

Item 1 – Cover Page

Berk Cleveland Rathmell Wealth Strategies, LLC

3500 Blue Lake Drive, Suite 155

Birmingham, AL 35243

(205) 298-1234

www.bcrwealth.com

September 7, 2011

This Brochure provides information about the qualifications and business practices of Berk Cleveland Rathmell Wealth Strategies (“BCR Wealth Strategies”). If you have any questions about the contents of this Brochure, please contact us at (205) 298-1234 or at nberk@bcrwealth.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

BCR Wealth Strategies is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about BCR Wealth Strategies also is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for BCR Wealth Strategies is 119670.

Item 2 – Material Changes

This current update of our brochure includes the following material changes:

- 1) To reflect the addition of Sandra Cleveland and Marshall Rathmell as owners (effective September 30, 2011), the firm changed its name from Professional Asset Strategies, LLC to **Berk Cleveland Rathmell Wealth Strategies, LLC** (BCR Wealth) effective August 15, 2011.
- 2) Item 5 “Fees Fee & Compensation” was updated to reflect a revised breakpoint schedule and disclosure was added indicating that BCR Wealth Strategies may charge clients an annual maintenance fee.
- 3) BCR may separately charge for required custody audit and related expenses, pursuant to mutual agreement, incurred as a result of providing trustee or guardianship services. This is limited to a small number of client relationships in which BCR’s professional may act in such capacities.

Currently, our Brochure may be requested by contacting Norman M. Berk at (205) 298-1234 or at nberk@brcwealth.com. Additional information about BCR Wealth Strategies including the firm’s Brochure is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with BCR Wealth Strategies who are registered, or are required to be registered, as investment adviser representatives of BCR Wealth Strategies.

Item 3 -Table of Contents

Item 1 – Cover Page	i
Item 2 – Material Changes.....	ii
Item 3 -Table of Contents	iii
Item 4 – Advisory Business	1
Item 5 – Fees and Compensation	3
Item 6 – Performance-Based Fees and Side-By-Side Management	5
Item 7 – Types of Clients	6
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	6
Item 9 – Disciplinary Information	8
Item 10 – Other Financial Industry Activities and Affiliations	9
Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	9
Item 12 – Brokerage Practices	10
Item 13 – Review of Accounts	11
Item 14 – Client Referrals and Other Compensation	12
Item 15 – Custody.....	12
Item 16 – Investment Discretion.....	13
Item 17 – Voting Client Securities	13
Item 18 – Financial Information.....	13
Brochure Supplements (provided to clients)	

Item 4 – Advisory Business

Norman Berk, with the addition of Sandra Cleveland and Marshall Rathmell effective September 30, 2011, own BCR Wealth Strategies which has been providing advisory services since 2002. As of December 31, 2010 BCR Wealth Strategies managed \$118,894,620 on a discretionary basis and \$551,543 on a nondiscretionary basis.

BCR Wealth Strategies offers financial planning and wealth management, consulting and investment management services to individuals, pension and profit sharing plans, trust estates, charitable organizations, corporations and business entities. BCR Wealth Strategies, depending upon the engagement, offers its services on a fee basis which may include hourly and/or fixed fees as well as fees based upon assets under management. Prior to engaging BCR Wealth Strategies to provide any of the foregoing investment advisory services, the client will be required to enter into one or more written agreements with BCR Wealth Strategies setting forth the terms and conditions under which BCR Wealth Strategies shall render its services.

Financial Planning and Consulting

BCR Wealth Strategies offers a broad range of financial planning and consulting services (which may include tax-related services, litigation support and expert witness services as well as other non-investment related matters). A financial plan consists of the following topics as applicable: clarifying and prioritizing goals, cash management, retirement planning, education planning, risk management, income tax planning, estate tax planning and investment planning.

BCR Wealth Strategies may recommend the services of itself and/or other professionals to implement financial planning and consulting recommendations. Clients are advised that a conflict of interest exists if BCR Wealth Strategies recommends its own services. A client is under no obligation to act upon any of the recommendations made by BCR Wealth Strategies under a financial planning/consulting engagement and/or engage the services of any such recommended professional, including BCR Wealth Strategies or BCR Wealth Strategies' affiliated insurance agency. The client retains absolute discretion over the implementation of all such financial planning/consulting decisions and is free to accept or reject any of BCR Wealth Strategies' recommendations.

Investment Management Services

BCR Wealth Strategies offers investment management services on a fee-only basis. Based on a client's individual circumstances, BCR Wealth Strategies will manage a client portfolio(s) of investment assets. Clients may grant BCR Wealth Strategies discretionary authority to manage client portfolios by arranging for the purchase and sale of client investments through the client's investment account(s), or BCR Wealth Strategies may provide nondiscretionary services requiring the consent of the client prior to BCR Wealth Strategies arranging for the purchase or sale of any investment.

BCR Wealth Strategies will primarily allocate clients' investment management assets among mutual funds and exchange traded funds. BCR Wealth Strategies may also exercise discretionary authority provided by the client to select a third party, unaffiliated investment manager to the extent it determines necessary for specific investment management services, primarily involving the management of large fixed income securities portfolios.

BCR Wealth Strategies also may render non-discretionary advice to clients relative to: (1) variable life/annuity products that they may own, and/or (2) their individual employer-sponsored retirement plans. In so doing, BCR Wealth Strategies either directs or recommends the allocation of client assets among the various mutual funds available within the variable life/annuity product or retirement plan. The client assets shall be maintained at either the specific insurance company that issued the variable life/annuity product which is owned by the client, or at the custodian designated by the sponsor of the client's retirement plan.

Information for all clients:

Each client is advised that it remains such person's responsibility to promptly notify BCR Wealth Strategies if there is ever any change in such person's financial situation or investment objectives for the purpose of reviewing, evaluating, or revising BCR Wealth Strategies' previous recommendations and/or services.

Item 5 – Fees and Compensation

Financial Planning and Consulting

BCR Wealth Strategies will charge a fixed fee and/or hourly fee for these services. BCR Wealth Strategies' financial planning and consulting fees are negotiable, but generally range from a fixed fee of \$1,500 to \$10,000, or up to \$300 on an hourly rate basis, depending upon the level and scope of the services and the BCR Wealth Strategies professional rendering the financial planning and/or the consulting services. Certain clients that require more complex financial planning and consulting may be subject to additional fees.

For financial planning and/or consulting services, BCR Wealth Strategies requires one-half of the financial planning/consulting fee (estimated hourly or fixed) payable upon entering the written agreement. The balance is generally due upon delivery of the financial plan or completion of the agreed upon services. Either party may terminate the agreement by written notice to the other. In the event the client terminates BCR Wealth Strategies' financial planning and/or consulting services, any additional balance may be negotiated between BCR Wealth Strategies and the client.

Investment Management Services

In the event the client determines to engage BCR Wealth Strategies to provide investment management services, BCR Wealth Strategies shall do so on a fee-only basis. If engaged, BCR Wealth Strategies shall charge an annual fee based upon a percentage of the market value of the assets being managed by BCR Wealth Strategies. BCR Wealth Strategies' annual fee shall be prorated and charged quarterly, in advance, based upon the -market value of the assets on the last day of the previous quarter.

The annual fee shall vary depending upon the market value of the assets under management and the type of investment management services to be rendered. In some cases fees are negotiable. The following reflects BCR Wealth Strategies' current general fee schedule (subject to change).

<u>Portfolio Value</u>	<u>Annual Fee</u>
First \$500,000	1.25%
\$500,000 - \$1,000,000	1.00%
\$1,000,000 - \$2,000,000	0.75%
\$2,000,000 - \$5,000,000	0.65%
\$5,000,000 - \$10,000,000	0.55%
Above \$10,000,000	0.45%

BCR Wealth Strategies requires a minimum total fee of \$500 per year and may charge an additional annual set up/administrative fee in accordance with the investment advisory agreement. Additionally, each client may be charged an annual maintenance fee of \$300.

BCR Wealth Strategies may offset all or a portion of fees charged to a client for financial planning/consulting services if a client elects, based on such services, to retain BCR Wealth Strategies for investment management services.

BCR Wealth Strategies may only implement its investment management recommendations after the client has arranged for and furnished BCR Wealth Strategies with all information and authorization regarding accounts with appropriate custodians.

In its agreement with BCR Wealth Strategies, clients may authorize BCR Wealth Strategies to debit the client's custodial account(s) for the amount of BCR Wealth Strategies' fee. BCR Wealth Strategies may also invoice clients for fees.

The client may make additions to and withdrawals from account(s) at any time, subject to BCR Wealth Strategies' right to terminate an account. If assets are deposited into or withdrawn from an account after the inception of a quarter, the fee payable with respect to such assets will not be adjusted or prorated based on the number of days remaining in the quarter. Clients may withdraw account assets on notice to BCR Wealth Strategies. BCR Wealth Strategies designs its portfolios as long-term investments and assets withdrawals may impair the achievement of a client's investment objectives.

For the initial quarter of investment management services, the first quarter's fees shall be calculated on a pro rata basis. An Agreement between BCR Wealth Strategies and the client

will continue in effect until terminated by either party pursuant to the terms of the Agreement. BCR Wealth Strategies' annual fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner.

Additions may be in cash or securities provided that BCR Wealth Strategies reserves the right to liquidate any transferred securities, or decline to accept particular securities into a client's account. BCR Wealth Strategies may consult with its clients about the options and ramifications of transferring securities. However, clients are advised that when transferred securities are liquidated, they are subject to transaction fees, fees assessed at the mutual fund level (i.e. contingent deferred sales charge), and/or tax ramifications.

Additional General Information

BCR Wealth Strategies' fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to BCR Wealth Strategies' fee, and BCR Wealth Strategies shall not receive any portion of these commissions, fees (except an investment manager's fees as previously discussed), and costs. See Item 12 for more information about brokerage transactions. In addition the selection of third party investment manager for fixed income portfolios will result in the additional fees of such manager being charged to a client's account(s). In some cases, clients may be separately charged for required custody audit and related expenses incurred as a result of providing Trustee services.

Item 6 – Performance-Based Fees and Side-By-Side Management

BCR Wealth Strategies does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). All fees are calculated as described above and are not charged on the basis of income or capital gains or capital appreciation of the funds or any portion of the funds of an advisory client.

Item 7 – Types of Clients

BCR Wealth Strategies provides financial planning, consulting and investment management services to individuals, pension and profit sharing plans, trust estates, charitable organizations, corporations and business entities.

As a condition for starting and maintaining an investment management relationship, BCR Wealth Strategies shall generally impose a minimum portfolio size of \$250,000. BCR Wealth Strategies, in its sole discretion, may accept clients with smaller portfolios based upon certain criteria including anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, and pro bono activities. BCR Wealth Strategies shall only accept clients with less than the minimum portfolio size if, in the sole opinion of BCR Wealth Strategies, the smaller portfolio size will not cause a substantial increase of investment risk beyond the client's identified risk tolerance. BCR Wealth Strategies may aggregate the portfolios of family members to meet the minimum portfolio size.

BCR Wealth Strategies accepts accounts of Young Investment Professionals, at its discretion, subject to a minimum fee of \$125 per quarter. When such persons reach total assets under management of \$40,000 then BCR Wealth Strategies will apply its fee schedule and minimum administrative fee to such accounts.

Additionally, certain Independent Manager(s) may impose more restrictive account requirements than BCR Wealth Strategies and vary billing practices.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis and Investment Strategy

BCR Wealth Strategies' services are based on long-term investment strategies incorporating the principles of Modern Portfolio Theory. BCR Wealth Strategies' investment approach is firmly rooted in the belief that markets are "efficient" over periods of time and that investors' long-term returns are determined principally by asset allocation decisions, rather than market timing or stock picking. BCR Wealth Strategies recommends diversified portfolios.

Although all investments involve risk, BCR Wealth Strategies' investment advice seeks to limit risk through broad diversification among asset classes and, as appropriate for particular clients. BCR Wealth Strategies' investment philosophy is designed for investors

who desire a buy and hold strategy. Frequent trading of securities increases brokerage and other transaction costs that BCR Wealth Strategies' strategy seeks to minimize.

In addition to mutual funds and exchange trade funds, clients may hold or retain other types of assets as well, and BCR Wealth Strategies may offer advice regarding those various assets as part of its services. Advice regarding such assets will generally not involve asset management services but may help to more generally assist the client.

BCR Wealth Strategies' strategies do not utilize securities that BCR Wealth Strategies believes would be classified as having any unusual risks, and BCR Wealth Strategies does not recommend frequent trading, which can increase brokerage and other costs and taxes.

Analysis of a Client's Financial Situation

In the development of investment plans for clients, including the recommendation of an appropriate asset allocation, BCR Wealth Strategies relies on an analysis of the client's financial objectives, current and estimated future resources, and tolerance for risk. To derive a recommended asset allocation, BCR Wealth Strategies may use a Monte Carlo simulation, a statistical approach for dealing with uncertainty. As with any other methods used to make projections into the future, there are several risks associated with this method, which may result in the client not being able to achieve their financial goals. They include:

- The risk that expected future cash flows will not match those used in the analysis
- The risk that future rates of return will fall short of the estimates used in the simulation
- The risk that inflation will exceed the estimates used in the simulation
- For taxable clients, the risk that tax rates will be higher than was assumed in the analysis

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear.

All investments present the risk of loss of principal – the risk that the value of securities (mutual funds, ETFs and individual bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

The mutual funds and ETFs utilized by BCR Wealth Strategies may include funds invested in domestic and international equities, including real estate investment trusts (REITs), fixed income securities and commodities. Mutual funds and ETF shares invested in fixed income securities are subject to the same interest rate, inflation and credit risks associated with the underlying bond holdings.

Among the riskiest mutual funds used in BCR Wealth Strategies' investment strategies funds are the U.S. and International small capitalization and small capitalization value funds, emerging markets funds, and commodity futures funds. Conservative fixed income securities have lower risk of loss of principal, but most bonds (with the exception of Treasury Inflation Protected Securities, or TIPS) present the risk of loss of purchasing power through lower expected return. This risk is greatest for longer-term bonds.

Certain funds utilized by BCR Wealth Strategies may contain international securities. Investing outside the United States involves additional risks, such as currency fluctuations, periods of illiquidity and price volatility. These risks may be greater with investments in developing countries.

More information about the risks of any particular market sector can be reviewed in representative mutual fund prospectuses within each applicable sector.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of BCR Wealth Strategies or the integrity of the Firm's management. BCR Wealth Strategies does not have any disciplinary information applicable to this Item to disclose.

Item 10 – Other Financial Industry Activities and Affiliations

BCR Wealth Strategies is under common control with Financial Management Group, LLC, a licensed insurance agency. Certain of BCR Wealth Strategies' employees are licensed insurance agents with Financial Management Group, LLC and in such capacity may recommend the purchase of certain insurance-related products. While BCR Wealth Strategies does not sell such insurance products to its investment advisory clients, BCR Wealth Strategies does permit its employees, in their individual capacities as licensed insurance agents, to sell insurance products to its investment advisory clients. A conflict of interest exists to the extent that BCR Wealth Strategies recommends the purchase of insurance products where BCR Wealth Strategies' employees receive insurance commissions or other additional compensation.

Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

BCR Wealth Strategies has adopted a Code of Ethics expressing its commitment to ethical conduct. BCR Wealth Strategies' Code of Ethics describes its fiduciary duties and responsibilities to clients and sets forth BCR Wealth Strategies' practice of supervising the personal securities transactions of employees with access to client information. Individuals associated with BCR Wealth Strategies may buy and sell securities for their personal accounts identical or different than those recommended to clients. It is the expressed policy of BCR Wealth Strategies that no person employed by BCR Wealth Strategies shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, BCR Wealth Strategies requires that anyone associated with its advisory practice with access to advisory recommendations provide annual securities holdings reports and quarterly transaction reports to the Chief Compliance Officer.

BCR Wealth Strategies' Code of Ethics further includes a policy prohibiting the use of material nonpublic information and protecting the confidentiality of client information. BCR Wealth Strategies requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to discipline.

BCR Wealth Strategies will provide a complete copy of its Code of Ethics to any client, or prospective client, upon request.

Item 12 – Brokerage Practices

BCR Wealth Strategies recommends Raymond James Financial Services, Inc. (RJFS) and other brokers or other custodians to clients; however, the selection of a custodian and the direction to arrange all of a clients' securities transaction in managed accounts at such custodian must be made by the client. Factors which BCR Wealth Strategies considers in recommending RJFS or any other broker-dealer/custodian to clients include their respective financial strength, reputation, execution, pricing, research, and service.

For BCR Wealth Strategies to offer its investment management services, clients must generally agree to name RJFS as the custodian of the client accounts. Clients must further agree to direct that transactions in RJFS accounts will be arranged by BCR Wealth Strategies only through RJFS. The commissions and/or transaction fees charged by RJFS may be higher or lower than those charged by other broker-dealers.

BCR Wealth Strategies attempts to negotiate for clients reasonable commission rates and other fees charged by RJFS. RJFS receives its compensation from such fees. Clients' fees charged by RJFS, nevertheless, are subject to the clients' agreement with RJFS, or another custodian.

A client must direct BCR Wealth Strategies in writing to use a particular broker-dealer to execute transactions for the client. BCR Wealth Strategies will not seek better execution services or prices from other broker-dealers. As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices on transactions for the account than would otherwise be the case. BCR Wealth Strategies may decline a client's request to direct brokerage to a broker/custodian other than RJFS, if in BCR Wealth Strategies' sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

BCR Wealth Strategies does and may assist clients with the management of certain investments and funds at additional other custodians of client assets. For example, clients may provide BCR Wealth Strategies with the authority to assist with the management of investment products and retirement assets that are held at or by specific third parties.

BCR Wealth Strategies does not generally aggregate any client securities transactions with other client transactions. BCR Wealth Strategies would engage in such batching based on a specific situation in which BCR Wealth Strategies determined that clients would receive a benefit, subject to the authority from clients, to arrange securities transactions at the same brokers as other clients.

BCR Wealth Strategies will refund to clients any losses it causes related to trade errors while arranging securities transactions. Gains resulting from trade errors will remain in client accounts.

Item 13 – Review of Accounts

Investment Management Services:

For those clients to whom BCR Wealth Strategies provides investment management services, BCR Wealth Strategies' Financial Advisors monitor those portfolios as part of an ongoing process while regular account reviews are conducted on at least a quarterly basis.

Financial Planning and Consulting Services:

For those clients to whom BCR Wealth Strategies provides financial planning and/or consulting services, reviews are conducted on an "as needed" basis.

Regular Reports Provided to Clients:

Investment Management Services:

Those clients to whom BCR Wealth Strategies provides investment management services will receive a report from BCR Wealth Strategies that will include account and/or market-related information such as an inventory of account holdings and account performance on a quarterly basis.

Financial Planning and Consulting Services:

Those clients to whom BCR Wealth Strategies provides financial planning and/or consulting services will receive reports from BCR Wealth Strategies summarizing its analysis and conclusions as requested by the client or otherwise agreed to in writing by BCR Wealth Strategies.

Item 14 – Client Referrals and Other Compensation

RJFS provides BCR Wealth Strategies with access to institutional trading and custody services, which are typically not available to retail investors. The services include brokerage, custody, research, and access to mutual funds and other investments that may not otherwise be generally available only to institutional-type investors. These services generally are available to independent investment advisors at certain charges to the investment adviser by RJFS.

RJFS also makes available to BCR Wealth Strategies other products and services that benefit BCR Wealth Strategies but may not benefit its clients' accounts. Some of these other products and services assist BCR Wealth Strategies in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of BCR Wealth Strategies' fees from its clients accounts, and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of BCR Wealth Strategies' accounts. RJFS also makes available to BCR Wealth Strategies other services intended to help BCR Wealth Strategies manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. BCR Wealth Strategies does not, however, enter into any commitments with RJFS for transaction levels in exchange for any services or products from brokers. While as a fiduciary, BCR Wealth Strategies endeavors to act in its clients' best interests, BCR Wealth Strategies' recommendation that clients maintain their assets in accounts at RJFS may be based in part on the benefit to BCR Wealth Strategies of the availability of some of the foregoing products and services and not solely on the nature, cost, or quality of custody and brokerage services provided by the brokers, which may create a potential conflict of interest.

Item 15 – Custody

BCR Wealth Strategies has entered into an independent service agreement with RJFS by which RJFS agrees to execute clients' securities transactions, and report to the client directly, regarding all transactions and quarterly statements of accounts. Clients should expect to receive these from RJFS either in paper or electronically. The client will make this selection for account information directly with RJFS, or another custodian.

All clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains clients' investment assets. BCR Wealth Strategies urges clients to carefully review such statements and compare such official custodial records to the account statements that BCR Wealth Strategies may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – Investment Discretion

For discretionary accounts, BCR Wealth Strategies requires that it be provided with written authority by each client to determine which securities and the amounts of securities that are bought or sold. BCR Wealth Strategies receives this discretion in advisory agreements with clients. Any limitations on this discretionary authority must be provided to BCR Wealth Strategies in writing.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, BCR Wealth Strategies does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. BCR Wealth Strategies may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about their financial condition. BCR Wealth Strategies has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.