
Prepaid expenses	2,409	
Furniture and equipment	672	
Current and deferred income taxes recoverable	4,600	
Accrued interest over 30 days	28,258	
Other	-	
Total Non-Allowable Assets		<u>(1,393,735)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		3,130,813
Haircuts on Securities		<u>(94,820)</u>
Net Regulatory Capital		3,035,993
Aggregate Indebtedness		
Total liabilities	\$ 215,477	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>215,477</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ <u>14,365</u>	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,935,993</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.07 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Two Months Ended	
	February 28, 2001	February 29, 2000	February 28, 2001	February 29, 2000
<b>Revenue</b>				
Client revenue	\$ 38,627	\$ 50,016	\$ 126,969	\$ 116,226
Shared service revenue	62,500	62,500	125,000	125,000
Net income from securities owned	21,436	23,187	49,893	41,604
<b>Total Revenue</b>	<b>122,563</b>	<b>135,703</b>	<b>301,862</b>	<b>282,830</b>
<b>Expenses</b>				
Salaries and benefits	50,030	53,227	100,381	98,425
Professional and outside services	54,620	63,654	112,304	100,286
Office occupancy and administration	969	(3,091)	1,570	2,124
Data processing	247	447	494	808
Travel	2,592	5,831	3,177	7,404
Other	835	2,260	4,469	3,912
<b>Total Expenses</b>	<b>109,293</b>	<b>122,328</b>	<b>222,395</b>	<b>212,959</b>
<b>Net Income Before Income Taxes</b>	<b>13,270</b>	<b>13,375</b>	<b>79,467</b>	<b>69,871</b>
<b>Income Tax Expense (Benefit)</b>				
Current	4,400	4,600	18,700	9,130
Deferred	(400)	(200)	(500)	7,300
<b>Total Income Tax Expense</b>	<b>4,000</b>	<b>4,400</b>	<b>18,200</b>	<b>16,430</b>
<b>Net Income</b>	<b>9,270</b>	<b>8,975</b>	<b>61,267</b>	<b>53,441</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>495,639</b>	<b>285,902</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 504,909</b>	<b>\$ 294,877</b>	<b>\$ 504,909</b>	<b>\$ 294,877</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	February 28, 2001	February 29, 2000	December 31, 2000
<b>Assets</b>			
Cash	\$ 1,448,786	\$ 1,097,058	\$ 1,235,444
Receivables:			
Customers and broker/dealers	7,360	5,405	5,152
Accrued interest and other	85,492	122,842	97,016
Total receivables	92,852	128,247	102,168
Securities owned, at market value	3,211,063	3,238,707	3,364,663
Other assets	8,054	14,159	7,576
<b>Total Assets</b>	<b>\$ 4,760,755</b>	<b>\$ 4,478,171</b>	<b>\$ 4,709,851</b>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 52,693	\$ 60,287	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	29,942	56,098	60,038
Income taxes payable	106,302	-	87,602
Total Liabilities	188,937	116,385	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	504,909	294,877	443,642
Total Stockholder's Equity	4,571,818	4,361,786	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<b>\$ 4,760,755</b>	<b>\$ 4,478,171</b>	<b>\$ 4,709,851</b>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

February 28, 2001

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Ownership Equity		\$ 4,571,818
Non-Allowable Assets		
Investments in affiliates	\$ 1,448,786	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	76,407	
Prepaid expenses	2,409	
Furniture and equipment	646	
Current and deferred income taxes recoverable	5,000	
Accrued interest over 30 days	-	
Other	-	
Total Non-Allowable Assets		<u>(1,535,666)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		2,998,152
Haircuts on Securities		<u>(156,553)</u>
Net Regulatory Capital		2,841,599
Aggregate Indebtedness		
Total liabilities	\$ 188,937	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>188,937</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ <u>12,596</u>	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,741,599</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.07 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Three Months Ended	
	March 31, 2001	March 31, 2000	March 31, 2001	March 31, 2000
<b>Revenue</b>				
Client revenue	\$ 52,933	\$ 54,064	\$ 179,903	\$ 170,290
Consulting service revenue	62,500	62,500	187,500	187,500
Net income from securities owned	24,510	22,851	74,402	64,455
<b>Total Revenue</b>	<b>139,943</b>	<b>139,415</b>	<b>441,805</b>	<b>422,245</b>
<b>Expenses</b>				
Salaries and benefits	49,574	47,633	149,955	146,058
Professional and outside services	64,810	51,313	177,115	151,599
Office occupancy and administration	1,225	452	2,795	2,576
Data processing	483	421	977	1,229
Travel	8,961	1,044	12,137	8,448
Other	996	8,235	5,465	12,147
<b>Total Expenses</b>	<b>126,049</b>	<b>109,098</b>	<b>348,444</b>	<b>322,057</b>
<b>Net Income Before Income Taxes</b>	<b>13,894</b>	<b>30,317</b>	<b>93,361</b>	<b>100,188</b>
<b>Income Tax Expense (Benefit)</b>				
Current	7,019	14,000	25,719	23,130
Deferred	(200)	(200)	(700)	7,100
<b>Total Income Tax Expense</b>	<b>6,819</b>	<b>13,800</b>	<b>25,019</b>	<b>30,230</b>
<b>Net Income</b>	<b>7,075</b>	<b>16,517</b>	<b>68,342</b>	<b>69,958</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>504,909</b>	<b>294,877</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 511,984</b>	<b>\$ 311,394</b>	<b>\$ 511,984</b>	<b>\$ 311,394</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>March 31,</u> 2001	<u>March 31,</u> 2000	<u>December 31,</u> 2000
<b>Assets</b>			
Cash	\$ 1,384,623	\$ 1,107,925	\$ 1,235,444
Receivables:			
Customers and broker/dealers	5,686	3,816	5,152
Accrued interest and other	76,884	116,567	97,016
	<u>82,570</u>	<u>120,383</u>	<u>102,168</u>
Total receivables			
Securities owned, at market value	3,212,938	3,240,362	3,364,663
Other assets	8,229	11,909	7,576
	<u>8,229</u>	<u>11,909</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,688,360</u>	<u>\$ 4,480,579</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 52,759	\$ 48,176	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	31,208	44,900	60,038
Income taxes payable	25,500	9,200	87,602
	<u>109,467</u>	<u>102,276</u>	<u>199,300</u>
Total Liabilities			
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	511,984	311,394	443,642
	<u>4,578,893</u>	<u>4,378,303</u>	<u>4,510,551</u>
Total Stockholder's Equity			
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,688,360</u>	<u>\$ 4,480,579</u>	<u>\$ 4,709,851</u>



# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

March 31, 2001

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### Ownership Equity

#### Non-Allowable Assets

Investments in affiliates	\$ 1,384,623
Accounts receivable, investment advisory fees	2,418
Accounts receivable, other	62,500
Prepaid expenses	2,409
Furniture and equipment	620
Current and deferred income taxes recoverable	5,200
Accrued interest over 30 days	2,827
Other	<u>-</u>

#### Total Non-Allowable Assets

### Deduction for Excess Insurance Deductible

### Net Capital Before Haircuts on Securities

### Haircuts on Securities

### Net Regulatory Capital

#### Aggregate Indebtedness

Total liabilities	\$ 109,467
Liabilities excluded from aggregate indebtedness	<u>-</u>

#### Total Aggregate Indebtedness 109,467

### Minimum Net Capital Based on Aggregate Indebtedness

(Total Aggregate Indebtedness x 6 2/3%) \$ 7,298

### Regulatory Minimum Net Capital

(Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)

### Excess Net Capital

### Ratio of Aggregate Indebtedness to Net Capital

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\$ 4,578,893

(1,460,597)

(38,000)

3,080,296

(156,506)

2,923,790

100,000

\$ 2,823,790

0.04 to 1

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Four Months Ended	
	April 30,	April 30,	April 30,	April 30,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 122,372	\$ 67,489	\$ 302,275	\$ 237,779
Consulting service revenue	62,500	82,500	250,000	250,000
Net income from securities owned	14,582	37,977	88,984	102,432
<b>Total Revenue</b>	<b>199,454</b>	<b>167,966</b>	<b>641,259</b>	<b>590,211</b>
<b>Expenses</b>				
Salaries and benefits	47,025	47,440	196,980	193,498
Professional and outside services	54,886	60,509	232,001	212,108
Office occupancy and administration	784	1,099	3,579	3,675
Data processing	332	365	1,309	1,594
Travel	5,877	-	18,014	-
Other	266	3,995	5,731	24,590
<b>Total Expenses</b>	<b>109,170</b>	<b>113,408</b>	<b>457,614</b>	<b>435,465</b>
<b>Net Income Before Income Taxes</b>	<b>90,284</b>	<b>54,558</b>	<b>183,645</b>	<b>154,746</b>
<b>Income Tax Expense</b>				
Current	43,860	20,000	69,579	43,130
Deferred	3,100	3,300	2,400	10,400
<b>Total Income Tax Expense</b>	<b>46,960</b>	<b>23,300</b>	<b>71,979</b>	<b>53,530</b>
<b>Net Income</b>	<b>43,324</b>	<b>31,258</b>	<b>111,666</b>	<b>101,216</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>511,984</b>	<b>311,394</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 555,308</b>	<b>\$ 342,652</b>	<b>\$ 555,308</b>	<b>\$ 342,652</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>April 30,</u> <u>2001</u>	<u>April 30,</u> <u>2000</u>	<u>December 31,</u> <u>2000</u>
<b>Assets</b>			
Cash	\$ 1,501,087	\$ 1,133,730	\$ 1,235,444
Receivables:			
Customers and broker/dealers	5,112	3,434	5,152
Accrued interest and other	81,288	125,219	97,016
	<u>86,400</u>	<u>128,653</u>	<u>102,168</u>
Total receivables	86,400	128,653	102,168
Securities owned, at market value	3,205,563	3,257,332	3,364,663
Other assets	5,103	7,060	7,576
	<u>5,103</u>	<u>7,060</u>	<u>7,576</u>
<b>Total Assets</b>	<b>\$ 4,798,153</b>	<b>\$ 4,526,775</b>	<b>\$ 4,709,851</b>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 115,315	\$ 48,644	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	27,221	40,770	60,038
Income taxes payable	33,400	27,800	87,602
	<u>175,936</u>	<u>117,214</u>	<u>199,300</u>
Total Liabilities	175,936	117,214	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	555,308	342,652	443,642
	<u>4,622,217</u>	<u>4,409,561</u>	<u>4,510,551</u>
Total Stockholder's Equity	4,622,217	4,409,561	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<b>\$ 4,798,153</b>	<b>\$ 4,526,775</b>	<b>\$ 4,709,851</b>

**U.S. Central Capital Markets, Inc.**  
**Net Capital Computation (unaudited)**  
**April 30, 2001**

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Ownership Equity		\$ 4,622,217
Non-Allowable Assets		
Investments in affiliates	\$ 1,501,087	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	61,603	
Prepaid expenses	2,409	
Furniture and equipment	594	
Current and deferred income taxes recoverable	2,100	
Accrued interest over 30 days	8,127	
Other	-	
Total Non-Allowable Assets		<u>(1,578,338)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		3,005,879
Haircuts on Securities		<u>(156,403)</u>
Net Regulatory Capital		2,849,476
Aggregate Indebtedness		
Total liabilities	\$ 175,936	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>175,936</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ <u>11,729</u>	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,749,476</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.06 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Five Months Ended	
	May 31,	May 31,	May 31,	May 31,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 55,018	\$ 41,231	\$ 357,293	\$ 279,010
Consulting service revenue	62,500	62,500	312,500	312,500
Net income from securities owned	20,980	6,022	109,964	108,454
<b>Total Revenue</b>	<b>138,498</b>	<b>109,753</b>	<b>779,757</b>	<b>699,964</b>
<b>Expenses</b>				
Salaries and benefits	44,379	46,066	241,359	239,564
Professional and outside services	60,501	49,524	292,502	261,632
Office occupancy and administration	1,227	1,016	4,806	4,691
Data processing	293	367	1,602	1,961
Travel	2,134	-	20,148	-
Other	2,204	1,953	7,935	26,543
<b>Total Expenses</b>	<b>110,738</b>	<b>98,926</b>	<b>568,352</b>	<b>534,391</b>
<b>Net Income Before Income Taxes</b>	<b>27,760</b>	<b>10,827</b>	<b>211,405</b>	<b>165,573</b>
<b>Income Tax Expense (Benefit)</b>				
Current	12,800	6,112	82,379	49,242
Deferred	(300)	(200)	2,100	10,200
<b>Total Income Tax Expense</b>	<b>12,500</b>	<b>5,912</b>	<b>84,479</b>	<b>59,442</b>
<b>Net Income</b>	<b>15,260</b>	<b>4,915</b>	<b>126,926</b>	<b>106,131</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>555,308</b>	<b>342,652</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 570,568</b>	<b>\$ 347,567</b>	<b>\$ 570,568</b>	<b>\$ 347,567</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>May 31,</u> <u>2001</u>	<u>May 31,</u> <u>2000</u>	<u>December 31,</u> <u>2000</u>
<b>Assets</b>			
Cash	\$ 1,322,511	\$ 1,203,903	\$ 1,235,444
Receivables:			
Customers and broker/dealers	4,137	2,660	5,152
Accrued interest and other	<u>85,018</u>	<u>91,103</u>	<u>97,016</u>
Total receivables	89,155	93,763	102,168
Securities owned, at market value	3,355,703	3,241,716	3,364,663
Other assets	<u>5,232</u>	<u>7,111</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,772,601</u>	<u>\$ 4,546,493</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 53,335	\$ 48,098	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	35,589	51,019	60,038
Income taxes payable	<u>46,200</u>	<u>32,900</u>	<u>87,602</u>
Total Liabilities	135,124	132,017	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	<u>570,568</u>	<u>347,567</u>	<u>443,642</u>
Total Stockholder's Equity	<u>4,637,477</u>	<u>4,414,476</u>	<u>4,510,551</u>
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,772,601</u>	<u>\$ 4,546,493</u>	<u>\$ 4,709,851</u>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

May 31, 2001

Ownership Equity		\$ 4,637,477
Non-Allowable Assets		
Investments in affiliates	\$ 1,322,511	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	62,500	
Prepaid expenses	2,264	
Furniture and equipment	568	
Current and deferred income taxes recoverable	2,400	
Accrued interest over 30 days	13,427	
Other	-	
Total Non-Allowable Assets		<u>(1,406,088)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		3,193,389
Haircuts on Securities		<u>(313,497)</u>
Net Regulatory Capital		2,879,892
Aggregate Indebtedness		
Total liabilities	\$ 135,124	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>135,124</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ 9,008	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,779,892</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.05 to 1</u>



# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Six Months Ended	
	June 30,	June 30,	June 30,	June 30,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 32,986	\$ 40,776	\$ 390,279	\$ 319,786
Consulting service revenue	62,500	62,500	375,000	375,000
Net Income from securities owned	18,497	23,468	128,461	131,922
<b>Total Revenue</b>	<b>113,983</b>	<b>126,744</b>	<b>893,740</b>	<b>826,708</b>
<b>Expenses</b>				
Salaries and benefits	61,089	46,846	302,448	286,410
Professional and outside services	83,610	58,649	376,111	320,281
Office occupancy and administration	1,137	383	5,943	5,074
Data processing	248	360	1,850	2,321
Travel	15,449	1,416	35,598	14,676
Marketing	170,471	-	170,471	-
Other	2,467	29	10,402	13,312
<b>Total Expenses</b>	<b>334,471</b>	<b>107,683</b>	<b>902,823</b>	<b>642,074</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(220,488)</b>	<b>19,061</b>	<b>(9,083)</b>	<b>184,634</b>
<b>Income Tax Expense (Benefit)</b>				
Current	(67,840)	8,500	14,539	57,742
Deferred	(4,200)	(200)	(2,100)	10,000
<b>Total Income Tax Expense (Benefit)</b>	<b>(72,040)</b>	<b>8,300</b>	<b>12,439</b>	<b>67,742</b>
<b>Net Income (Loss)</b>	<b>(148,448)</b>	<b>10,761</b>	<b>(21,522)</b>	<b>116,892</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>570,568</b>	<b>347,567</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 422,120</b>	<b>\$ 358,328</b>	<b>\$ 422,120</b>	<b>\$ 358,328</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	June 30, 2001	June 30, 2000	December 31, 2000
<b>Assets</b>			
Cash	\$ 1,099,918	\$ 1,207,313	\$ 1,235,444
Receivables:			
Customers and broker/dealers	2,418	9,563	5,152
Accrued interest and other	89,685	94,648	97,016
	<u>92,103</u>	<u>104,211</u>	<u>102,168</u>
Total receivables	92,103	104,211	102,168
Securities owned, at market value	3,358,289	3,238,685	3,364,663
Income taxes receivable	61,800	-	-
Other assets	1,984	7,162	7,576
	<u>1,984</u>	<u>7,162</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,614,094</u>	<u>\$ 4,557,371</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
<b>Liabilities:</b>			
Due to affiliate	\$ 74,775	\$ 47,549	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	50,190	51,683	60,038
Income taxes payable	100	32,902	87,602
	<u>100</u>	<u>32,902</u>	<u>87,602</u>
Total Liabilities	125,065	132,134	199,300
<b>Stockholder's Equity</b>			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	422,120	358,328	443,642
	<u>422,120</u>	<u>358,328</u>	<u>443,642</u>
Total Stockholder's Equity	4,489,029	4,425,237	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,614,094</u>	<u>\$ 4,557,371</u>	<u>\$ 4,709,851</u>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

June 30, 2001

Ownership Equity		\$	4,489,029
Non-Allowable Assets			
Investments in affiliates	\$	1,099,918	
Accounts receivable, investment advisory fees		2,418	
Accounts receivable, other		62,500	
Prepaid expenses		1,442	
Furniture and equipment		542	
Current and deferred income taxes recoverable		61,800	
Accrued interest over 30 days		18,727	
Other		-	
Total Non-Allowable Assets			<u>(1,247,347)</u>
Deduction for Excess Insurance Deductible			<u>(38,000)</u>
Net Capital Before Haircuts on Securities			3,203,682
Haircuts on Securities			<u>(313,667)</u>
Net Regulatory Capital			2,890,015
Aggregate Indebtedness			
Total liabilities	\$	125,065	
Liabilities excluded from aggregate indebtedness		-	
Total Aggregate Indebtedness			<u>125,065</u>
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$	8,338	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)			<u>100,000</u>
Excess Net Capital		\$	<u>2,790,015</u>
Ratio of Aggregate Indebtedness to Net Capital			<u>0.04 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Seven Months Ended	
	July 31,	July 31,	July 31,	July 31,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 63,544	\$ 76,740	\$ 453,823	\$ 396,526
Consulting service revenue	82,500	62,500	437,500	437,500
Net income from securities owned	16,256	27,225	144,717	159,146
<b>Total Revenue</b>	<b>142,300</b>	<b>166,465</b>	<b>1,036,040</b>	<b>993,172</b>
<b>Expenses</b>				
Salaries and benefits	47,925	46,806	350,373	333,216
Professional and outside services	55,190	58,711	431,301	378,992
Office occupancy and administration	934	913	6,877	5,987
Data processing	253	485	2,103	2,808
Travel	5,194	3,844	40,792	18,520
Marketing	5,632	-	176,103	-
Other	1,173	776	11,575	14,087
<b>Total Expenses</b>	<b>116,301</b>	<b>111,535</b>	<b>1,019,124</b>	<b>753,608</b>
<b>Net Income Before Income Taxes</b>	<b>25,999</b>	<b>54,930</b>	<b>16,916</b>	<b>239,564</b>
<b>Income Tax Expense (Benefit)</b>				
Current	5,200	24,200	19,739	81,942
Deferred	(300)	(200)	(2,400)	9,800
<b>Total Income Tax Expense</b>	<b>4,900</b>	<b>24,000</b>	<b>17,339</b>	<b>91,742</b>
<b>Net Income (Loss)</b>	<b>21,099</b>	<b>30,930</b>	<b>(423)</b>	<b>147,822</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>422,120</b>	<b>358,328</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 443,219</b>	<b>\$ 389,258</b>	<b>\$ 443,219</b>	<b>\$ 389,258</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>July 31,</u> 2001	<u>July 31,</u> 2000	<u>December 31,</u> 2000
<b>Assets</b>			
Cash	\$ 1,098,541	\$ 1,273,300	\$ 1,235,444
Receivables:			
Customers and broker/dealers	3,399	2,418	5,152
Accrued interest and other	95,344	100,881	97,016
	<u>98,743</u>	<u>103,299</u>	<u>102,168</u>
Total receivables	98,743	103,299	102,168
Securities owned, at market value	3,359,149	3,242,894	3,364,663
Income taxes receivable	58,000	-	-
Other assets	1,958	6,477	7,576
	<u>1,958</u>	<u>6,477</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,616,391</u>	<u>\$ 4,625,970</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 58,629	\$ 48,831	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	46,434	63,870	60,038
Income taxes payable	1,200	57,102	87,602
	<u>106,263</u>	<u>169,803</u>	<u>199,300</u>
Total Liabilities	106,263	169,803	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	443,219	389,258	443,642
	<u>4,510,128</u>	<u>4,456,167</u>	<u>4,510,551</u>
Total Stockholder's Equity	4,510,128	4,456,167	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,616,391</u>	<u>\$ 4,625,970</u>	<u>\$ 4,709,851</u>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

July 31, 2001

Ownership Equity		\$	4,510,128
Non-Allowable Assets			
Investments in affiliates	\$	1,098,541	
Accounts receivable, investment advisory fees		2,418	
Accounts receivable, other		62,500	
Prepaid expenses		1,442	
Furniture and equipment		517	
Current and deferred income taxes recoverable		58,000	
Accrued interest over 30 days		24,027	
Other		-	
Total Non-Allowable Assets			<u>(1,247,445)</u>
Deduction for Excess Insurance Deductible			<u>(38,000)</u>
Net Capital Before Haircuts on Securities			3,224,683
Haircuts on Securities			<u>(282,975)</u>
Net Regulatory Capital			2,941,708
Aggregate Indebtedness			
Total liabilities	\$	106,263	
Liabilities excluded from aggregate indebtedness		-	
Total Aggregate Indebtedness			<u>106,263</u>
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$	7,084	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)			<u>100,000</u>
Excess Net Capital			<u>\$ 2,841,708</u>
Ratio of Aggregate Indebtedness to Net Capital			<u>0.04 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Eight Months Ended	
	August 31,	August 31,	August 31,	August 31,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 40,156	\$ 31,440	\$ 493,979	\$ 427,966
Consulting service revenue	62,500	62,500	500,000	500,000
Net income from securities owned	14,821	26,285	159,538	185,431
<b>Total Revenue</b>	<b>117,477</b>	<b>120,225</b>	<b>1,153,517</b>	<b>1,113,397</b>
<b>Expenses</b>				
Salaries and benefits	47,389	46,464	397,762	379,680
Professional and outside services	58,557	50,896	489,858	429,888
Office occupancy and administration	1,028	1,028	7,905	7,015
Data processing	266	378	2,369	3,184
Travel	3,429	2,277	44,221	20,797
Marketing	13,572	-	189,675	-
Other	1,324	436	12,899	14,523
<b>Total Expenses</b>	<b>125,565</b>	<b>101,479</b>	<b>1,144,689</b>	<b>855,087</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(8,088)</b>	<b>18,746</b>	<b>8,828</b>	<b>258,310</b>
<b>Income Tax Expense (Benefit)</b>				
Current	(12,520)	8,300	7,219	90,242
Deferred	(300)	(200)	(2,700)	9,600
<b>Total Income Tax Expense (Benefit)</b>	<b>(12,820)</b>	<b>8,100</b>	<b>4,519</b>	<b>99,842</b>
<b>Net Income</b>	<b>4,732</b>	<b>10,646</b>	<b>4,309</b>	<b>158,468</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>443,219</b>	<b>389,258</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 447,951</b>	<b>\$ 399,904</b>	<b>\$ 447,951</b>	<b>\$ 399,904</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>August 31,</u> 2001	<u>August 31,</u> 2000	<u>December 31,</u> 2000
<b>Assets</b>			
Cash	\$ 1,121,420	\$ 1,219,316	\$ 1,235,444
Receivables:			
Customers and broker/dealers	2,574	4,427	5,152
Accrued interest and other	68,658	67,194	97,016
	<u>71,232</u>	<u>71,621</u>	<u>102,168</u>
Total receivables			
	71,232	71,621	102,168
Securities owned, at market value	3,359,071	3,342,098	3,364,663
Income taxes receivable	-	-	-
Other assets	71,238	6,358	7,576
	<u>71,238</u>	<u>6,358</u>	<u>7,576</u>
Total Assets	<u>\$ 4,622,961</u>	<u>\$ 4,639,393</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
<b>Liabilities:</b>			
Due to affiliate	\$ 53,815	\$ 49,459	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	54,286	57,719	60,038
Income taxes payable	-	65,402	87,602
	<u>-</u>	<u>65,402</u>	<u>87,602</u>
Total Liabilities	108,101	172,580	199,300
<b>Stockholder's Equity</b>			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	447,951	399,904	443,642
	<u>447,951</u>	<u>399,904</u>	<u>443,642</u>
Total Stockholder's Equity	4,514,860	4,466,813	4,510,551
Total Liabilities and Stockholder's Equity	<u>\$ 4,622,961</u>	<u>\$ 4,639,393</u>	<u>\$ 4,709,851</u>



# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

August 31, 2001

Ownership Equity		\$	4,514,860
Non-Allowable Assets			
Investments in affiliates	\$	1,121,420	
Accounts receivable, investment advisory fees		2,418	
Accounts receivable, other		62,500	
Prepaid expenses		1,127	
Furniture and equipment		491	
Current and deferred income taxes recoverable		69,620	
Accrued interest over 30 days		-	
Other		-	
Total Non-Allowable Assets			<u>(1,257,576)</u>
Deduction for Excess Insurance Deductible			<u>(38,000)</u>
Net Capital Before Haircuts on Securities			3,219,284
Haircuts on Securities			<u>(283,000)</u>
Net Regulatory Capital			2,936,284
Aggregate Indebtedness			
Total liabilities	\$	108,101	
Liabilities excluded from aggregate indebtedness		-	
Total Aggregate Indebtedness			<u>108,101</u>
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$	7,207	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)			<u>100,000</u>
Excess Net Capital			<u>\$ 2,836,284</u>
Ratio of Aggregate Indebtedness to Net Capital			<u>0.04 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Nine Months Ended	
	September 30, 2001	September 30, 2000	September 30, 2001	September 30, 2000
<b>Revenue</b>				
Client revenue	\$ 34,561	\$ 29,305	\$ 528,540	\$ 457,271
Consulting service revenue	62,500	62,500	562,500	562,500
Net income from securities owned	14,458	24,018	173,996	209,449
<b>Total Revenue</b>	<b>111,519</b>	<b>115,823</b>	<b>1,265,036</b>	<b>1,229,220</b>
<b>Expenses</b>				
Salaries and benefits	50,820	45,789	448,582	425,469
Professional and outside services	66,335	62,261	556,193	492,149
Office occupancy and administration	465	1,145	8,370	8,160
Data processing	258	297	2,627	3,481
Travel	5,094	3,838	49,315	24,635
Marketing	-	-	189,675	-
Other	1,058	911	13,957	15,434
<b>Total Expenses</b>	<b>124,030</b>	<b>114,241</b>	<b>1,288,719</b>	<b>969,328</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(12,511)</b>	<b>1,582</b>	<b>(3,683)</b>	<b>259,892</b>
<b>Income Tax Expense (Benefit)</b>				
Current	(2,200)	700	5,019	90,942
Deferred	(400)	(100)	(3,100)	9,500
<b>Total Income Tax Expense (Benefit)</b>	<b>(2,600)</b>	<b>600</b>	<b>1,919</b>	<b>100,442</b>
<b>Net Income (Loss)</b>	<b>(9,911)</b>	<b>982</b>	<b>(5,602)</b>	<b>159,450</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>447,951</b>	<b>399,904</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 438,040</b>	<b>\$ 400,886</b>	<b>\$ 438,040</b>	<b>\$ 400,886</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	September 30, 2001	September 30, 2000	December 31, 2000
<b>Assets</b>			
Cash	\$ 1,108,494	\$ 1,190,405	\$ 1,235,444
Receivables:			
Customers and broker/dealers	2,799	5,676	5,152
Accrued interest and other	73,735	78,662	97,016
	<u>76,534</u>	<u>84,338</u>	<u>102,168</u>
Total receivables	76,534	84,338	102,168
Securities owned, at market value	3,359,531	3,356,124	3,364,663
Income taxes receivable	72,220	-	-
Other assets	1,482	6,379	7,576
	<u>1,482</u>	<u>6,379</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,618,261</u>	<u>\$ 4,637,246</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
<b>Liabilities:</b>			
Due to affiliate	\$ 53,152	\$ 49,744	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	60,160	62,855	60,038
Income taxes payable	-	56,852	87,602
	<u>-</u>	<u>56,852</u>	<u>87,602</u>
Total Liabilities	113,312	169,451	199,300
<b>Stockholder's Equity</b>			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	438,040	400,886	443,642
	<u>438,040</u>	<u>400,886</u>	<u>443,642</u>
Total Stockholder's Equity	4,504,949	4,467,795	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,618,261</u>	<u>\$ 4,637,246</u>	<u>\$ 4,709,851</u>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

September 30, 2001

Ownership Equity		\$	4,504,949
Non-Allowable Assets			
Investments in affiliates	\$	1,108,494	
Accounts receivable, investment advisory fees		2,418	
Accounts receivable, other		62,500	
Prepaid expenses		1,017	
Furniture and equipment		465	
Current and deferred income taxes recoverable		72,220	
Accrued interest over 30 days		2,827	
Other		-	
Total Non-Allowable Assets			<u>(1,249,941)</u>
Deduction for Excess Insurance Deductible			<u>(38,000)</u>
Net Capital Before Haircuts on Securities			3,217,008
Haircuts on Securities			<u>(266,501)</u>
Net Regulatory Capital			2,950,507
Aggregate Indebtedness			
Total liabilities	\$	113,312	
Liabilities excluded from aggregate indebtedness		-	
Total Aggregate Indebtedness			<u>113,312</u>
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$	7,554	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)			<u>100,000</u>
Excess Net Capital			<u>\$ 2,850,507</u>
Ratio of Aggregate Indebtedness to Net Capital			<u>0.04 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Ten Months Ended	
	October 31,	October 31,	October 31,	October 31,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 60,774	\$ 71,133	\$ 589,314	\$ 528,404
Consulting service revenue	62,500	62,500	625,000	625,000
Net income from securities owned	8,198	23,984	182,194	233,433
<b>Total Revenue</b>	<b>131,472</b>	<b>157,617</b>	<b>1,396,508</b>	<b>1,386,837</b>
<b>Expenses</b>				
Salaries and benefits	49,348	43,908	497,930	469,377
Professional and outside services	57,218	49,125	613,411	541,274
Office occupancy and administration	691	859	9,061	9,019
Data processing	259	301	2,886	3,782
Travel	5,234	10,896	54,549	35,531
Marketing	-	253	189,675	253
Other	1,902	(64)	15,859	15,370
<b>Total Expenses</b>	<b>114,652</b>	<b>105,278</b>	<b>1,383,371</b>	<b>1,074,606</b>
<b>Net Income Before Income Taxes</b>	<b>16,820</b>	<b>52,339</b>	<b>13,137</b>	<b>312,231</b>
<b>Income Tax Expense (Benefit)</b>				
Current	3,300	23,700	8,319	114,642
Deferred	(300)	(200)	(3,400)	9,300
<b>Total Income Tax Expense</b>	<b>3,000</b>	<b>23,500</b>	<b>4,919</b>	<b>123,942</b>
<b>Net Income</b>	<b>13,820</b>	<b>28,839</b>	<b>8,218</b>	<b>188,289</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>438,040</b>	<b>400,886</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 451,860</b>	<b>\$ 429,725</b>	<b>\$ 451,860</b>	<b>\$ 429,725</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	October 31, 2001	October 31, 2000	December 31, 2000
<b>Assets</b>			
Cash	\$ 1,132,470	\$ 1,236,478	\$ 1,235,444
Receivables:			
Customers and broker/dealers	3,141	7,318	5,152
Accrued interest and other	78,667	84,549	97,016
Total receivables	81,808	91,867	102,168
Securities owned, at market value	3,355,008	3,355,725	3,364,663
Income taxes receivable	69,220	-	-
Other assets	1,346	6,380	7,576
<b>Total Assets</b>	<b>\$ 4,639,852</b>	<b>\$ 4,690,450</b>	<b>\$ 4,709,851</b>
<b>Liabilities and Stockholder's Equity</b>			
Liabilities:			
Due to affiliate	\$ 53,503	\$ 48,197	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	67,580	65,067	60,038
Income taxes payable	-	80,552	87,602
Total Liabilities	121,083	193,816	199,300
Stockholder's Equity			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	451,860	429,725	443,642
Total Stockholder's Equity	4,518,769	4,496,634	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<b>\$ 4,639,852</b>	<b>\$ 4,690,450</b>	<b>\$ 4,709,851</b>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

October 31, 2001

Ownership Equity		\$ 4,518,769
Non-Allowable Assets		
Investments in affiliates	\$ 1,132,470	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	62,897	
Prepaid expenses	907	
Furniture and equipment	439	
Current and deferred income taxes recoverable	69,220	
Accrued interest over 30 days	8,127	
Other	-	
Total Non-Allowable Assets		<u>(1,276,478)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		3,204,291
Haircuts on Securities		<u>(235,605)</u>
Net Regulatory Capital		2,968,686
Aggregate Indebtedness		
Total liabilities	\$ 121,083	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>121,083</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ 8,072	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,868,686</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.04 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Eleven Months Ended	
	November 30,	November 30,	November 30,	November 30,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 45,865	\$ 25,092	\$ 635,179	\$ 553,496
Consulting service revenue	62,500	62,500	687,500	687,500
Net Income from securities owned	13,208	29,765	195,402	263,198
<b>Total Revenue</b>	<b>121,573</b>	<b>117,357</b>	<b>1,518,081</b>	<b>1,504,194</b>
<b>Expenses</b>				
Salaries and benefits	80,199	38,764	578,129	508,141
Professional and outside services	58,972	51,851	672,383	593,125
Office occupancy and administration	1,042	1,019	10,103	10,038
Data processing	266	161	3,152	3,943
Travel	5,991	8,806	60,540	44,337
Marketing	-	-	189,675	-
Other	7,077	4,546	22,936	20,169
<b>Total Expenses</b>	<b>153,547</b>	<b>105,147</b>	<b>1,536,918</b>	<b>1,179,753</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(31,974)</b>	<b>12,210</b>	<b>(18,837)</b>	<b>324,441</b>
<b>Income Tax Expense (Benefit)</b>				
Current	(5,500)	6,400	2,819	121,042
Deferred	(300)	(200)	(3,700)	9,100
<b>Total Income Tax Expense (Benefit)</b>	<b>(5,800)</b>	<b>6,200</b>	<b>(881)</b>	<b>130,142</b>
<b>Net Income (Loss)</b>	<b>(26,174)</b>	<b>6,010</b>	<b>(17,956)</b>	<b>194,299</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>451,860</b>	<b>429,725</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 425,686</b>	<b>\$ 435,735</b>	<b>\$ 425,686</b>	<b>\$ 435,735</b>



# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>November 30,</u> 2001	<u>November 30,</u> 2000	<u>December 31,</u> 2000
<b>Assets</b>			
Cash	\$ 1,120,363	\$ 1,258,698	\$ 1,235,444
Receivables:			
Customers and broker/dealers	7,325	3,418	5,152
Accrued interest and other	83,199	90,782	97,016
	<u>90,524</u>	<u>94,200</u>	<u>102,168</u>
Total receivables	90,524	94,200	102,168
Securities owned, at market value	3,357,313	3,361,088	3,364,663
Income taxes receivable	75,020	-	-
Other assets	2,820	6,554	7,576
	<u>2,820</u>	<u>6,554</u>	<u>7,576</u>
<b>Total Assets</b>	<u>\$ 4,646,040</u>	<u>\$ 4,720,540</u>	<u>\$ 4,709,851</u>
<b>Liabilities and Stockholder's Equity</b>			
<b>Liabilities:</b>			
Due to affiliate	\$ 54,608	\$ 48,786	\$ 51,660
Payable to customers and broker/dealers	-	-	-
Accounts payable and accrued expenses	98,837	82,158	60,038
Income taxes payable	-	86,952	87,602
	<u>153,445</u>	<u>217,896</u>	<u>199,300</u>
Total Liabilities	153,445	217,896	199,300
<b>Stockholder's Equity</b>			
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909	4,066,909
Retained earnings	425,686	435,735	443,642
	<u>4,492,595</u>	<u>4,502,644</u>	<u>4,510,551</u>
Total Stockholder's Equity	4,492,595	4,502,644	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<u>\$ 4,646,040</u>	<u>\$ 4,720,540</u>	<u>\$ 4,709,851</u>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

November 30, 2001

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Ownership Equity		\$	4,492,595
Non-Allowable Assets			
Investments in affiliates	\$	1,120,363	
Accounts receivable, investment advisory fees		2,418	
Accounts receivable, other		62,897	
Prepaid expenses		2,407	
Furniture and equipment		413	
Current and deferred income taxes recoverable		75,020	
Accrued interest over 30 days		13,427	
Other		-	
Total Non-Allowable Assets			<u>(1,276,945)</u>
Deduction for Excess Insurance Deductible			<u>(38,000)</u>
Net Capital Before Haircuts on Securities			3,177,652
Haircuts on Securities			<u>(235,911)</u>
Net Regulatory Capital			2,941,739
Aggregate Indebtedness			
Total liabilities	\$	153,445	
Liabilities excluded from aggregate indebtedness		-	
Total Aggregate Indebtedness			<u>153,443</u>
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$	10,230	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)			<u>100,000</u>
Excess Net Capital	\$		<u>2,841,739</u>
Ratio of Aggregate Indebtedness to Net Capital			<u>0.05 to 1</u>

# U.S. Central Capital Markets, Inc.

## Statements of Income and Changes in Retained Earnings (unaudited)

	One Month Ended		Year Ended	
	December 31,	December 31,	December 31,	December 31,
	2001	2000	2001	2000
<b>Revenue</b>				
Client revenue	\$ 32,562	\$ 31,604	\$ 667,741	\$ 585,100
Consulting service revenue	62,500	62,500	750,000	750,000
Net income from securities owned	7,148	27,670	202,550	290,868
<b>Total Revenue</b>	<b>102,210</b>	<b>121,774</b>	<b>1,620,291</b>	<b>1,625,968</b>
<b>Expenses</b>				
Salaries and benefits	50,776	34,608	628,905	542,750
Professional and outside services	47,133	58,044	719,516	651,169
Office occupancy and administration	726	1,432	10,829	11,470
Data processing	160	402	3,312	4,344
Travel	5,316	10,160	65,856	54,497
Marketing	-	-	189,675	-
Other	1,140	1,321	24,076	21,490
<b>Total Expenses</b>	<b>105,251</b>	<b>105,967</b>	<b>1,642,169</b>	<b>1,285,720</b>
<b>Net Income (Loss) Before Income Taxes</b>	<b>(3,041)</b>	<b>15,807</b>	<b>(21,878)</b>	<b>340,248</b>
<b>Income Tax Expense (Benefit)</b>				
Current	(100)	9,900	2,719	130,942
Deferred	2,700	(2,000)	(1,000)	7,100
<b>Total Income Tax Expense</b>	<b>2,600</b>	<b>7,900</b>	<b>1,719</b>	<b>138,042</b>
<b>Net Income (Loss)</b>	<b>(5,641)</b>	<b>7,907</b>	<b>(23,597)</b>	<b>202,206</b>
<b>Retained Earnings - Beginning of the Period</b>	<b>425,686</b>	<b>435,735</b>	<b>443,642</b>	<b>241,436</b>
<b>Retained Earnings - End of the Period</b>	<b>\$ 420,045</b>	<b>\$ 443,642</b>	<b>\$ 420,045</b>	<b>\$ 443,642</b>

# U.S. Central Capital Markets, Inc.

## Statements of Financial Condition (unaudited)

	<u>December 31,</u> 2001	<u>December 31,</u> 2000
<b>Assets</b>		
Cash	\$ 1,117,965	\$ 1,235,444
Receivables:		
Customers and broker/dealers	2,418	5,152
Accrued interest and other	88,710	97,016
	<u>91,128</u>	<u>102,168</u>
Total receivables	91,128	102,168
Securities owned, at market value	3,354,313	3,364,663
Income taxes receivable	72,420	-
Other assets	2,729	7,576
	<u>4,638,555</u>	<u>4,709,851</u>
<b>Total Assets</b>	<b>\$ 4,638,555</b>	<b>\$ 4,709,851</b>
 <b>Liabilities and Stockholder's Equity</b>		
Liabilities:		
Due to affiliate	\$ 37,003	\$ 51,660
Payable to customers and broker/dealers	-	-
Accounts payable and accrued expenses	114,598	60,038
Income taxes payable	-	87,602
	<u>151,601</u>	<u>199,300</u>
Total Liabilities	151,601	199,300
Stockholder's Equity		
Common stock, no par value, 2,000 shares authorized, 800 shares issued and outstanding	4,066,909	4,066,909
Retained earnings	420,045	443,642
	<u>4,486,954</u>	<u>4,510,551</u>
Total Stockholder's Equity	4,486,954	4,510,551
<b>Total Liabilities and Stockholder's Equity</b>	<b>\$ 4,638,555</b>	<b>\$ 4,709,851</b>

# U.S. Central Capital Markets, Inc.

## Net Capital Computation (unaudited)

December 31, 2001

Ownership Equity		\$ 4,486,954
Non-Allowable Assets		
Investments in affiliates	\$ 1,117,965	
Accounts receivable, investment advisory fees	2,418	
Accounts receivable, other	62,897	
Prepaid expenses	2,342	
Furniture and equipment	387	
Current and deferred income taxes recoverable	72,420	
Accrued interest over 30 days	18,727	
Other	-	
Total Non-Allowable Assets		<u>(1,277,156)</u>
Deduction for Excess Insurance Deductible		<u>(38,000)</u>
Net Capital Before Haircuts on Securities		3,171,798
Haircuts on Securities		<u>(235,715)</u>
Net Regulatory Capital		2,936,083
Aggregate Indebtedness		
Total liabilities	\$ 151,601	
Liabilities excluded from aggregate indebtedness	-	
Total Aggregate Indebtedness	<u>151,601</u>	
Minimum Net Capital Based on Aggregate Indebtedness (Total Aggregate Indebtedness x 6 2/3%)	\$ 10,107	
Regulatory Minimum Net Capital (Greater of \$100,000 or 6 2/3% of Total Aggregate Indebtedness)		<u>100,000</u>
Excess Net Capital		<u>\$ 2,836,083</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>0.05 to 1</u>