

U.S. RE SECURITIES, LLC
Business Continuity Plan

I. Emergency Contact Persons

Our firm's two emergency contact persons are: William H. Joseph, (845) 920-7100, bjoseph@usre.com and Michael Marrone, (845) 920-7068, mmarrone@usre.com. These names will be updated in the event of a material change, and our Chief Compliance Officer, William H. Joseph, will review them within 17 business days of the end of each quarter.

II. Firm Policy

Our firm's policy is to respond to a Significant Business Disruption ("SBD") by safeguarding employees' lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm's books and records, and allowing our customers to transact business.

A. Significant Business Disruptions (SBDs)

Our Business Continuity Plan ("BCP") anticipates two kinds of SBDs, internal and external. Internal SBDs affect only our firm's ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption.

B. Approval and Execution Authority

William H. Joseph, the Firm's Chief Compliance Officer, a registered principal, is responsible for approving the plan and for conducting the required annual review. Michael T. Marrone, the Firm's Chief Financial Officer – Financial and Operations Principal has the authority to execute this BCP.

C. Plan Location and Access

Our firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection. An electronic copy of our plan is located on a secure network folder accessible and maintained by our IT Director, Anthony Ciervo (aciervo@usre.com).

III. Business Description

Our firm conducts business in private placements of equity securities, including, but not limited to, common and preferred stock and warrants, and debt securities, including, but not limited to, various types of bonds, debentures and convertible notes. Our firm is a placement agent and does not perform any type of clearing function for itself or others. Furthermore, we do not hold customer funds or securities. Our firm services only institutional investors and non-institutional investors who constitute “accredited investors” (as that term is defined in Rule 501(a) of Regulation D under the Securities Act of 1933).

IV. Office Location

Our office is located at One Blue Hill Plaza, 3rd Floor, Pearl River, NY 10965. Its main telephone number is (845) 920-7100. Our employees may travel to that office by means of foot, car, subway, train, and/or bus.

V. Alternative Physical Location of Employees

In the event of an SBD, we will move our staff from our affected offices to an alternate location sufficient to conduct our business. We will communicate our alternate location pursuant to the procedures set forth below in Section VII – Alternate Communications Between the Firm and Customers, Employees, and Regulators.

VI. Data Back-Up and Recovery (Hard Copy and Electronic)

Our firm maintains its primary hard copy books and records and its primary electronic records at One Blue Hill Plaza, 3rd Floor, Pearl River, NY 10965. Michael T. Marrone, Chief Financial Officer – Financial and Operations Principal, ((845) 920-7100, mmarrone@usre.com) is responsible for the maintenance of the primary hard copy books and records, and Anthony Ciervo, ((845) 920-7094, aciervo@usre.com) is responsible for the primary electronic records.

Our firm backs-up its primary hard copy books and records on a quarterly basis in electronic format at One Blue Hill Plaza, 3rd Floor, Pearl River, NY 10965. In addition the quarterly electronic records are backed up in accordance with the procedures described in the paragraph immediately below.

Our firm backs up its primary electronic records to tape daily and keeps the tapes on a monthly basis off-site at Adaptive Data Storage, Inc. (845-764-8401) under the responsibility of our IT Director, Anthony Ciervo.

In the event of an internal or external SBD that causes the loss of our paper records, we will physically recover them from our back-up site. If our primary site is inoperable, we will continue operations from our back-up site or an alternate location. For the loss of

electronic records, we will either physically recover the storage media or electronically recover data from our back-up site, or, if our primary site is inoperable, continue operations from our back-up site or an alternate location.

VII. Financial and Operational Assessments

A. Operational Risk

In the event of an SBD, we will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include telephone voice mail and e-mail, etc. In addition, we will retrieve our key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

B. Financial and Credit Risk

In the event of an SBD, we will evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our customers to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those customers or otherwise continue to fund our operations, we will seek additional financing from our bank or other credit sources to fulfill our obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps.

VIII. Alternate Communications Between the Firm and Customers, Employees, and Regulators

A. Customers

We now communicate with our customers using the telephone, e-mail, our Web site, fax, U.S. mail, and in person visits at our firm or at the other's location. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

B. Employees

We now communicate with our employees using the telephone, e-mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers.

C. Regulators

We are currently an NASD member firm. We communicate with the NASD using the telephone, e-mail, fax, U.S. mail, computers, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

IX. Regulatory Reporting

We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, NASD, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

X. Disclosure of Business Continuity Plan

We provide in writing a BCP disclosure statement to customers at the inception of the customer relationship and mail it to customers upon request. Our disclosure statement is attached as Exhibit A hereto.

XI. Updates and Annual Review

Our firm will update this plan whenever we have a material change to our operations, structure, business or location or to those of our clearing firm. In addition, our firm will review this BCP annually, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

Exhibit A
U.S. RE Securities, LLC Business Continuity Plan
Disclosure Statement
FINRA Rule 4370

U.S. RE Securities, LLC has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information on our business continuity plan.

We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property, making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our business continuity plan addresses key areas of concern including but not limited to the following: data back up and recovery; financial and operational assessments; alternative communications with customers, employees and regulators; alternate physical location of employees; and regulatory reporting.

Significant business disruptions can vary in their scope, such as only our firm, a single building housing our firm, the business district where our firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In the event of a disruption, whether minimal or severe, we plan to continue business, and to notify you by a means of communication still available.

If you have questions about our business continuity planning, you can contact us at (845) 920-7100.