

Ronald W. Crisp

RETIREMENT • INVESTMENT • ESTATE • TAX
PLANNING

DISCLOSURE BROCHURE

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This Disclosure Brochure provides information about the qualifications and business practices of Ronald W. Crisp, which should be considered before becoming a client. Please contact Mr. Ron Crisp if you have any questions about the contents of this brochure.

The information contained in this Disclosure Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Administrator.

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EXECUTIVE SUMMARY

Business Focus

Ronald W. Crisp, hereinafter referred to as “the Company”, is a multi-disciplined Registered Investment Advisor’ that is engaged in the business of providing comprehensive investment management and counsel through the development of personalized investment strategies. Such strategies are directed to individuals and their families, qualified pension/profit sharing plans, trusts, estates, fiduciaries, corporations and/or small businesses via:

- Active investment management and counsel using traditional investment management strategies;
- Asset allocation and investment risk management; and,
- Domestic financial management and retirement planning.

Mission Statement

The Company’s mission is to optimize the client’s future financial asset values by employing:

- Risk management strategies that reduce the fluctuations and volatility of investment returns.
- Incorporate investment strategies designed to enhance the client’s unique financial expectations relative to their predetermined benchmarks.
- Tax management strategies using investment vehicles designed to either provide a low tax basis, compound tax deferred, or tax exempt investment return.

In accomplishing this objective, the Company will: (i) author comprehensive financial plans when requested; (ii) create tailored investment solutions; (iii) implement the designed investment strategies through a pre-selected group of money managers (“Portfolio Managers”) or identified mutual/index funds; and, (iv) monitor the investment performance of such management strategies and/or Portfolio Managers.

Preparation & Development of Investment Parameters

The Company will engage new clients in pre-advisory consultations to gain better insight into their individual needs and objectives. Through these consultations, the Company will begin its evaluation of the client’s investment personality by discussing issues, such as, the client’s risk tolerances, liquidity needs, return expectations, economic outlook, and prior investment experience, goals and objectives, and a preferred approach for meeting such goals and objectives.

The term “Registered Investment Advisor” is not intended to imply that Ronald W. Crisp has attained a certain level of skill or, training. It is used strictly to reference the fact that the Company is “Registered” as an “Investment Advisor” with the Florida Department of Banking & Finance, Division of Securities and Finance – and with such other regulatory agencies that may have regulatory jurisdiction over their business practices.

EXECUTIVE SUMMARY

These pre-advisory consultations, along with profile questionnaires² that the Company will have the client complete, help define for the Company the client's investment parameters. Once defined, the investment parameters lend to the development of a tailored investment strategy. However, if the client has difficulty articulating their investment parameters or does not truly have a grasp of his or her overall personal finances, a comprehensive financial plan may be suggested to the client before proceeding with any investment management and asset allocation.

Successful investment management and asset allocation can be difficult to achieve if the client cannot project a clear picture of their investment parameters; and with today's global markets this can be very critical. The pre-advisory consultations, profile questionnaires and, if necessary, a financial plan, help the Company eliminate much of the guesswork in achieving financial security and independence the client desires by simplifying these financial alternatives. For the client, such quality time invested by the Company on the front-end solves problems, eliminates future concerns and cultivates peace of mind. In addition, front-end investment planning helps:

- Define and narrow the client's objectives and investment options;
- Stimulate creative thinking;
- Identify areas of greatest concern;
- Create a unique picture of the client's overall financial personality; and,
- Provide an effective and efficient way for the Company to address each client's unique financial needs and objectives.

Whether or not a client elects to initiate a comprehensive financial plan, the Company will prepare an Investment Policy Statement. This Investment Policy Statement will serve the Company in managing a client's account(s), and assist in selecting Portfolio Managers that have similar investment parameters and objectives to those of the client. In addition the Investment Policy Statement will be used as a guideline and as a standard against which to measure future results and to make modifications where necessary.

² The profile questionnaires used by the Company are important tools in gathering information about the client's investment methodology, risk tolerance, income/tax bracket, liquidity, time horizons, etc.,. If the client elects not to answer the questionnaires or chooses to respond with limited input, the Company can operate in a handicapped capacity. Therefore, if the client desires the most effective and accurate recommendations regarding their managed account, they will make every effort to provide the Company with detailed personal needs and objectives, along with detailed financial and tax information.

INVESTMENT SERVICES

The Company provides investment management services on a discretionary and non-discretionary basis for respective clients by structuring tailored investment solutions designed to achieve positive long-term investment results.

Based on the Investment Policy Statement developed from the pre-advisory consultations with the client to determine his or her investment objectives, risk tolerances and time horizon, a tailored investment strategy will be presented. Such investment strategies include: (i) directly managing client assets using investment company products for wealth accumulation and capital preservation; and/or, (ii) matching the particular needs of the client with a pre-selected group of quality third-party money managers ("Portfolio Manager") for the provision of investment management and asset allocation.

Investment services are offered to clients under separate management arrangements depending on their investment needs and qualifications. The Company's investment services are described along with their fee schedule, management requirements, and refund and termination provisions as follows:

Managed Accounts

Managed Account services focus primarily on wealth accumulation and capital preservation. The Company may use the following investment vehicles to achieve this objective: mutual funds, closed-end funds, and variable, indexed and/or fixed annuities. Unless otherwise directed by the client in writing, the Company will obtain the authority to change the allocations of said securities at anytime without the consent or advice of the client.

Fee Structure for Managed Accounts

The standardized fees below presents the annual percentage charged for portfolio management provided on an asset-based fee arrangement. The fee for a quarter is one fourth of the annual applicable percentages multiplied by the aggregate market value of the assets in the account on the first business day of each calendar quarter.

Based on the size, complexity, nature of the portfolio and risk tolerance of each client one or more of the following three allocation accounts will be established with each account comprising a management fee no less than 0.50% with a maximum fee of 1.60% per account.

- Silver Standard Asset Account
- Gold Composite Asset Account
- Platinum Premier Asset Account

The Company requires a minimum initial investment of \$25,000 to open a managed account. This minimum may be waived under certain circumstances. The Company retains discretion to modify the above fees at any time. The fees may be negotiable on a client-to-client basis.

Billing

Each client is billed quarterly in advance and deducted from his/her account based upon the last day of the previous calendar quarter account value. For the first billing quarter, if an account is not opened at the beginning/end of a quarter, the fee will be based upon a pro-rata calculation of the aggregate market value of the client's assets under management.

Additional assets deposited/withdrawn into/from a client's account during the quarter will result in adjustments by the Company to a client's bill unless such deposits or withdrawals exceed \$10,000. Such deposits or withdrawals of this amount or greater may require modifications and adjustments to a client's investment allocation. A pro-rata fee based upon the number of days remaining in the current quarterly period will be assessed to the client. No fee adjustment will be made for partial withdrawals within a billing period.

Fee Exclusions

The above fees are exclusive of any fees, trading commissions, service or account charges, and load or redemption charges that may be imposed by a fund or variable annuity company, custodian or broker/dealer. In addition, clients are advised when purchasing investment company products that all fees paid to the Company for advisory services listed above are separate from the fees and expenses charged to beneficial-interest-shareholders of mutual fund shares by the investment company or by the investment advisor managing the mutual fund portfolios. A complete explanation of these expenses charged by the mutual funds is contained in each mutual fund's prospectus. Clients are encouraged to carefully read the fund prospectus.

Portfolio Monitoring Services

Portfolio monitoring services focus on matching the particular needs of the client, as outlined in the Investment Policy Statement, with the investment performance and predefined objectives of the Portfolio Manager for the provision of investment management, asset allocation and timing services. Under such arrangement, the Company would not directly manage client assets; but rather, monitor the performance of the Portfolio Manager(s) to whom client's investment accounts may be referred.

Portfolio Development and Monitoring Services

The Company will make available to the client a selected group of Portfolio Managers that fit the client's investment objectives. Such Portfolio Managers, under the Company's direction, will then implement the investment management, allocation and timing services in accordance with the investment policy statement.

INVESTMENT SERVICES

The Portfolio Managers may have little or no direct client contact, relying instead on prequalification by the Company through the Investment Policy Statement. The Company will perform such qualifying analysis together with performing certain professional, administrative and clerical duties prior to selection and opening accounts with a particular Portfolio Manager. Once the account has been established, the Company will continue to monitor the Portfolio Manager and provide the client with periodic updates of their performance.

Fee Structure for Portfolio Monitoring Services

The Portfolio Managers who will be used to manage client's accounts will disclose their fee structure for management services in their Disclosure Brochure (the Portfolio Manager's Schedule H and/or ADV Part II), which the Company will provide the client prior to opening an account. Such fees charged to the client's account will include: (i) the Portfolio Managers management fee; (ii) the consulting fee charged by the Company; and, (iii) trading commissions and/or account charges that may be imposed by the custodian or broker/dealer used to custody the accounts. The Portfolio Manager's Disclosure Brochure contains all pertinent disclosures relating to their management services and the fee structure for such services – the client is encouraged to carefully review these disclosures.

Termination Provisions for Managed Accounts & Portfolio Monitoring Services

Client has five (5) full business days after entering into an advisor agreement, whether oral or in writing, in which to cancel and obtain a full refund.

Either party at anytime upon receipt of 30 days written notice may terminate services. This allows the Company sufficient time to finalize transactions and enable the delivery of final statements and release of documents. Upon termination, the Company and/or Portfolio Manager shall be paid their fee through the date of termination and any balance of the management fee not used shall be refunded on a pro-rata basis.

FINANCIAL PLANNING

Should the initial one-on-one consultation reveal the need for financial planning, the Company can provide such services for respective clients depending on their needs and/or desires.

Financial planning is an evaluation of the investing and financial options available to a client based upon their defined economic criteria. Planning includes: (i) attempting to make optimal decisions; (ii) projecting the consequences of these decisions for the client in the form of a financial plan – a working blueprint; (iii) implementing the protocol to achieve the objectives of the plan; and then, (iv) comparing future performance against the working blueprint.

A financial plan can be all-inclusive – reviewing every aspect of a client's financial holdings – or targeted – review, analysis and evaluation of a core area of financial need. In general, financial planning encompasses one or more of the following areas of concern:

- *Personal:* Family records, budgeting, personal liability, estate information and financial goals.
- *Education:* Education IRAs, financial aid, state savings plans, grants and general assistance in preparing to meet dependents continuing educational needs through development of an education plan.
- *Taxes & Cash Flow:* Income tax and spending analysis for current and future years. The Company will illustrate the impact of various investments on client's current income tax and future tax liability.
- *Death & Disability:* Cash needs at death, income need of surviving dependents, estate planning and income analysis.
- *Estate:* Living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing homes, Medicaid, and elder law.
- *Retirement:* Analysis of current strategies and investment plans to help clients achieve their retirement goals.
- *Investments:* Analysis of investment alternatives and their effect on client's portfolio(s).
- *Insurance:* Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.

Preparing the Financial Plan

The Company prepares the financial plan in four phases. These phases are defined as follows:

Phase I – Detail Evaluation

Through the detail evaluation process, the Company learns about the client and what the client wants to achieve. This is accomplished through personal interviews and questionnaires, which are designed to address all of the financial planning disciplines discussed above. The Company approaches the process assuming that the engagement will be comprehensive, in order to ensure that the client is aware of all aspects of the financial planning process.

FINANCIAL PLANNING

The client has the opportunity to prioritize their objectives and to remove from the process any areas that are not applicable to their circumstances. After completion of the interviews and questionnaires, the Company prepares an agenda and conducts a meeting with the client to begin formally documenting their goals and objectives. After this meeting, the Company drafts a report documenting the financial planning process disciplines, which the client wishes to address, and detailing the specific objectives under each discipline. Redrafting and meeting can be repeated until the client is completely satisfied with the report. This report is the basis for the three subsequent phases, helping to ensure the appropriateness and relevance of the remainder of the planning process.

Phase II –Integrated Solutions

Once the client's objectives have been documented, the Company works with the client to gather the relevant financial information needed to proceed with the planning process. Information requested could include insurance policies, spending history, investment statements, pay stubs, details on other assets, details on other liabilities, etc... Depending upon the engagement, different levels of financial reporting will be undertaken. At a minimum, a statement of financial position, designed for financial planning use only, will be prepared. The statement of financial position and a written summary of the relevant aspects of any other financial information, e.g., a summary of homeowner's insurance coverage, is the end result of this phase. Now that the first two phases are complete, the Company, knowing what the client wants to accomplish and what the client's financial realities are, is in a position to prepare an actual financial plan.

Phase III –Personal Action Plan

The Company defines the financial plan itself as a road map designed to take the client from where they currently are financially, to where they want to be financially. This is the creative portion of the process. There are usually many different ways to accomplish a given goal. The objective, however, is to formulate a plan that the client will be comfortable executing. In some cases, the drafting of the plan reveals the need for the Company to help the client reconcile the gap between their expectations and their financial realities. Once a viable plan has been drafted, it is presented to and reviewed with the client. The draft and review process is repeated until the client is satisfied with the financial plan.

Phase IV- Targeted Reviews

A financial plan is of limited value if it is not put into action. Accordingly, the Company places a premium on implementation and monitoring of the plan. The implementation schedule provides the client with a list of tasks and deadlines designed to ensure that the plan put into action. The following are some examples of implementation: (i) drafting of appropriate estate documents (performed by an estate attorney); (ii) purchase of various insurance policies; (iii) investment advisory services, including preparation of a Investment Policy Statement and asset allocation strategy (performed by the Company, or another investment adviser/broker-dealer of the client's choice); (iv) adoption and monitoring of a personal budget; and, (v) ongoing income tax planning. The Company strongly suggests that the overall financial plan be reviewed on not less than an annual basis. Investment advisory services are performed in accordance with the disclosures contained under "Investment Services above.

NOTE: All information provided by and to the client will be kept entirely confidential. Such information will be disclosed to third parties only with mutual written consent or as may be permitted by law.

Financial Planning Fees

The Company's financial planning fees will be based on the size, complexity, and nature of each client's personal and financial situation and the amount of time it will take to analyze and summarize the plan.

Comprehensive Financial Planning Fee

All financial planning fees will be fully disclosed up-front in a Financial Planning Agreement ("Agreement"), which will include an estimate of the cost to review the client's financial information and prepare the comprehensive financial plan. The fee will generally not exceed the written estimate provided in the Agreement and one-half the fee is due at the time the Agreement is signed. Financial planning services are offered on a fixed fee basis and range between \$500 - \$2,500.00 depending on estate size, complexity of issues and required work.

Hourly Consultations

The Company's hourly consultations target for review and analysis core areas of financial need for a client. The time it will take to analyze and summarize the client's finances will have a profound impact on the cost to complete the consultation.

Hourly Consultations will be billed at a rate not to exceed \$100.00 per hour, and any clerical fees will not exceed \$35.00 per hour. All fees will be completely itemized in a monthly billing statement to the client, or as otherwise predetermined in a proposal, engagement letter and/or by retainer.

Termination Provisions for Financial Planning

Clients have five (5) full business days to terminate the Agreement. Should client wish to terminate the Agreement after such time period and before presentation of the financial plan, the Company will be compensated through the date of termination for time spent in design of the financial plan at the hourly rate agreed to by both parties in the Agreement. After the financial plan has been completed and presented to the client, termination of the Agreement is no longer an option.

Hourly Consultations can be terminated at any time. The Company will bill the client for any services rendered from the date of the last bill up to the date of termination at the agreed upon hourly rate.

QUALIFICATIONS & RESPONSIBILITIES

Business Qualifications

Mr. Ronald W. Crisp will be directly responsible for the leadership and direction of the Company to ensure such investment activities are being performed to the expectations of the clients.

Mr. Crisp has over 30 years of professional experience in the areas of corporate and/or personal financial, tax and estate planning, and investments. His qualifications and experience includes the following:

Ronald William Crisp

Date of Birth: June 14, 1951

Education: University of South Florida .BA: Accounting
University of South Florida .BA: Finance
Life, Health & Variable Insurance License (Florida)
NASD Exams:
Series 6 –Investment Company/Variable Contracts Representative
Series 26 –Investment Company/Variable Contracts Principal
Series 65 .Uniform Investment Advisor

Business: 10/86 .Present Ronald W. Crisp
Position: Owner

Account Responsibility

Each account will be reviewed at least quarterly by Mr. Crisp to determine if the client's needs and objectives are being met. General guidelines as defined by the client and cash needs will be adjusted as necessary. Any specific goals and objectives, as designed by the client through one-on-one consultations, will be established for portfolio positioning and diversification, and monitored periodically for revision as needs dictate. All financial plans will be reviewed at least annually. Significant changes in the client's personal circumstances, the general economy, or tax law changes can trigger more frequent reviews. However, it is the client's responsibility to contact the Company concerning these changes

Investment results are provided to clients on at least a quarterly basis. Each statement will summarize the specific investments currently held and the value of client's portfolio. Clients will also receive quarterly reports from the investment company and/or brokerage firm where the accounts are held in custody.

Education & Business Standards

Any Investment Advisory Representative retained by the Company will be required to have suitable investment experience in fields directly related to investment management, as well as, have the required examinations and/or qualifications to act as such representative as required by law.

Method of Analysis, Sources of Information & Investment Strategies

Methods of Analysis

The method of analysis used depends on the investment strategy and philosophy of the client and the style of the Portfolio Managers and/or mutual funds that the client has asked the Company to monitor.

In addition, the Company uses a fundamental approach, such as economic conditions, earnings, industry outlook, politics (as it relates to investments), historical data, price-earnings ratios, dividends, and general level of interest rates, company management, debt ratios and tax benefits in advising clients on financial matters.

Sources of Information

The Company uses analysis and research including proprietary software programs that provide insightful analysis, comprehensive data, and groundbreaking tools for building and analyzing mutual funds, variable annuities, and closed-end funds. The Company also relies on numerous financial journals for information. Other sources may include, but are not limited to, domestic, international and governmental newspapers, bulletins, magazines, books and other publications. On occasion, the Company will use material prepared by investment companies and research releases prepared by other research companies.

Investment Strategies

The Company generally recommends long-term investment strategies requiring a minimum of a five (5) to ten (10) year time horizon. Also, the strategies used depends on the selected Portfolio Manager's and/or mutual fund's style, as dictated by the client's selection of said Portfolio Manager and/or mutual fund and the client's investment parameters.

Other Business Activities

Mr. Crisp has entered into various independent selling agreements with several insurance companies to offer their insurance products to prospective clients. Mr. Crisp also prepares tax returns for his clients and prospective clients.

CODE OF ETHICS

This Code of Ethics expresses the policy and procedures of Ronald W. Crisp (Company), and is enforced to insure that no one is taking advantage of their position, or even giving the appearance of placing their own interests above that of the accounts, clients, and shareholders we are serving. In this regard, Section 204A of the Investment Advisers Act of 1940 ("Act") requires investment advisers to establish, maintain, and enforce policies designed to prevent the misuse of nonpublic information by the investment adviser and its associated persons. Moreover, Section 206 of the Act, among other things, prohibits investment advisers from engaging in any device, scheme, or artifice to defraud any existing or prospective client. In compliance with Sections 204A and 206 of the Act, this Code of Ethics contains provisions reasonably necessary to eliminate the possibility of conduct constituting the misuse of nonpublic information and/or fraud against any existing or prospective client. As more specifically detailed below, this Code prohibits all associated persons from trading in any securities listed on the Restricted Trading List without prior written approval.

The following definitions apply as used herein: The term "account" shall mean any advisory client of the COMPANY or its affiliated companies or subsidiaries. The term "Security" means any note, treasury stock, bond, debenture, evidence of indebtedness, certificate of interest, option or participation in any profit-sharing agreement, collateral-trust certificate, pre-organization certificate or subscription, transferable share, investment contract, voting-trust certificate, certificate of deposit for a security, fractional undivided interest in oil, gas, or other mineral rights, or, in general, any interest or instrument commonly known as a "security", or any certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing; provided, however, that "security" shall not mean securities issued by the government of the United States, bankers' acceptances, bank certificates of deposit, commercial paper, shares of registered open-end investment companies, variable annuity contracts and variable life insurance policies.

"Beneficial ownership" shall be interpreted in the same manner, as it would be in determining whether a Person is subject to the provisions of Section 16 of the Securities Exchange Act of 1934 and the rules and regulations there under. "Beneficial ownership of a security" includes securities held by:

- ▶ Your spouse, minor children or relatives who share the same house with you;
- ▶ an estate for your benefit;
- ▶ a trust, of which (i) you are a trustee or you or members of your immediate family have a vested interest in the income or corpus of the trust, or (ii) you own a vested beneficial interest, or (iii) you are the settlor and you have the power to revoke the trust without the consent of all the beneficiaries;
- ▶ a partnership in which you are a partner;
- ▶ a corporation (other than with respect to treasury shares of the corporation) of which you are an officer, director or 10% stockholder;
- ▶ any other person if, by reason of contract, understanding, relationship, agreement or other arrangement, you obtain there from benefits substantially equivalent to those of ownership; or
- ▶ your spouse or minor children or any other person, if, even though you do not obtain there from the above mentioned benefits of ownership, you can vest or re-vest title in yourself at once or at some future time.

Code of Ethics, continued:

A beneficial owner of a security also includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, has or shares voting power and/or investment power with respect to such security. Voting power includes the power to vote, or to direct the voting of such security, and investment power includes the power to dispose, or to direct the disposition of such security. A person is the beneficial owner of a security if he or she has the right to acquire beneficial ownership of such security at any time within sixty days.

Responsibility

"Associated person," means any officer, director, advisor or employee of the COMPANY or its affiliates. It is expected that all supervisory personnel, access persons, solicitors, and employees conduct business with the highest level of ethical standards keeping in mind at all time the COMPANY's fiduciary duties to its clients.

The Chief Compliance Officer (CCO) will be responsible for having each employee sign a written acknowledgement that they have read this entire Compliance Manual and any amendments thereto. A copy of such receipt will be kept in the supervised/access persons employment file. Furthermore, the CCO will be responsible for maintaining and enforcing the COMPANY's policies and recording any violation and any actions taken as a result of any violation, and reporting any violation to senior management of the COMPANY.

Duty to Clients

The COMPANY has a duty to exercise its authority and responsibility for the benefit of its clients, to place the interests of its clients first, and to refrain from having outside interests that conflict with the interests of its clients. The COMPANY is committed to avoid any circumstances that might adversely affect, or appear to affect, its duty of complete loyalty to its clients.

Privacy of Client Financial Information

The COMPANY will not disclose any nonpublic personal information about a client to any nonaffiliated third party unless the client expressly gives permission to COMPANY to do so. The client in writing or verbally in person or on the phone must grant such permission, or denial of permission, to COMPANY. A copy of the permission/denial document will be kept in the client file.

Prohibited Acts

The COMPANY or any of its supervised persons, access persons or employees will not;

- ▶ employ any device, scheme or artifice to defraud;
- ▶ make any untrue statement of a material fact;
- ▶ omit to state a material fact necessary in order to make a statement, in light of the circumstances under which it is made, not misleading;
- ▶ engage in any fraudulent or deceitful act, practice or course of business; or,
- ▶ engage in any manipulative practices.

Conflicts of Interest

The COMPANY has a duty to disclose potential and actual conflicts of interest to their clients. All supervised persons, access persons and solicitors have a duty to report potential and actual conflicts of interest to the CCO. Gifts (other than the minimum gifts, which are usually defined as having a value under \$100.00) should not be accepted from persons or entities doing business with the COMPANY.

Code of Ethics, continued:

Use of Disclaimers

The COMPANY shall not attempt to limit liability for willful misconduct or gross negligence through the use of disclaimers.

Suitability

The COMPANY shall only recommend those investments that it has a reasonable basis for believing are suitable for a client, based upon the client's particular situation and circumstances. In addition, clients should be instructed to immediately notify the COMPANY of any significant changes in their situation or circumstances so that the COMPANY can respond appropriately.

Duty to Supervise

Under the Advisers Act Section 203(e)(5), the CCO is responsible for ensuring adequate supervision over the activities of all persons who act on the COMPANY's behalf. Specific duties include, but are not limited to:

- ▶ establishing procedures that could be reasonably expected to prevent and detect violations of the law by its advisory personnel;
- ▶ analyzing its operations and creating a system of controls to ensure compliance with applicable securities laws;
- ▶ ensuring that all advisory personnel fully understand the COMPANY's policies and procedures; and,
- ▶ establishing an annual review system designed to provide reasonable assurance that the COMPANY's policies and procedures are effective and are being followed.

The COMPANY will provide a copy of its Code of Ethics to all clients and prospective clients upon request in addition to being part of this brochure.

FINANCIAL INDUSTRY ACTIVITIES & AFFILIATIONS

Brokerage Affiliations

Mr. Crisp is a registered representative of Gradient Securities. Securities transactions can be provided through wholesale brokerage accounts with a RIA platform or can be set up through his broker dealer affiliation. Accounts involving securities can be set up on a fee base only and/or commissionable to Mr. Crisp if accounts are set up through his Broker Dealer, which would be disclosed by the “Company” to the client prior to making such transactions.

POTENTIAL CONFLICTS OF INTEREST

Participation or Interest in Client Transactions

It is against Company policies for any owners, officers, directors and employees to invest in a private business interest or other non-marketable investment with a client or clients unless prior approval has been granted by the Company, and is not in violation of any SEC and/or State rules and regulations. However, owners, officers, directors and employees of the Company are permitted to personally invest their own monies in stocks (OTC and Listed), bonds, investment company products and other publicly traded securities, which may also be, from time to time, recommended to clients. Such investment purchases are independent of, and are not connected in any way to, investment decisions made on behalf of the Company’s clients. Personal trading activities conducted by the Company and its owners, officers, directors and employees are monitored by Mr. Ronald W. Crisp to ensure that such activities do not impact upon client security or create conflicts of interest.

The Company monitors closely transactions that could be insider trading. All employees’ personal securities transaction records will be maintained separately and independently from that of clients.

Investment or Brokerage Discretion

Securities and Amount Bought or Sold

The Company executes an agreement with each client, which sets forth the authority to buy and sell securities in whatever amounts are determined to be appropriate for the account and whether such transactions are with, or without, prior approval by the client.

Selection of Portfolio Managers

Initial due diligence by the Company has led to the availability of a select group of Portfolio Managers which the client may choose to have manage their accounts. The Company will assist the client in determining which will provide the most effective financial growth based upon client’s stated objectives in the client’s Investment Policy Statement. While the Company has exercised its best efforts in combining investment performance with the cost of such services offered by the Portfolio Managers, the Company does not specify that the Portfolio Managers to which it refers its clients have the highest performance or lowest costs. Accordingly, the client’s selection of such Portfolio Managers will be limited to those offered by the Company. Therefore, it is possible that the client might be able to contract for similar services elsewhere or separately, with higher performance at lower costs.

POTENTIAL CONFLICTS OF INTEREST

Additional Compensation

Economic Benefits & Conflicts of interest for Managed Accounts and Financial Planning

Clients are cautioned to consider their options carefully when the Company and its Investment Advisor Representatives (“IAR”) prepare a financial plan, which recommends the purchase or sale of any security or insurance product. There is a potential conflict in recommending the purchase of securities or insurance products in the financial plan if the IAR is also a commission representative. The incentive on the part of the Company and the IAR is to recommend only those products in which they will receive a commission. Consequently, the objectivity of the advice rendered in the financial plan could be subjective and disadvantage the client.

Therefore, to ensure clients understand the full relationship of the Company to any related parties that the Company may refer business, as well as the options clients have in receiving Investment Services and/or Financial Planning, the following disclosures are provided:

- Clients are free to choose any broker/dealer to execute their securities transactions.
- Clients are under no obligation to have the Company, or the firms to whom business is referred, implement any recommendations made in the financial plan.
- If the Company’s IAR is selected to assist implement certain aspects of a financial plan that require the purchase of investments or insurance related products, the IAR will be a licensed representatives of those companies (for insurance and securities). They will receive the normal commissions associated with such transactions.
- If IARs of the Company are asked to make purchases of investments or insurance products as recommended by the Company in a financial plan, they will utilize only those financial products offered by companies that the IARs have selling agreements with. Therefore, such product recommendations may be limited due to the pool of financial products for him to draw from.
- The Company does not receive any economic benefit from the recommendation to purchase an investment product through the IARs or other licensed professionals without first notifying the client of such possibilities. The Company makes every effort to act in a fiduciary capacity in which the interests of the client are first and foremost.

Notwithstanding such potential conflicts of interest, the Company strives to serve the best interest of the client; as well as, ensuring such disclosure is being properly made to clients in compliance with the Investment Advisor Act of 1940, Rule 275.206 and the Florida Administrative Code 3E-600.O 131.

Referral Compensation

The Company may directly compensate persons for client referrals, provided that those persons are qualified and have entered a solicitation agreement with the Company. Under such arrangements, the client will be provided full disclosure of the compensation paid to the solicitor and whether such referral will result in higher management fees.