

Item 1



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Or 1-800-548-6730

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This brochure provides information about the qualifications and business practices of Buckeye Advisors LLC. If you have any questions about the contents of this brochure, please contact Mr. Edward Baker, Managing Principal at 440-233-7007. 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.

*Additional information about Mr. Edward Baker is available on the internet at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).*

## Item 2 Material Changes

There are no material changes since that last annual update of February 28, 2010 regarding the contents of this brochure.

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#### Item 4 Advisory Business

Buckeye Advisors, LLC has been in business since March 17, 2000. We are formerly known as Apex Investment Management, LLC. The principal owners are Edward J Baker, Brian D Morgan, Citizens Banking Company, and Buckeye Community Bank.

Buckeye Advisors, LLC, provides investment supervisory (management) services for our clients and may occasionally furnish investment advice through consultations and upon request.

Buckeye Advisors, LLC tailors its advisory service based on clients needs, (example immediate income or structured payment), age and risk tolerance. This then determines the ratio of fixed assets to equities in the portfolio. The information gathered for fixed assets as to type and duration and for equities to determine what we buy. i.e. Growth, Income, large capital, mid-capital or small capital equities. Clients may impose restrictions on investing in certain securities or types of securities. We currently manage on a discretionary basis \$26,239,876.00 and \$368,000.00 on non-discretionary basis as of December 31, 2010.

#### Item 5 Fees and Compensation

- A. Buckeye Advisors LLC furnishes "investment advisory services" to clients. Prior to entering into any agreement with a client, the client's assets, needs, investment objectives, and investment policies are determined. Thereafter, on the basis of the foregoing, continuous review is maintained to the client accounts with respect to investments taking into consideration growth potential, income, risk management, tax consequences and other pertinent factors. Solely at the client's request, a "financial plan" in whole or part may be included.

Buckeye Advisors, LLC is a fee only investment advisor firm providing investment advisory service for a percentage of assets under management, which may be negotiable not to exceed 1.25% annually of assets under management. As to investment advice, some fees can be negotiated for an hourly fee or fixed fee. Fees are generally deducted from client's accounts, however clients may elect to be billed and pay under this method.

- B. The applicant's direct compensation for advisory services is based upon the client's overall investment objectives:

|                            | <u>Growth, Growth &amp; Income<br/>And Income &amp; Growth</u> | <u>Income &amp;<br/>Non Profit Organizations</u> |
|----------------------------|--|--|
| Under \$2,000,000          | 1.25%  | 1.00%  |
| \$2,000,000 to \$5,000,000 | .85%   | .60%   |
| Over \$5,000,000           | Negotiable   | Negotiable                                       |

Such fees are due and payable as of the last day of each calendar quarter after services are rendered and are based on the value of the account as of the close of business day. A client may cancel the contract in the first 30 days without cost and can cancel at any time in the future without penalty.

Applicant may offer unbundled investment advisory related services for a minimum hourly fee of \$125 or at a predetermined flat charge.

In certain cases and solely at the discretion of a Managing Principal, the above fees are subject to negotiation.

Clients pay their fees quarterly. Client pays no custodial fees or mutual fund expenses. Clients do incur brokerage fees of \$16.99 on the first 1,000 shares of stocks bought or sold and may pay a current overnight mailing fee for expedited distributions. Distributions sent by regular mail or electronically have no charges. There may also be charges for checks received by the custodian and sent back NSF.

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

Buckeye Advisors, LLC does not accept Performance Fee or Side-by Side Management agreements.

## Item 7 Types of Clients

At Buckeye Advisors, LLC our clients are individuals, trusts, estates, small corporations, retirement plans, and endowments. There is no minimum account size.

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

- A. Buckeye Advisors, LLC method of analysis is fundamental. For equities we generally select growth companies showing solid business growth, good management and cash flow. We review financial newspapers, magazines, and corporate activities, look at research materials of others, annual reports, filings, prospectuses, corporate press releases, and corporate rating services.

Investing in growth companies having a solid foundation is key to handling risk in a volatile market. Investing in securities involves risk of loss which clients should be prepared to bear. However, we seek to provide optimum return while controlling risk in building wealth for the long term.

We follow the guidelines of the prudent man rule in investing. We remain disciplined in our approach. We further reduce risk by researching the company and its industry. We review their product line, quality, management and ranking in their industry. We continue to monitor the company as long as it remains in the portfolio.

- B. Although, our particular method of analysis seeks to minimize risk, risk continues to exist due to market downturns, technological advancements, obstacles and poor corporate management. Therefore we constantly monitor the company to minimize such risk. We do not frequently trade securities. Securities are traded when issues arise concerning a specific company, product or industry and when we notice trends shifting or the asset simply no longer suits the portfolio. While frequent trading can affect investment performance, our trades are at a low commission rate of \$16.99 and, therefore, the affect is nominal.

- C. We recommend a variety of securities to spread and this minimize risk. We recommend stocks in the following categories:

1. Utilities
2. Food/Beverage
3. Technology
4. Energy
5. Medical/Pharmacy
6. Industrial
7. Communication

We of course look for the best in each of those categories.

- D. Cash balances in a portfolio sweep daily into a money market account earning interest until a sufficient amount accrues to be invested.

## Item 9 Disciplinary Information

Buckeye Advisors, LLC has not been involved in any legal or disciplinary events either material or immaterial to a client's or prospective clients' evaluation of our advisory business or the integrity of our management.

## Item 10 Other Financial Industry Activities and Affiliations

Buckeye Advisors, LLC does not participate in any other financial industry activities and is not affiliated with any organizations participating in financial industry activities. We do not select or recommend other investment advisors for our clients.

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

We are SEC-registered advisers and have adopted our code of Ethics pursuant to SEC rule 204 A-1.

The Applicant has policies to avoid conflicts of interest when personnel of the Applicant own, buy or sell securities, including non-public securities, also owned by, or bought or sold for clients. The applicant permits its employees to engage in personal securities transactions. Personal securities transactions by employees may raise potential conflicts of interests when such persons trade in security that is owned or considered for purchase or sale by a client. The Applicant has adopted a Code of Ethics ("Code") designed to detect and prevent such conflicts of interest. The code is intended to comply with the recommendations issued by the Investment Company Institute regarding practices and standards with respect to securities transactions of investment professional. In addition to various trading restrictions, the Applicant's employees' personal securities transactions are pre-cleared and monitored by the Registrant's compliance personnel. All of the transactions described above involve the potential for conflict of interest between the Applicant or related persons of Applicant and the clients. The Advisers Act, the Investment Company Act of 1940, as amended ("Company Act") and ERISA impose certain requirements designed to decrease the possibility of conflicts of interest between an investment adviser and its clients. In some cases, transactions may be permitted subject to fulfillment of certain conditions. Certain other transactions may be prohibited. The Applicant has instituted policies and procedures designed to prevent conflicts of interest from arising and, when they do arise, to ensure that it effects transactions for clients in a manner that is consistent with its fiduciary duty to its clients and in accordance with applicable law. Applicant seeks to ensure that potential or actual conflicts of interest are appropriately resolved taking into consideration the overriding best interest of the client. Certain employees of Applicant and related persons of Applicant have been designated to review transactions where conflicts of interest may exist, including those described above to ensure that the applicable policies and legal or regulatory requirements are duly followed.

Applicant recommends transactions to clients based solely on investment considerations, including whether the investments are suitable for the client and meet the client's investment objectives and guidelines. It is possible that officers or employees of Applicant may buy or sell securities or other instruments that Applicant has recommended to clients. Moreover, Applicant may recommend to clients the purchase or sale of securities in which it, or its officers, employees or related persons have a financial interest. These transactions are subject to Applicant's policies and procedures regarding personal securities trading, as well as to the requirements of the Advisers Act, Company Act and other applicable laws. The Applicant's policies and procedures, the Advisers Act and the Company Act require that the Applicant put client's interests first always.

Our review committee is composed of two reviewers, Edward J. Baker and Brian D. Morgan, both Principals and Investment Advisor Representatives. Holdings of all portfolios are reviewed monthly by the investment committee. In addition to this review, factors such as purchases or sale recommendations, changes in client objectives, and changes in investment policy all will trigger portfolio reviews. We will provide a copy of our code of ethics to any client or prospective client upon request.

## Item 12 Brokerage Practices

Buckeye Advisors, LLC does not select nor recommend a brokerage service. It is generally at the discretion of the client which broker or brokers are used. Buckeye Advisors LLC recommends the client use these factors to be considered in the selection, such as commission cost (generally expected to be under \$30 per transaction), execution and settlement of orders, financial condition, and length of time in the business. Buckeye Advisors LLC has a policy of prohibiting anyone from receiving any form of compensation for the referral of accounts. We most often use the brokerage service of our clients' custodian and always with our client's interest in receiving best execution. There are no soft dollars, nor do we use proprietary research created by a broker-dealer or research created or developed by a mutual third party.

We do not bunch assets for sale to obtain reduced transaction costs as our transaction costs are low at \$16.99 per transaction. We strictly prohibit anyone from receiving any form of compensation for referral of an account.

## Item 13 Review of Accounts

A. Clients accounts are reviewed on a monthly basis at a minimum. The assets are reviewed for quality and appropriateness to the client's portfolio by the portfolio account manager and.

B. Clients accounts may be reviewed more frequently than monthly if there is a rapid change in the economy, specific asset industry, company management, product or change in circumstances of the client.

C. Clients receive monthly statements of their portfolio that are produced and sent directly by their custodian or bank to the client. The client should carefully review those statements. We provide Annual Performance Review and Realized Gains and Losses statements for all our clients. Additional reviews in person or by letter in a form suitable to the clients needs are made upon client request.

## Item 14 Client Referrals and Other Compensation

Buckeye Advisors, LLC, has a policy prohibiting anyone from receiving any form of compensation or economic benefit for referral of clients or accounts.

## Item 15 Custody

Buckeye Advisors LLC does not have custody of any client's accounts as defined in SEC rule 206(4)-2 or similar state rules. We use a nationally known custodian, T.D. Ameritrade and or if required by the client, Institutional trustees such as a bank. All clients shall receive statements directly from the custodian or bank trustee and should review those statements carefully.

## Item 16 Investment Discretion

Buckeye Advisors, LLC, does accept discretionary authority to manage securities accounts on behalf of clients with limitations if any stated in writing by the client. All clients must agree to our discretionary authority by signing off on a Custodial Application and a Management Agreement Contract.

## Item 17 Voting Client Securities

Clients may choose whether they wish to receive and vote on the proxies themselves or give authority to Buckeye Advisors LLC.

Buckeye Advisors LLC does accept authority to vote client securities. Our policy is to vote in accordance with the client's best interest and all proxies are voted when received and returned promptly. If any conflict of interest arises, voting will always be in the best interest of the client. Clients may obtain a copy of our proxy voting policies and procedures upon request.

Clients, who choose to vote on the proxies themselves, have the proxies directly mailed to them by the custodian.

## Item 18 Financial Information

Buckeye Advisors LLC, does not require, solicit or permit prepayment of fees from our clients for services in any capacity, what-so-ever.

## Item 19 Requirements for State-Registered Advisers

A. Buckeye Advisors, LLC employs two (2) principal executive officers. They are:

1. Brian D. Morgan, Esq.

1960

Bachelor of Business Administration (BS), majoring in Finance, from Cleveland State University (CSU) in 1983. Juris Doctorate (JD) from Cleveland Marshall College of Law in 1986. Employed with Lorain National Bank from 1991 to March 2000 as Vice President, Trust Officer, and Estate Planner and Trust Administrator. Received from the Ohio Division of Securities and Investment Advisor Representative License, dated May 26, 2000

2. Edward J. Baker, Esq.

1952

Bachelor of Science Degree in Business Administration (B.S.B.A.) majoring in Accounting with minors in Management, Marketing and Finance, from Youngstown State University (YSU) in 1979. Master's Degree in Business Administration (M.B.A.) majoring in Management with minors in Accounting and Marketing from Youngstown State University (YSU) in 1982. Juris Doctorate (JD) from the University of Akron (U of A) School of Law in 1989. Employed with Lorain National Bank from 1991 to 2000 as a Vice President and Trust Officer and as an Employee Benefits Administrator and Asset Management Administrator. Received the designation "Certified Retirement Services Professional" from the Institute of Certified Banks. Received from the Ohio Division of Securities an Investment Advisor Representative License, dated May 26, 2000

- B. We are not in any other business other than giving investment advice.
- C. We do not provide investment advice for performance based fees.
- D. This firm and its officers and staff have never been involved in any event involving any potential liability.
- E. This firm has not engaged in any relationship or arrangement with any issuer of securities.



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**ADV Part 2**

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### Item 3 Educational Background and Business Experience

Buckeye Advisors, LLC employs two (2) principal executive officers. They are:

3. Brian D. Morgan, Esq.

1960

Bachelor of Business Administration (BS), majoring in Finance, from Cleveland State University (CSU) in 1983. Juris Doctorate (JD) from Cleveland Marshall College of law in 1986. Employed with Lorain National Bank from 1991 to March 2000 as Vice President, Trust Officer, and Estate Planner and Trust Administrator. Received from the Ohio Division of Securities and Investment Advisor Representative License, dated May 26, 2000

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### Item 4 Disciplinary Information

Buckeye Advisors, LLC has not been involved in any legal or disciplinary events either material or immaterial to a client's or prospective clients' evaluation of our advisory business or the integrity of our management.

### Item 5 Other Business Activities

Buckeye Advisors, LLC does not participate in any other financial industry activities and is not affiliated with any organizations participating in financial industry activities. We do not select or recommend other investment advisors for our clients.

## Item 6 Additional Compensation

Buckeye Advisors, LLC, follows the following policies :

1. We are a fee only investment management advisors and do not have any arrangements orally or in writing where the applicant or related person is paid in cash by or receives some economic benefit of any kind from a non-client in connection with giving advise to clients.
2. We have a policy prohibiting anyone from receiving any form of compensation or economic benefit for referral of clients or accounts.

## Item 7 Supervision

Mr. Edward J Baker, a Managing Principal is responsible for overall supervision and compliance.

His contact information is:

Mailing Address: 105 Sheffield Center  
Suite 201  
Lorain OH 44055 USA

Phone Number: (440)-233-7007 Fax Number: (440)-233-7001

Email Address: EJBKER@Yahoo.com

## Item 8 Requirements for State-Registered Advisers

Buckeye Advisors LLC to the best of its knowledge believes that items 1 through 6 meet all of the requirements for State-Registered Advisers. Any additional information will be promptly provided as an Amendment to this Supplemental Brochure.