Woodstock Holdings, Inc.

QUARTERLY DISCLOSURE REPORT
FOR THE QUARTER ENDED SEPTEMBER 30, 2014
(UNAUDITED)

Item 1. Exact name of the issuer and its predecessor (if any).

Woodstock Holdings, Inc. ("Woodstock", the "Company", "We", "Us", "Issuer")

Item 2. Address of the issuer's principal executive offices.

Principal Executive Offices:	117 Towne Lake Parkway, Suite 200 Woodstock, GA 30188 Telephone: 770.516.6996 Facsimile: 877.431.5727 Website: www.woodstockholdingsinc.com
Investor Relations Officers:	William J. Raike, III CEO/President Melissa L. Whitley, CFO 117 Towne Lake Parkway, Suite 200 Woodstock, GA 30188 Telephone: 770.516.6996 Facsimile: 877.431.5727 Website: www.woodstockholdingsinc.com E-mail: wraike@woodstockfg.com mwhitley@woodstockfg.com

Item 3. Security Information

A. Common
Title: Woodstock Holdings, Inc.
Class: Common, $.01 par value
Authorized Shares: 50,000,000; 18,606,028 shares outstanding as of September 30, 2014
CUSIP: 980326102
Trading symbol: WSFL.OB

B. Preferred – Series A Preferred Stock, $.01 par value
Authorized: 5,000,000; 90,500 shares of Series A Preferred Stock outstanding at September 30, 2014; including 9,000 shares of 2001 Series A Preferred Stock; and 81,500 shares of 2012 Series A Preferred Stock.

C. Transfer Agent: Interwest Transfer Co, P.O. Box 17136, Salt Lake City, UT 84117;
Phone: 801.272.9294/fax: 801.277.3147

The transfer agent is registered as a transfer agent and registrar under the Exchange Act of 1934, as amended.

There are no trading suspension orders issued by the SEC on the Company's securities. Of the 18,606,028 common shares outstanding at September 30, 2014, approximately 2,200,000 shares are fully tradable in the open market without restrictions. All other shares are either restricted securities under Rule 144 or "control securities" owned by officers, directors and/or affiliated persons.

D. Common or Preferred Stock

1) Common stock dividend, voting and preemptive rights:

Cash dividend:

Common Stock – Total cash dividends to common stock holders were $0 for the quarter ended September 30, 2014 and for fiscal 2013.

Voting rights: Each common share is entitled to one vote.
Preemptive rights: None

2) Preferred stock dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions

Preferred Stock – Annual dividend of 7% of the liquidation value of $10.00 per share equal to $.70 per share. There are two Classes of Series A Preferred Stock. The 2001 Series A Preferred Stock is convertible on the basis of one share of Series A Preferred Stock into five shares of Common Stock. Total cash dividends were $47,511 and $63,348 for the nine months ended September 30, 2014 and for fiscal 2013, respectively.

The 2012 Series A Preferred Stock is convertible on the basis of one share of Series A Preferred Stock into ten shares of Common Stock.

3) Describe any other material rights of common/preferred stock holders:
The Company may redeem the outstanding Shares of the 2012 Series A Preferred Stock at any time upon 30 days prior written notice, at a redemption price of $11.00 per share plus any accrued and unpaid dividends if notice of redemption is given prior to December 31, 2013 and thereafter at a redemption price of $10.00 per share plus accrued and unpaid dividends. The Company may also redeem the outstanding shares of the 2001 Series A Preferred Stock at $10.00 per share, plus accrued and unpaid dividends.

Item 4. Issuance History

From January 1, 2014 through September 30, 2014, we had no sales or issuances of unregistered common stock.

Item 5. Financial Statements

The (unaudited) financial statements for the quarter ended September 30, 2014 follow this page.

Woodstock Holdings, Inc.

CONSOLIDATED BALANCE SHEET

	September 30, 2014 (unaudited)	December 31, 2013 (audited)
ASSETS		
Cash and cash equivalents	$ 823,450	$ 841,244
Clearing deposit	125,062	125,043
Commissions receivable	695,762	599,940
Furniture, fixtures, and equipment, at cost, net of accumulated depreciation of $20,628 and $21,480, respectively	9,275	9,865
Building, at cost, net of accumulated depreciation of $270,060 and $245,976, respectively	982,106	1,006,190
Other assets	206,752	219,677
Total assets	$ 2,842,407	$ 2,801,959
LIABILITIES AND SHAREHOLDERS' EQUITY		
Liabilities:		
Accounts payable and accrued liabilities	$ 91,866	$ 152,850
Commissions payable	472,478	487,100
Preferred dividends payable	15,837	31,675
Mortgage note	865,846	884,620
Deferred revenue	150,000	206,250
Other liabilities	31,837	44,249
Total liabilities	1,627,864	1,806,744
Commitments and contingencies		
Shareholders' equity:		
Series A preferred stock, $.01 par value; 5,000,000 shares authorized, 93,900 shares issued; 90,500 outstanding at September 30, 2014 and December 31, 2013	939	939
Common stock, $.01 par value; 50,000,000 shares authorized; 19,117,772 shares issued; 18,606,028 shares outstanding at September 30, 2014 and December 31, 2013	191,178	191,178
Additional paid-in capital	4,412,965	4,412,965
Accumulated deficit	(3,190,709)	(3,410,037)
Treasury stock, 515,144 shares at September 30, 2014 and December 31, 2013	(199,830)	(199,830)
Total shareholders' equity	1,214,543	995,215
Total liabilities and shareholders' equity	$ 2,842,407	$ 2,801,959

Woodstock Holdings, Inc.

CONSOLIDATED STATEMENTS OF OPERATIONS

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2014 AND 2013

(UNAUDITED)

	Three Months Ended September 30		Nine Months Ended September 30	
	2014	2013	2014	2013
OPERATING INCOME				
Commission revenue	$ 2,135,991	2,053,426	$ 6,368,676	$ 5,425,491
Interest income	61,755	49,424	180,829	147,000
Other fees	417,192	442,914	1,114,866	980,960
Total operating income	2,614,938	2,545,764	7,664,371	6,553,451
OPERATING EXPENSES				
Commissions to brokers	1,884,544	1,770,939	5,619,260	4,662,939
Selling, general, and administrative expenses	462,158	743,059	1,617,871	1,888,646
Clearing costs	40,558	35,826	126,414	97,778
Interest expense	11,675	11,619	33,988	40,304
Total operating expenses	2,398,935	2,561,443	7,397,533	6,689,667
Net income (loss)	$ 216,003	$ (15,679)	$ 266,838	$ (136,216)
Basic and diluted loss per common share	$ 0.01	$ (0.00)	$ 0.01	$ (0.01)

Woodstock Holdings, Inc.

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 AND 2013

(UNAUDITED)

	2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit (loss)	$ 266,838	$ (136,216)
Adjustments to reconcile net loss to net cash flows from operating activities		
Depreciation	27,248	27,603
Changes in operating assets and liabilities		
Clearing deposit	(19)	(19)
Commissions receivable	(95,822)	(371,623)
Other assets	12,925	(53,972)
Accounts payable	(60,984)	56,588
Commissions payable	(14,622)	155,896
Deferred revenue	(56,250)	(56,250)
Other liabilities	(12,412)	32,757
Net cash flows from operating activities	66,902	(345,236)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of furniture, fixtures and equipment	(2,574)	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Principal payments on mortgage note	(18,774)	(17,634)
Redemption of preferred stock	-	-
Common stock dividends	-	-
Preferred stock dividends	(63,348)	(58,576)
Issuance of 2012 Series A preferred stock	-	-
Net cash flows from financing activities	(82,122)	(76,210)
NET CHANGE IN CASH AND CASH EQUIVALENTS	(17,794)	(421,446)
CASH AND CASH EQUIVALENTS, beginning of year	841,244	1,191,436
CASH AND CASH EQUIVALENTS, end of period	$ 823,450	$ 769,990
SUPPLEMENTAL DISCLOSURE OF CASH PAID FOR INTEREST	$ 33,988	$ 40,304

NOTE 1 DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business

Woodstock Holdings, Inc. (the "Company" or "WHI") is a holding company and it has no business operations except for those conducted through Woodstock Financial Group, Inc. ("WFG"), its wholly-owned subsidiary. All references in this report to the business of the Company refer to the operations of WFG, unless the context indicates otherwise. WFG has been a full service securities brokerage and investment banking business since 1995. The Company's website address is www.woodstockholdingsinc.com and WFG's website is www.woodstockfg.com.

The Company reported its financial position and results of operations for 2009 and earlier periods on a pre-reorganization basis. For reporting periods beginning February 2010, we report our position and results of operations on a consolidated basis.

WFG is a full service securities brokerage firm, which was incorporated in January 2010. The Company is registered as a broker-dealer with the Financial Industry Regulatory Authority ("FINRA") in 50 states, Puerto Rico, Washington D.C., U.S. Virgin Islands, and also as a municipal securities dealer with the Municipal Securities Regulation Board. The Company is also a SEC Registered Investment Advisor and maintains advisory accounts through Fidelity Registered Investment Advisor Group ("FRIAG"), an arm of Fidelity Investments and IMG (Investment Management Group, a division of Southwest Securities, Inc. ("Southwest"). The Company is subject to net capital and other regulations of the SEC. The Company offers full service commission and fee-based money management services to individual and institutional investors.

WFG trades equity securities on an agency only basis and it trades bonds and other instruments on a principal and/or agency basis on various exchanges. WFG maintains selling agreements with mutual fund families and insurance companies offering load and no load funds, annuities and insurance products.

Basis of Presentation

The accounting and reporting policies of the Company conform to accounting principles generally accepted in the United States of America ("GAAP") on the accrual basis of accounting and to general practices within the broker-dealer industry.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the Company's management to make estimates and assumptions that affect the amounts reported in the financial statements. Accordingly, actual results could differ from these estimates.

Revenue Recognition and Commissions Receivable

WFG charges commissions and/or fees for customer transactions. These commissions and/or fees are charged within the guidelines of industry standards. Commissions are recorded on a trade date basis, which does not differ materially from the settlement date basis.

Cash and Cash Equivalents

Cash and cash equivalents include short-term deposits and highly liquid investments that have original maturities of three months or less when purchased and are stated at cost.

Concentrations of Credit Risk

Financial instruments, which potentially subject the Company to significant concentrations of credit risk, consist principally of cash and cash equivalents, clearing deposit, and commission's receivable.

Cash and cash equivalents and the clearing deposit are deposited in various financial institutions. At times, amounts on deposit may be in excess of the Federal Deposit Insurance Corporation ("FDIC") insurance limit. At September 30, 2014 $522,502 was covered by the FDIC insurance limits and $296,078 was uninsured.

At September 30, 2014 and December 2013, commissions receivable were approximately $696,000 and $600,000, respectively, and of that approximately $653,000 and $559,000, respectively, were due from Southwest.

Advertising

The Company recognizes advertising costs as incurred in selling, general and administrative expenses in the statement of operations.

Building and Furniture, Fixtures and Equipment

Building and furniture, fixtures and equipment are reported at cost, less accumulated depreciation. Depreciation of furniture, fixtures and equipment is computed using the straight line method over the estimated useful life of five years. Depreciation of the building is computed using the straight-line method over the estimated useful life of 39 years.

The cost of maintenance and repairs, which do not improve or extend the useful life of the respective asset, is charged to earnings as incurred, whereas significant renewals and improvements are capitalized.

Impairment of Long-Lived Assets

In accordance with Financial Accounting Standards Board Accounting Standards Codification ("FASB ASC") 360, *Long Lived Assets*, assets such as the building, are reviewed for impairment at least annually, or whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If this review reveals an indicator of the impairment, as determined based on estimated undiscounted cash flows, the carrying amounts of the related long-lived assets are adjusted to fair value. Management has determined there has been no impairment in the carrying value of its long-lived assets at September 30, 2014 and December 31, 2013.

Income Taxes

ASC 740, *Income Taxes*, provides guidance for how uncertain tax provisions should be recognized, measured, presented and disclosed in the financial statements. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Additionally, the recognition of future tax benefits, such as net operating loss carryforwards, is required to the extent that realization of such benefits is more likely than not. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which the assets and liabilities are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date.

In the event the future tax consequences of differences between the financial reporting bases and the tax bases of the Company's assets and liabilities result in deferred tax assets, an evaluation of the probability of being able to realize the future benefits indicated by such asset is required. A valuation allowance is provided for the portion of the deferred tax asset when it is more likely than not that some or all of the deferred tax asset will not be realized.

In assessing the realizability of the deferred tax assets, management considers the scheduled reversals of deferred tax liabilities, projected future taxable income, and tax planning strategies. Management is unaware of any material tax positions that do not meet the more likely than not threshold as of December 31, 2013 and December 31, 2012

The Company files income tax returns in the United States and Georgia, which are subject to examination by the tax authorities in these jurisdictions. Generally, the statute of limitations related to the federal and state income tax return is three years. The state impact of any federal changes for prior years remains subject to examination for a period up to five years after formal notification to the states.

Treasury Stock

Treasury stock is accounted for by the cost method. Subsequent reissuances are accounted for at average cost.

Stock-Based Compensation

Until 2011, the Company had sponsored a stock-based incentive compensation plan for the benefit of certain employees. The Company accounts for this plan under the recognition and measurement principles of ASC 718, *Compensation-Stock Compensation*. As of September 30, 2014 the Company has outstanding under the Plan, options to purchase 200,000 shares of the Company's common stock, exercisable at $.01 per share. This plan has expired and options are no longer granted under this plan.

Fair Value of Financial Instruments

ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below.

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Company has the ability to access.

Level 2 Inputs to the valuation methodology including quoted prices for similar or identical assets or liabilities in active or inactive markets. Inputs other than quoted prices that are observable for the asset or liability, and inputs that are derived from observable market data. If the asset or liability has a specified term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation method was appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTE 2 RELATED PARTY TRANSACTIONS

The following table sets forth the overall compensation earned during the three and nine months ended September 30, 2014 and 2013.

	Three months ended September 30,	Salary (1)	Override Bonus Earned (2)	Override Bonus Paid (3)	Override Forgiven	Override Payments Accrued
William J. Raike, III	2014	$ 37,350	$ 65,000	-	$ 65,000	-
William J. Raike, III	2013	$ 37,350	$ 64,000	$ 52,000	-	$ 12,000

(1) Excludes $27,000 paid per quarter to Mr. Raike's spouse.
(2) Override bonus is 2.5% of WFG revenues.
(3) As of September 30, 2013 approximately $92,000 was accrued and owed payments from $166,000 earned in 2013 and $52,000 earned in 2012. The table above is for the quarter only.

	Nine Months ended September 30,	Salary (4)	Override Bonus Earned (5)	Override Bonus Paid (6)	Override Forgiven	Override Payments Accrued
William J. Raike, III	2014	$ 112,050	$ 191,000	$ 108,000	$ 169,000	-
William J. Raike, III	2013	$ 112,050	$ 166,000	$ 126,000	-	$ 92,000

(4) Excludes $27,000 paid per quarter to Mr. Raike's spouse.
(5) Override bonus is 2.5% of WFG revenues.
(6) As of September 30, 2014 there were no accrued payments owed. Approximately $191,000 earned in 2014 and $86,000 was accrued and owed from $235,000 earned in 2013 totaling $277,000. During 2014 $108,000 was paid and $169,000 has been forgiven. As of September 30, 2013 approximately $92,000 was accrued and owed payments from $166,000 earned in 2013 and $52,000 earned in 2012.

Registered representatives licensed with WFG sold interests in Raike Real Estate Income Fund, LLC ("RRIF") and received approximately $5,000 commissions for three months ended September 30, 2014, respectively. RRIF is managed by a company owned by the CEO of WHI.
Pursuant to Exchange Act Rules 17a-3(a) and (a)(2), WFG and WHI have an expense sharing agreement in place.

NOTE 3 NET CAPITAL REQUIREMENTS

The Company is subject to the SEC 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 (and the rule of the "applicable" exchange also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1). At September 30, 2014, the Company had net capital of approximately $557,000, which was approximately $457,000 in excess of its required net capital of $100,000. The Company's net capital was 1.32 to 1.

NOTE 4 OFF-BALANCE SHEET RISK

Customer transactions are introduced and cleared through the Company's clearing agent on a fully disclosed basis. Under the terms of its clearing agreement, the Company is obligated to make sure that its customers pay for all transactions and meet all maintenance requirements, if applicable, in a timely manner under Regulation-T of the Federal Reserve Board.

The Company engages in inter-dealer activity with various broker-dealers. The Company also trades riskless principal with various institutions, qualified institutional buyers and broker dealers. These transactions are affirmed/compared in a timely fashion to make sure all such counterparties fulfill their settlement obligations.

NOTE 5 INCOME TAXES

The Company has recorded $0 income tax expense in the three months ended September 30, 2014 and 2013 due to the Company recording a 100% valuation allowance on the net deferred tax asset as the realization of the deferred tax asset is dependent on future taxable income.

The major components of the deferred tax asset at September 30, 2014 and December 31, 2013 are operating loss carryforwards, deferred revenue and stock based compensation expense.

At December 31, 2013, the return had net operating loss carryforwards for tax purposes of approximately $1.9 million which will expire beginning in 2022, if not previously utilized.

NOTE 6 MORTGAGE NOTE

In March 2013, the Company secured a modification agreement with the mortgage note on the current office space in Woodstock, Georgia. The modification to the note has a 7-year balloon payment and matures March 2020. It is amortized on a 30-year basis at a fixed rate of interest at 4.990%, and is collateralized by the building.

The Company paid a monthly condo association fee of approximately $15,000 for the three months ended September 30, 2014 and 2013, respectively.

Scheduled principal payments due on the mortgage note as of September 30, 2014 are as follows:

For remainder of	2014	5,140
	2015	25,153
	2016	26,335
	2017	27,819
	2018	29,259
	2019	30,775
	2020	721,365
		865,846

NOTE 7 SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Components of selling, general and administrative expenses which are greater than 1% of total revenues for the years ended September 30, 2014 and 2013 are as follows:

	Three Months Ended September 30		Nine Months Ended September 30	
	2014	**2013**	**2014**	**2013**
Clearing	40,558	*	126,414	*
Compensation	102,189	260,866	602,690	731,643
Compliance Settlement	*	47,000	*	*
Consultant Fees	*	34,489	*	*
Due From Broker Expense	*	67,948	*	104,803
Errors and omissions insurance	43,571	32,064	130,889	*
Legal and professional fees	33,150	*	87,415	88,821
Rent-Broadway Office Space	30,433	*	96,467	*
Broadway Office-Expenses	31,268	*	86,162	*
Miscellaneous Expenses	63,567	*	*	*
Other Fees	*	31,190	*	67,843

*Expense did not represent 1% or more of total revenues.

NOTE 8 SHAREHOLDERS' EQUITY

Stock Option plan

Until 2011, the Company had sponsored a stock-based incentive compensation plan for the benefit of certain employees. The Company accounts for this plan under the recognition and measurement principles of ASC 718, *Compensation-Stock Compensation*. As of September 30, 2014 the Company has outstanding under the Plan, options to purchase 200,000 shares of the Company's common stock, exercisable at $.01 per share. This plan has expired and options are no longer granted under this plan.

The Company used the following assumptions in estimating the fair value of the option awards:

Assumptions in estimating the fair value of options awarded:	
Expected volatility	.5%
Risk-free interest rate	4.99%
Expected life	10 years
Dividend yield	0%

A summary of activity in the stock option plan is presented on the next page:

	Nine Months Ended September 30, 2014		**Year Ended December 31, 2013**	
	Shares	Weighted Average Price Per Share	Shares	Weighted Average Price Per Share
Outstanding and exercisable, Beginning of year	200,000	$ 0.01	100,000	$ 0.01
Vested during the period	-	$ 0.01	100,000	$ 0.01
Exercised	-	$ 0.01	-	$ 0.01
Expired during the period	-		-	
Outstanding and exercisable, end of period	200,000	$ 0.01	200,000	$ 0.01

The total intrinsic value of options outstanding and exercisable as evidenced on the previous page would not be considered material to the financial statements.

2001 Series A Preferred Stock

The 2001 Series A Preferred Stock pays a cumulative annual dividend of $.70 per share. Each share of 2001 Series A Preferred Stock is convertible into five shares of common stock at the option of the holder. Each share of preferred stock is mandatorily convertible into five shares of common stock upon the filing of a public offering registration statement or a change in control (as defined). The Company may redeem the 2001 Series A Preferred Stock by giving 30-day's notice to the preferred stockholders for a redemption price of $10.00 per share, plus unpaid dividends through the redemption date. Upon voluntary or involuntary dissolution of the Company, the preferred stockholders will receive $10.00 per share prior to the distribution of any amounts to common shareholders. The 2001 Series A Preferred Stock has no voting rights. As of September 30, 2014, there were no preferred dividends in arrears.

2012 Series A Preferred Stock

The 2012 Series A Preferred Stock pays a cumulative annual dividend of $.70 per share. Each share of 2012 Series A Preferred Stock is convertible into 10 shares of common stock at the option of the holder. Each share of preferred stock is mandatorily convertible into 10 shares of common stock upon the filing of a public offering registration statement or a change in control (as defined). The Company may redeem the 2012 Series A Preferred Stock by giving 30-day's notice to the preferred stockholders for a redemption price of $11.00 per share until December 31, 2013 or $10.00 per share thereafter, plus unpaid dividends through the redemption date. Upon voluntary or involuntary dissolution of the Company, the preferred stockholders will receive $11.00 per share prior to the distribution of any amounts to common shareholders until December 31, 2013 or $10.00 thereafter. The 2012 Series A Preferred Stock has no voting rights. As of September 30, 2014, there were no preferred dividends in arrears.

NOTE 9 EMPLOYEE RETIREMENT PLAN

The Company has established a Savings Incentive Match Plan for Employees of Small Employers ("SIMPLE IRA"). Employees who receive at least $5,000 of compensation for the calendar year are eligible to participate. The Company matches employee contributions dollar for dollar up to one percent of the employee's compensation. Total contributions for any employee are limited by certain regulations.

NOTE 10 FAIR VALUE

The following table presents the Company's fair value hierarchy for those assets measured at fair value on a recurring basis as of September 30, 2014:

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	$ 823,450	$ -	$ -	$ 823,450
Clearing deposit	125,062	-	-	$ 125,062
Total	$ 948,512	$ -	$ -	$ 948,512

The following table presents the Company's fair value hierarchy for those assets measured at fair value on a recurring basis as of December 31, 2013:

2013

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	$ 841,244	$ -	$ -	$ 841,244
Clearing deposit	125,043	-	-	$ 125,043
Total	$ 966,287	$ -	$ -	$ 966,287

NOTE 11 COMMITMENTS AND CONTINGENCIES

Through the ordinary course of business, the Company has entered into contractual agreements, generally cancelable upon 60 to 180 day's written notice, with outside vendors and service providers for various administrative related products and services. As discussed in Note 2, Related Party Transactions, the Company has an expense sharing agreement with WFG.

From time to time, the Company may become involved in various lawsuits and legal proceedings which arise in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters that may arise from time to time that may harm the Company's business.

As of the date of this report, other than routine litigation arising from the ordinary course of business, which the Company does not expect to have a material adverse effect on the Company, there is no pending legal proceedings.

NOTE 12 SUBSEQUENT EVENTS

In accordance with applicable accounting standards, the Company evaluated subsequent events through November 7, 2014 the date the financial statements were available for issue.

Woodstock Holdings, Inc.

QUARTERLY DISCLOSURE REPORT
FOR THE QUARTER ENDED SEPTEMBER 30, 2014
(UNAUDITED)

Item 6. Describe the Issuer's Business, Products and Services

OVERVIEW

Woodstock Holdings, Inc. (the "Company" or "WHI") is a holding company and it has no business operations except for those conducted through Woodstock Financial Group, Inc. ("WFG"), its wholly-owned subsidiary. All references in this report to the business of the Company refer to the operations of WFG, unless the context indicates otherwise. WFG has been a full service securities brokerage and investment banking business since 1995. Effective January 2010, we reorganized into a holding company and changed our name, transferring the name Woodstock Financial Group, Inc. to a newly established 100% owned broker dealer subsidiary. The Company's website address is www.woodstockholdingsinc.com and WFG's website is www.woodstockfg.com.

WFG is a full service securities brokerage firm, which was incorporated in January 2010. The Company is registered as a broker-dealer with the Financial Industry Regulatory Authority ("FINRA") in 50 states, Puerto Rico, Washington D.C., U.S. Virgin Islands, and also as a municipal securities dealer with the Municipal Securities Regulation Board. The Company is also a SEC Registered Investment Advisor and maintains advisory accounts through Fidelity Registered Investment Advisor Group, ("FRIAG"), an arm of Fidelity Investments and IMG (Investment Management Group, a division of Southwest Securities, Inc. ("Southwest")). The Company is subject to net capital and other regulations of the SEC. The Company offers full service commission and fee-based money management services to individual and institutional investors.

WFG trades equity securities on an agency only basis and it trades bonds and other instruments on a principal and/or agency basis on various exchanges. WFG maintains selling agreements with mutual fund families and insurance companies offering load and no load funds, annuities and insurance products.

Our Company headquarters is at 117 Towne Lake Parkway, Suite 200, Woodstock, Georgia 30188, and our telephone number is (770) 516-6996. We maintain branches and other offices in a number of other jurisdictions and a complement of 83 independent retail brokers as of September 30, 2014. Our net capital as of September 30, 2014, as calculated by Rule 15c3 -1 of the SEC, was $557,000, which was $457,000 in excess of its required net capital of $100,000. The Company's net capital ratio was approximately 1.32 to 1. For the previous three years, our operating income was as follows:

Year	Revenue	No. of Reps
2011	13,901,727	99
2012	9,580,087	74
2013	9,286,909 (1)	85
2014	7,664,371 (2)	83

(1) The Company has a branch office that has accounted for a material portion of the Company's revenues. For 2013, this branch office accounted for approximately $3.1 million of the Company's revenues. The Company and the principal members of this branch office agreed that the branch office will no longer be associated with the Company as of December 31, 2014. Management believes that while the loss of revenues will be material, the Company will seek to replace all or part of the loss of revenue in future operating periods with the addition of one or more new branch offices.

(2) Revenues are for the nine months ended September 30, 2014.

Thus far, all expansion and growth has been funded by cash flows from operations and private sales of our securities. Our plans are to invest in advertising and recruiting efforts to continue our growth and profitability. We anticipate recruiting additional registered representatives, establishing new branch offices, broadening our institutional and other services.

SECURITIES SALES SERVICES

WFG is a FINRA member broker-dealer providing securities sales services through a network of "independent contractor" registered representatives to several thousand retail clients. These representatives primarily sell stocks, mutual funds, bonds, variable annuities and variable life insurance products, managed account and other investment advisory and financial planning products and services. Commissions are charged on the sale of securities products, of which a percentage is shared with the representatives. Over 85% of our revenues during the past three years have been derived from these securities sales services. WFG's independent contractors receive a commission payout between 70% and 90% on average.

INSURANCE PRODUCT SALES

Through several selling agreements with larger insurance companies, WFG offers a variety of insurance products, which are sold by our independent broker network. Variable annuity and variable life products from various carriers are also offered, providing a large variety for consumers from which to choose. While this business is not significant to date, in terms of dollar revenues, we regard it as an important part of the services provided.

ADVISORY AND PLANNING

WFG is also registered as an Investment Advisor with the SEC and provides investment supervisory services. In addition, our independent representatives are able to provide planning and consulting services in a variety of financial services areas such as financial planning, tax planning, benefits consulting, corporate 401(k)s and other types of financial structures. Fees are billed quarterly for these services and shared between the firm and the investment advisor representatives on a fully disclosed basis. WFG is aggressively marketing to licensed advisors and intends to compete in this market place.

EXPANSION OF EXISTING BUSINESS

We intend to intensify our efforts to attract higher producing independent registered representatives by offering them a higher quality of service and a larger variety of financial products and service options to provide to their clients.

The expanded services include:

- Improved sales and business development education and support services;
- Improved marketing and recruiting;
- Enhanced electronic processing, communications and record keeping; and
- Increased capacity to provide investment advisory and insurance services.

WFG will attempt to expand our institutional sales capabilities, investment banking activities, hire additional independent representatives and market investment products to retail and institutional clients. WFG has also recently opened a corporate retail branch in the Financial District of New York City. WFG will continue to attempt to improve our overall profit margins in all areas of our business.

CLEARING AGENT AND CUSTOMER CREDIT

We use Southwest as our clearing agent on a fully disclosed basis. Southwest processes all securities transactions and maintains the accounts of customers. WFG and our clearing partners, Southwest and Fidelity Investments ("Fidelity") are members of the Securities Investor Protection Corporation ("SIPC"). This entitles our clients to protection of up to $500,000 in securities of which $250,000 may be in cash. Southwest has also purchased additional coverage for up to $100 million (net aggregate) insured through Lloyd's of London ("Lloyd's"). Accounts held at Fidelity have an excess SIPC policy of $1 billion of securities with a limit of $1.9 million coverage of cash, per account, also insured through Lloyd's. Money market funds held in a brokerage account are considered securities. Southwest provides the operational support necessary to process, record and maintain securities transactions for our brokerage and distribution activities. Southwest lends funds to our customers through the use of margin credit. These loans are made to customers on a secured basis, with Southwest maintaining collateral in the form of saleable securities, cash or cash equivalents. Under the terms of our clearing agreement, we indemnify Southwest for any loss on these credit arrangements. We have implemented policies to avoid possible defaults on margin loans with the increased supervision of customers with margin loans.

REGULATION

The securities business is subject to extensive and frequently changing federal and state laws and substantial regulation under such laws by the SEC and various state agencies and self-regulatory organizations, such as FINRA. Recent regulatory reform, most notably under the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010, is changing the landscape of the financial services business. WFG is registered as a broker-dealer with the SEC and is a member firm of FINRA. Much of the regulation of broker-dealers has been delegated to self-regulatory organizations, principally FINRA, which has been designated by the SEC as WFG's primary regulator. FINRA adopts rules (which are subject to approval by the SEC) that govern FINRA members and conducts periodic examinations of member firms' operations. WFG's advisory business is subject to regulation by the SEC and our insurance business is regulated by the state.

Broker-dealers are subject to regulations which cover all aspects of the securities business, including sales methods and supervision, trading practices, use and safekeeping of customers' funds and securities, capital structure of securities firms, record keeping and reporting, continuing education and the conduct of directors, officers and employees. Additional legislation, changes in rules promulgated by the SEC and self-regulatory organizations or changes in the interpretation or enforcement of existing laws and rules, may directly affect the mode of operation and profitability of broker-dealers.

The SEC, self-regulatory organizations and state securities commissions may conduct administrative proceedings which can result in censure, fines, the issuance of cease-and-desist orders or the suspension or expulsion of a broker-dealer, its officers or employees. The principal purpose of regulation and discipline of broker-dealers is the protection of customers and the integrity of the securities markets.

Our mutual fund distribution business is subject to extensive regulation as to duties, affiliations, conduct and limitations on fees under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the Investment Company Act of 1940, as amended (the "1940 Act"), and the regulations of FINRA. As discussed above, WFG is a FINRA member. FINRA has prescribed rules with respect to maximum commissions, charges and fees related to investment in any open-end investment company registered under the 1940 Act.

NET CAPITAL REQUIREMENTS

As a registered broker-dealer and a member firm of FINRA, WFG is subject to the net capital rule of the SEC. The net capital rule, which specifies minimum net capital requirements for registered brokers and dealers, is designed to measure the general financial integrity and liquidity of a broker-dealer and requires that at least a minimum part of its assets be kept in relatively liquid form. Net capital is essentially defined as net worth (assets minus liabilities), plus qualifying subordinated borrowings and less certain mandatory deductions that result from excluding assets not readily convertible into cash and from valuing certain other assets, such as a firm's positions in securities, conservatively.

Among these deductions are adjustments in the market value of securities to reflect the possibility of a market decline prior to disposition. WFG has elected to compute its net capital under the standard aggregate indebtedness method permitted by the net capital rule, which requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed a 15-to-1 ratio. WFG’s required minimum net capital is $100,000. Our net capital as of September 30, 2014, as calculated by Rule 15c3-1 of the SEC, was $557,000, which was $457,000 in excess of its required net capital of $100,000. The Company’s net capital ratio was approximately 1.32 to 1.

Failure to maintain the required net capital may subject a firm to suspension or expulsion by FINRA, the SEC and other regulatory bodies and ultimately may require its liquidation. We have met or exceeded all net capital requirements since WFG’s inception. The net capital rule also prohibits payments of dividends, redemption of stock and the prepayment or payment in respect of principal of subordinated indebtedness if net capital, after giving effect to the payment, redemption or repayment, would be less than a specified percentage of the minimum net capital requirement. Compliance with the net capital rule could limit those operations that require the intensive use of capital, such as underwriting and trading activities, and also could restrict our ability to withdraw capital, which in turn, could limit our ability to pay dividends, repay debt and redeem or purchase shares of our outstanding capital stock.

COMPETITION

We encounter intense competition in all aspects of our securities business and compete directly with other securities firms, a significant number of which have greater capital and other resources. In addition to competition from firms currently in the securities business, there has recently been increasing competition from other sources, such as commercial banks and insurance companies offering financial services, and from other investment alternatives. We believe that the principal factors affecting competition in the securities industry are the quality and abilities of professional personnel, including their ability to effectuate a firm's commitments, and the quality, range and relative prices of services and products offered.

PERSONNEL

At September 30, 2014 we had 11 full-time employees in addition to 83 registered representatives. None of our personnel are covered by a collective bargaining agreement. We consider our relationships with our employees to be good.

Item 7. Describe the Issuer's Facilities

Our principal executive offices are located at 117 Towne Lake Parkway, Suite 200, Woodstock, Georgia 30188 where the Company purchased 7,200 square feet of office space for approximately $1.2 million.

Item 8. Officers, Directors and Control Persons

A. Set forth below is information regarding our directors, executive officers and control persons.

NAME	***AGE***	***POSITION***
William J. Raike, III	56	Chairman, President and CEO, Control Person
Melissa L. Whitley	38	Treasurer, CFO and Director
Morris L. Brunson	77	Director

Directors of the Company are elected each year to serve for a period of one year and until their successors are elected and shall qualify. Executive officers of the Company serve until the board determines that their services are no longer desired. During 2013, Geoffrey Chalmers resigned from the Board for personal reasons leaving a vacancy on the Board of Directors. The Company has not decided on a replacement nominee to fill the Board vacancy

William J. Raike, III, Chairman, President and CEO (Since 1995)
Mr. Raike has been licensed in the financial services industry for approximately 28 years. His brokerage career began as a financial representative in 1985 with a FINRA member brokerage headquartered in Denver, Colorado. In 1988, Mr. Raike accepted a position as Vice President and Branch Manager of the Atlanta, Georgia regional office. He later joined Davenport & Company, a NYSE member firm headquartered in Richmond, Virginia. Mr. Raike subsequently owned an independently operated branch office of a FINRA member firm. Mr. Raike formed Woodstock Financial Group, Inc. (formerly Raike Financial Group, Inc.) in March of 1995. Mr. Raike currently holds positions as Chairman of the Board, CEO and President.

Mr. Raike is the President, CEO and Chairman of the Board of WFG, a wholly owned subsidiary of WHI. WHI is engaged through WFG, in full service securities brokerage and investment banking. Mr. Raike's qualifications include licensing in various capacities including; Series 4 (Registered Options Principal), 7 (General Securities Representative), 24 (General Securities Principal), 55 (Equity Trader), 63 (State Securities License), 65 (Investment Advisor), 79 (Limited Representative-Investment Banking), Georgia Life and Health and Georgia Variable Annuity.

Melissa L. Whitley, Treasurer, CFO and Director (Since 2003)
Mrs. Whitley has been with WHI since its inception in March 1995. Prior to joining Woodstock, she was the operations manager of an independently owned OSJ brokerage firm. Mrs. Whitley has served in several capacities during her tenure at WHI including: trading operations, administrative operations, as well as accounting and payroll. On March 20, 2009 Mrs. Whitley was discharged in United States Bankruptcy Court, Northern District of Georgia for a chapter 7 bankruptcy filing. During the 2008 economic crisis, Mrs. Whitley's spouse was laid off and remained unemployed for several months. As a result of the loss of income and the inability to pay financial obligations, Mrs. Whitley and her husband filed for Chapter 7 Bankruptcy protection and were discharged.

Mrs. Whitley currently holds a Series 27 Financial Operations Principal License and is the CFO and a director of WFG, a wholly owned subsidiary of WHI. Mrs. Whitley has been in the brokerage industry for 20 years and has been licensed for over 10 years. WHI is engaged through WFG, in full service securities brokerage and investment banking.

Morris L. Brunson, Director (Since 1995)
Mr. Brunson graduated from Berry College in 1958 with a degree in Business Administration with a concentration in Accounting. His career has been spent in the accounting and financial areas primarily in the health care business. He was the Accounting Manager for Floyd Medical Center, a Cost Accountant for Ledbetter Construction Co. and has held several positions at the American Red Cross and the United Way. He retired from the firm in 1998 and currently resides in Georgia.

Mr. Brunson's qualifications include senior financial management experience, with emphasis on accounting and cost controls. His attributes as a Board member include the ability to communicate positively with management on key financial and disclosure issues involving the company.

B. Legal Disciplinary History

None of the Company's officers, directors or control persons have, in the last five years, any legal or disciplinary history as described under Item 8 of the OTC Pink Basic Disclosure Guidelines.

C. Beneficial Shareholders

The following table sets forth the record ownership of our Common Stock as of September 30, 2014, as to (i) each person or entity who owns more than five percent (5%) of any class of our Securities (including those shares subject to outstanding options), (ii) each officer and director of the Company, and (iii) all officers and directors of the Company as a group.

Name	Shares Owned	Percent of Class
William J. Raike III (1)	14,672,000	78.9%
Melissa L. Whitley	40,000	*
Morris L. Brunson	-0-	-0-
Officers and Directors as a group (four persons) (1) (2)	14,712,000	78.9%

* Represents less than 1% of outstanding shares of common stock.

(1) Does not include 140,000 shares owned by his wife. In the event Mr. Raike was deemed a beneficial owner of the shares owned by his wife, he would beneficially own 14,812,000 shares or 79.6% of the outstanding shares.

(2) Officers and directors as a group do not include 140,000 shares owned by Mr. Raike's wife. In the event all officers and directors as a group were to include these 140,000 shares, officers and directors as a group would beneficially own 14,852,000 shares, representing 79.8% of the outstanding shares. In the event this group were to include officers of the subsidiary who beneficially own 500,000 shares (including options to purchase 200,000 shares at $.01 per share), then officers and directors as a group would beneficially own 15,352,000 shares, representing 82.5% of the outstanding shares.

To the best of our knowledge, the persons named in the table have sole voting and investment power with respect to all shares of Common Stock owned by them, subject to community property laws where applicable. Other than Common Stock, we have no class of stock entitled to vote on general corporate matters.

Item 9. Third Party Providers

The following are the name, address, telephone number and email address of each of the outside providers named below that advise the Company on matters relating to operations, business development and disclosure:

Legal Counsel
Steven Morse, Esq.
Morse & Morse, PLLC
1400 Old Country Road, Ste. 302
Westbury, NY 11590
Telephone: 516.487.1446
Website: www.morseandmorse.com
Email: morgold@aol.com

Accountant/Auditor
Firm Name: Accell Audit & Compliance
Address: 4868 W. Gandy Blvd., Tampa, FL 33611
Phone: 813.440.6380
Website: www.theaccellgroup.com

The Company does not utilize the services of any third party investor relations consultant or other advisor.

Woodstock Holdings, Inc.

QUARTERLY DISCLOSURE REPORT
FOR THE QUARTER ENDED SEPTEMBER 30, 2014
(UNAUDITED)

Item 10. Issuer's Certifications

We, William J. Raike, III, CEO and Melissa Whitley, CFO, certify that:

1. We have reviewed this Quarterly Disclosure Statement of Woodstock Holdings, Inc.;
2. Based on our knowledge, this Quarterly Disclosure Statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Quarterly Disclosure Statement; and
3. Based on our knowledge, the financial statements, and other financial information included or incorporated by reference in this Quarterly Disclosure Statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Quarterly Report.

DATE: November 7, 2014

/s/ William J. Raike, III, Chief Executive Officer
/s/ Melissa Whitley, Chief Financial Officer