

Item 1 Cover Page

MPS-LORIA FINANCIAL PLANNERS, LLC

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Attention : Mr. Rick Loria

WRAP FEE PROGRAM BROCHURE

DISCLOSURE STATEMENT – Form ADV Part 2A, Appendix 1
using the following custodians

TD Ameritrade
INSTITUTIONAL SERVICES
4075 Sorrento Valley Blvd
San Diego, CA 92121

The Charles **Schwab** Corporation
Schwab Corporate Headquarters
211 Main Street
San Francisco, CA 94105

SEI
1 Freedom Valley Drive
Oaks, PA 19456

B. This wrap fee program brochure provides information about the qualifications and business practices of MPS-LORIA Financial Planners, LLC. If you have any questions about the contents of this brochure, please contact us at Telephone: (630) 887-4404 or info@mpsloria.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. Additional information about [your name] also is available on the SEC's website at www.adviserinfo.sec.gov.

A wrap fee program brochure takes the place of the advisory firm brochure required by Part 2A of Form ADV, but only for clients of wrap fee programs that the adviser sponsors. See [SEC rule 204-3\(d\)](#) and similar state rules.

Item 2 Material Changes :

Amendments to our *wrap fee program brochure* as of (date) _____

In this section we identify and discuss *only material changes* made to the wrap fee program brochure since _____ [last annual update]

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Item 4 Services, Fees and Compensation

A.

MPS-LORIA Financial Planners, LLC (“MPS-LORIA” or “the advisor” or “the firm”) charges an annual management fee quarterly in arrears and prorated. Upon written notification, the agreement may be terminated by either the registrant or the investing client.

For a portion of the fee, the investment adviser will assist the client in determining the client’s investment objectives, time horizon, needs and risk profile by means of an interview and questionnaire. From those determined objectives, the advisor representative will allocate the client’s assets among various equity and debt securities. The adviser will also coordinate with the client periodic meetings to review the performance of the investments and to confirm that the asset allocation is still applicable to the client objectives.

SERVICES and FEES

For the

TD AMERITRADE INSTITUTIONAL SERVICES PROGRAM

(no minimum account size)

TD AMERITRADE INSTITUTIONAL SERVICES was created by the merger of two successful investment advisor service providers: TD Waterhouse Investment Advisor Services, and Ameritrade. Separately, each of these entities previously had earned a reputation for providing high-quality service coupled with a broad array of investment products. TD Ameritrade now offers the independent investment adviser the combined strengths of these two leading providers, along with an integrated and expanded set of products and services allowing the investment adviser flexibility in choosing the investments best suited to the adviser’s client.

Since TD Ameritrade Institutional Services is one of the largest brokerage firms in the nation, they provide one of the largest platforms for investment advisors to assist their client’s investment needs. This is provided through leading technology such as *InstanEx*, a high speed order processing system that can report executions in as little as 6 seconds. Access to thousands of mutual funds, in addition to most other forms of financial products, is available.

In the TD AMERITRADE Institutional Services Program MPS-LORIA, LLC’s investment advisory representative invests a client’s assets in various equity and debt securities. TD Ameritrade, one of the largest brokerage firms in the nation, makes available to a client most types of equity and debt investments. The securities held in clients’ accounts through TD Ameritrade are protected up to \$150 million. Securities Investor Protection Corporation (SIPC) covers \$500,000, of which \$100,000 covers cash. National Union Fire Insurance Company, a subsidiary of American International Group, one of the world’s largest insurance companies, provides the additional \$149,500,000 of coverage.

Clients' securities may be held in custody at Depository Trust Company (DTC), which was formed and is primarily owned by the New York Stock Exchange.

Under the TD Ameritrade Program the investment advisor can establish on of two kinds of accounts and will charge the client in one of two ways :

- Non-Wrap, or
- Wrap Accounts

Selection and Review: A client will meet with an investment adviser of MPS-LORIA Financial Planners, LLC, at which point she or he will complete an investment questionnaire. In this process the client's investment objectives, goals, risk tolerance, and time horizon will be determined. The investment adviser will discuss various investment allocations using primarily mutual funds, stocks, bonds and certificates of deposit. The investment adviser will at the same time explain the fee schedule to be used : either the WRAP or NON-WRAP fee

[Depending upon several factors, the advisor may rebalance accounts which are set up under a "model once a year with a 3% variance assuming a minimum transaction of \$1,000.]

1. **ADVISORY FEE SCHEDULES**

NON WRAP ACCOUNT

Under this arrangement, the client will incur any transaction costs charged by TD Ameritrade/custodian . MPS LORIA Financial Planners, LLC charges an annual Advisory fee quarterly in arrears and prorated. Below is a general outline of what MPS LORIA charges as a management fee:

Asset base \$0	- \$ 999,000	1.25% per year
Asset base \$1,000,000 - \$2,999,999		1.00% per year
Asset base \$3,000,000 - \$4,999,999 .....		.75% per year
Asset base \$5,000,000 +		Determined case by case

Note: Accounts holding mainly CD's and certain fixed income may be charged a reduced annual advisory fee, principal approval required

NOTE: The above is a general guideline for advisory fees, a Principal of the Firm can authorize a different fee on a case by case basis.

WRAP ACCOUNT (Only allowed with prior Principal approval)

Under this arrangement, the Firm's sundry account is charged any TD Ameritrade/custodian transaction charges. MPS LORIA Financial Planners, LLC charges an annual Advisory fee quarterly in arrears and prorated. Below is a general outline of what MPS LORIA charges as a management fee:

Asset base \$0	- \$ 999,000	.....	1.25%	per year
Asset base \$1,000,000	- \$2,999,999	.....	1.00%	per year
Asset base \$3,000,000	- \$4,999,999	.....	.75%	per year
Asset base \$5,000,000	+	.....	Determined case by case	

Note: Accounts holding mainly CD's and certain fixed income may be charged a reduced annual advisory fee, principal approval required

NOTE: The above is a general guideline for advisory fees; a Principal of the Firm can authorize a different fee on a case by case basis. [Fees may be negotiable.]

Other custodian(s)

TD Ameritrade is the primary custodian. No new accounts are set up at SEI. Charles Schwab is only used for a very small number of accounts, most of which are fixed income, and with Principal approval only

Based on the specific objectives and risk tolerances discussed with a client, the client's account is allocated into holdings which are consistent with those objectives. The execution of this allocation is through the trading system of the custodian being used. Based on the meetings with the clients any existing holdings meant to be kept by the clients are retained and all other monies are allocated per the conversations with the client.

Item 4 Services, Fees and Compensation

B.

MPS-LORIA hereby informs its prospective client that this program may cost the client more or less than purchasing such services separately. Relative cost factors of the program primarily include internal management expenses of various mutual funds. These expenses are detailed in the various funds' prospectuses. Due to the discount nature of TD Ameritrade, many of their transaction fees are lower than a full service broker while still receiving most of the components that a full service brokerage firm offers.

Item 4 Services, Fees and Compensation

C.

Additional fees that a client of this program may have to pay include any custodial charges for IRA's as well as fees for services such as wire transfers or overnight mail, and transactional costs charged directly by TD Ameritrade for stock trades and certain mutual fund trades.

Item 4 Services, Fees and Compensation

D.

100% of the fee a client pays for this program goes to MPS-LORIA, not to any manager. MPS-LORIA, Financial Planners, LLC discloses here to its prospective clients that MPS-LORIA's representative will receive a portion of the wrap fee as compensation for recommending the program, as well as for more specific investment advice. The amount of this compensation may be more than what the adviser would receive if the client participated in other programs of the sponsor, or paid separately for investment advice, brokerage, and other services. The adviser may therefore have a financial incentive to recommend the wrap fee program over other programs or services.

Item 5 Account Requirements and Types of Clients

MPS-LORIA Financial Planners, LLC has no minimum account size requirement for its TD AMERITRADE INSTITUTIONAL SERVICES PROGRAM. The program's typical clients are individuals. We also offer these services to other non-individuals such as corporate and trust accounts.

Item 6 Portfolio Manager Selection and Evaluation

A.

MPS-LORIA generally follows an open architecture approach to building diversified portfolios for clients. Though each portfolio may differ, based on the needs of the client, MPS-LORIA's goal is to build portfolios that generate strong risk-adjusted returns and are consistent with the client's stated objectives and risk tolerance. To create consistency with advisors and client accounts we narrow the universe of investments down to those the firm feels offer the best options within certain asset classes and then create portfolios based on a given risk level to assist advisors in allocating client assets. This process allows a level of due diligence to be performed on investments being offered to clients by the advisors.

Item 6 Portfolio Manager Selection and Evaluation

A. [continued]

MPS-LORIA, Financial Planners' investment analysts select a list of approximately 75 managers from the total field of mutual fund managers available through the TD Ameritrade open architecture, using the universe of mutual funds found in the Morningstar Database. MPS-LORIA uses Pertrac Analytical platform and/or Morningstar Principia software in this process. The analysts make their choices primarily to match with one or more of MPS-LORIA's portfolio models, which are based on acceptable investment risk levels. They select funds based on their expected ability to produce favorable risk adjusted returns and add diversification to the portfolio. The selection may include one or more managers who do not fit any of the four models for opportunities of additional growth for suitable clients.

MPS-LORIA will replace a manager for any (but not limited to) of the following reasons:

- Poor performance
- Style drift
- Change of a manager team the advisor deems essential to the fund.

MPS-LORIA Financial Planners, LLC does have the ability to recommend reallocating the portfolio if the client's situation dictates. Factors such as changes in the economic/ political climate as well as changes in a client's goals or needs may require such re-evaluation.

1. Standards used to calculate portfolio manager performance :

MPS-LORIA's advisors monitor fund performance through various means including, but not limited to, participating in conference calls, fund presentations and reports issued, Morningstar reports, and by reviewing fund performance.

2. Reviews :

MPS-LORIA reviews each managed fund's performance on a routine basis and routinely meets with advisors to review the managers. MPS LORIA utilizes systems such as Pertrac and Morningstar Principia which are well respected industry wide used systems to confirm accuracy of the information.

3. Please note that performance information may not always be calculated on a uniform and consistent basis. It is possible that many of these systems do use a uniform method to calculate performance, which a comparison of their disclosures might show.

Item 6 Portfolio Manager Selection and Evaluation

The persons acting as portfolio managers within the funds are not related to MPS-LORIA. The persons who select the various funds and their managers for inclusion in the wrap fee programs are MPS-LORIA's own associates / employees and they will receive payment for their advisory services. The remuneration they earn is a salary; in many cases they may also earn a discretionary bonus based on the firm's growth. This structure for portfolio management does not create a conflict of interest.

MPS-LORIA

MPS-LORIA Financial Planners, LLC, a registered investment advisor, provides financial planning services and investment advice on either a non-discretionary or on a discretionary basis to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, and corporations or business entities. The firm requires that its members and advisers have a college education or five years of related industry experience in addition to those examinations required by the state in which investment advice is given.

Mr. **Richard T. Loria**, President and Managing Member of MPS-LORIA Financial Planners, LLC, received his Bachelor of Science degree from Michigan State University and graduated from the College of Financial Planning. He was employed at John Hancock Financial as a registered representative from 1990 to 1995, and from 1995 through 1999 at Washington Square Securities out of Minneapolis. Currently he is the Principal and Managing Member of a Broker Dealer, LORIA Financial Group, LLC as well as MPS LORIA Financial Planners, LLC.

Mr. **Michael Pauritsch** is the other Principal and also a Member of MPS-LORIA Financial Planners, LLC. He earned his Bachelor of Science and then his MBA in Economics at Xavier University in Cincinnati. He became a CPA in 1975 and added a CFP (Certified Financial Planner) designation to his credentials in 1985. Mr. Pauritsch is a Partner and Vice President of Mulcahy, Pauritsch, & Salvador, an accounting firm. From 1986 through 1999 he has also been a registered representative of Dreher Securities, and is currently a Principal and Member of LORIA Financial Group, LLC, a Broker Dealer.

Mr. **Edward Mulcahy** is the President and Mr. Philip A. Salvador is the Secretary of the accounting firm Mulcahy, Pauritsch & Salvador LTD. In addition, both Mr. Mulcahy and Mr. Salvador are Members of MPS-LORIA Financial Planners, LLC. They do not offer investment advice to clients of the firm. Clients of Mulcahy, Pauritsch, & Salvador LTD may be referred to MPS-LORIA Financial Planners, LLC, for investment advisory services. Conversely, the investment advisor may refer its clients to the accounting firm for accounting services but the client is never obligated to use either firm.

Appendix 1 to Form ADV Part 2A

An adviser of MPS-LORIA Financial Planners, LLC will coordinate with the client periodically to review the clients' account(s) placed with the TD Ameritrade Asset Management Program. The purpose of the review is to ensure that the chosen asset allocation program continues to match the client's objectives. The investment advisor may be paid from the asset management fee described in the table provided earlier.

Item 6 Portfolio Manager Selection and Evaluation

C. The information below is also found in the ADV Part 2A for MPS-LORIA Financial Planners, LLC:

[Item 4.B., 4.C, and 4.D.] Advisory Services

B. Managed accounts may be discretionary or non-discretionary. Clients opting to allow the investment advisor discretion with regard to a client's account will be asked to sign a limited power of attorney allowing the investment advisor to choose the types and quantities of investments in a client's account without prior, specific authorization from the client. The Custodian for client accounts is TD Ameritrade ["TD"]. Under TD the investment advisor can establish on of two kinds of accounts :

- Non-Wrap, or
- Wrap Accounts

The adviser may rebalance accounts set up under a "model" once a year with a 3% variance, assuming a minimum transaction of \$1,000. This rebalance may or may not occur based on several factors.

"Layering of Fee Disclosure" When mutual funds are used in effect a client pays 2 fees, one fee to the mutual funds and a second fee to the Advisor

C. Regarding managed accounts, as a fiduciary, an investment adviser is to make only those recommendations that demonstrably are in the client's own best interests, which means that they, too, must be based on an individual's stated and/ or established, individual needs, goals, risk tolerance and investment time horizon. The firm seeks to establish this personal dimension through a careful, fact-finding interview and discussions with each client. Clients may impose reasonable restrictions on the adviser's discretion to invest in certain securities or types of securities if a client provides clear, written directions to that effect. Clients may opt to have their account managed on a non-discretionary basis. The client allows the power of discretion to an adviser by means of a limited power of attorney, which the client may revoke at any time.

D. Wrap Fee portfolios versus other portfolios managed by the firm : There is no difference in how MPS-LORIA manages its wrap fee accounts as compared to its non-wrap fee accounts. The difference is who pays the custodial charges. All accounts receive the same amount of attention, as needed, from the advisory representative.

[Item 6] Performance Fees

MPS-LORIA does not charge a performance fee and it has no associate who receives a performance fee.

[Item 8A] Investment Strategies and their risks

Caution : Investing in securities involves risk of loss which clients must be able to bear.

MPS LORIA generally follows an open architecture approach to building diversified portfolios for clients. Though each portfolio may differ based on the needs of the client, MPS LORIA's goal is to build portfolios that generate strong risk-adjusted returns and are consistent with the clients stated objectives and risk tolerance. To create consistency with advisors and client accounts we narrow the universe of investments down to those the firms feels offer the best options within certain asset classes and then create portfolios based on a given risk level to assist advisors in allocating client assets.. This process allows a level of due diligence to be performed on investments being offered to clients by the advisors. The following is a general outline of the portfolio management process.

We select from universe of mutual funds through the Morningstar Database using the Pertrac Analytical platform and/or Morningstar Principia software.

1. We screen for funds based on risk-return statistics relative to peers, including the following parameters:
 - Returns
 - Standard Deviation
 - Beta
 - Correlation
 - Up Capture
 - Down Capture
 - Sharpe Ratio etc.

Risk: There is inherent risk to using all these statistical measures due to the fact that in many cases they are based on historical information which is no guarantee on how they will react in the future. Beyond just economic risks there are risks such as specific industry risk and political risk. Additionally, in using mutual funds there is always management risk to the funds where a manager can be replaced or a fund company can be merged or sold. Using these statistics are utilized within the context that investors have a long term perspective to investing where these statistics can be used as a tool to understand risk and how a fund has performed over a reasonable period of time and how their addition to a portfolio will help create diversity or value. Subsequently we:

2. Select funds based on ability to produce favorable risk adjusted returns and add diversification to portfolio.
3. Add to hypothetical model portfolio to assess impact on portfolio.
4. Discuss recommendation in routine meetings.
5. Approve fund for client portfolios.
6. Monitor fund performance through various means including participating in conference calls, fund presentations, Morningstar reports, and reviewing fund performance.

In formulating our investment advice, the firm uses financial newspapers and magazines, research prepared by others, corporate rating services, annual reports, prospectuses, filings with the SEC, and company press releases.

[Item 17]

Clients should note that the advisor does not undertake to vote any proxies attached to the investments a client may have. It remains the client's right to vote all proxies; voting proxies is an important means for the investor to understand the companies in whose securities she/ he is invested. MPS-LORIA clients will receive their proxies directly from the account custodian.

Item 7 Client Information Provided to Portfolio Managers

The fund managers receive only orders for accounts from MPS-LORIA.

All clients of MPS-LORIA Financial Planners, LLC who elect to utilize the TD Ameritrade Institutional Services Program will complete an investment questionnaire. This questionnaire is completed during one of the client's meetings with the adviser to determine objectives, risk analysis, risk knowledge, and time horizon. The adviser and the client will both sign this questionnaire, and it will be kept in the client file in the offices of the Investment Advisor. The only information provided to TD Ameritrade by the investment adviser is general account information: the client's name, address, date of birth, Social Security number, any IRA information, including beneficiaries.

Item 8 Client Contact with Portfolio Managers

Explain any restrictions placed on clients' ability to contact and consult with their portfolio managers.

- Advisors are routinely in contact with clients so in the event client objectives change a new allocation and strategy can be discussed.
- Clients have online access to their accounts for their review at anytime.

We encourage clients to direct any questions regarding participation in the program to the investment adviser for that account through MPS-LORIA Financial Planners, LLC.

Item 9 Additional Information, *as applicable to wrap fee clients*

- A. 1. Disciplinary Information (Item 9 in the ADV, Part 2A) and
2. Other Financial Industry Activities and Affiliations (Item 10 in the ADV, Part 2A)

Disciplinary Information :

Neither our firm nor any of our management persons been involved in any

- criminal or civil action in a domestic, foreign or military court;
- administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority;
- self-regulatory organization (SRO) proceeding

noted under this item.

Other Financial Activities :

The advisor has a related broker dealer, LORIA Financial Group, LLC. Advisory representatives may also be registered as agents of the broker dealer.

Mr. Loria, Mr. Pauritsch and other advisory representatives who are also registered representatives of the related broker dealer may earn a portion of the commissions clients pay for transactions whenever an advisory client chooses to use one of them for that purpose. The additional income that service generates creates an incentive to recommend it and an inherent risk for a conflict of interest.

We address this issue by disclosing the risk to our clients.

In addition, the accounting firm of **Mulcahy, Pauritsch, & Salvador** is affiliated with the investment advisor through three members. Advisory clients requiring accounting services may be referred by the investment adviser to the affiliated accounting firm. The referral creates an inherent risk for a conflict of interest due to the accounting fees that the partners may earn. No client is obliged either to follow the recommendation of the service or of the specific firm.

The affiliated LORIA Financial Group, LLC offers a variety of insurance and investment products to its clients. Advisory clients for whom insurance and investment products are recommended may be referred to LORIA Financial Group, LLC. An advisory client is under no obligation to follow the recommendation nor to use the recommended firm.

B. (Item 11 in the ADV, Part 2A)

1. Code of Ethics,

As required by SEC rule 204A-1 or similar state rules our firm has adopted a Code of Ethics. The firm has created a Code of Ethics (March 2006) which addresses primarily issues involved in monitoring proprietary trading activities. A copy is available upon written request. Please note that using any insider information, information that is not readily available to all participants in the securities markets (upon making a reasonable effort to obtain that information), for any person, ourselves or relatives or clients or any other person, is strictly illegal and punishable by fines and imprisonment.

2. Participation or Interest in *Client* Transactions

Our firm and/ or its associates **do**

- buy or sell for the firm or for themselves securities (other than shares of mutual funds) that we also recommend to our advisory clients;
- buy or sell for the firm or for themselves shares of mutual funds that we also recommend to our advisory clients;
- invest or are permitted to invest in securities related to those we may recommend to clients, such as derivatives

Our firm and its associates **do not**

- buy securities for the firm or for themselves from advisory clients (principal transactions);
- sell securities the firm or its associates own to advisory clients (principal transactions);
- in their capacity as a broker/ dealer agent, transact purchases or sales of any client's securities directly to any other person (an "agency cross transaction" that side-steps using a securities market place)
- recommend securities (or other investment products) to our advisory clients in which our firm or any person or other firm related to our firm has some other proprietary (ownership) or other financial interest.
- Act as investment adviser to an investment company we recommend to our clients.

3. Personal Trading.

Mr. Loria and Mr. Pauritsch, as well as other advisory representatives or agents of the related Broker Dealer, may from time to time for their own accounts purchase or sell securities that are the same as, similar to, or the opposite of those recommended to a client. When applicable or appropriate, we inform a client of the representative's positions in such investments. We will always complete a client's transactions prior to entering a similar order for any proprietary accounts. Accounts of persons affiliated with the firm are in securities that are widely held and publicly traded; as such the activity of proprietary transactions is of negligible market effect; the possibility of a conflict of interest between the interests of the firm and any client is also negligible.

When our firm or its personnel buy or sell securities for their own accounts, we will always place clients' orders before our own; we never aggregate or "bunch" our orders with clients' orders. As most of our orders are mutual funds, we do not normally require a minimum time lapse of between placing our clients' orders and placing our own orders in the same securities.

We enforce these guidelines by making the policy known to personnel. The issue has to date not presented itself as stock trades are few.

The possible conflicts of interest that arise whenever we recommend, or, in our discretion, buy or sell for you a security that we may also buy or sell for ourselves are

- using your order's market effect to benefit ourselves ("front running");
- using your order as "inside information" that would give us an unfair advantage in the markets to benefit ourselves or any other person (which is an illegal act);
- gaining a lower brokerage cost for ourselves in bunching orders, which can create an incentive to involve your account in that transaction.

4. (Item 13 in the ADV, Part 2A) : Review of Accounts -

Rick Loria, the firm's Managing Member-President-Principal, and Michael F. Pauritsch, Principal, are the primary reviewers of client accounts. At their discretion, they may delegate review of a client's account to another qualified member of MPS-LORIA Financial Planners, LLC, as they deem appropriate.

An advisory representative will review each account regularly, at least semi-annually.

Certain accounts or groups of accounts may be reviewed in the event of significant changes in the markets or due to socio-political factors deemed to affect those accounts. Changes in a client's expressed goals, needs, or financial condition may also trigger an in-depth review of a specific client account. Clients are encouraged to maintain regular contact with the investment adviser to their account(s), especially to keep the firm informed of any changes in the client's status.

The broker(s) and investment company or companies carrying a client's account(s) send confirmations of each transaction directly to the client. They usually also send monthly account statements to a client. The written monthly statements summarize all activity in the account, to include: transactions; dividends, funds deposited, transferred and/ or withdrawn, securities receipt and delivery, and all charges and credits.

If an account has no activity in any specific month, the firm in question may not issue a monthly statement. In instances where an account is inactive for an extended period of time, the custodian may issue quarterly statements.

Monthly statements of the client's positions will be generated by TD Ameritrade Institutional Services and sent to the client. These statements will provide the clients with that month's activity in the account, as well as compare the account's current positions and values with those of the preceding period. Chart data for TD AMERITRADE is calculated pursuant to SEC Rule 605, as is provided by TD AMERITRADE Clearing, Inc., an affiliate of TD AMERITRADE, Inc., and derived from Thomson Transaction Analytics, a third-party vendor that is not affiliated with TD AMERITRADE, Inc. Industry statistics are derived from SEC Rule 605 data provided by Thomson Transaction Analytics and represent the volume-weighted average of all industry participants posting Rule 605 data. TD Ameritrade Clearing Inc utilizes all industry standards and regulations in their reporting. The client will have the ability to review her or his positions via the internet. The adviser will also coordinate with the client to arrange for periodic meetings to review the client's investments, and to verify whether or not they still meet the client's objectives.

Additionally, MPS-LORIA Financial Planners, LLC also utilizes a software reporting system called Portfolio Centre. This system downloads pricing and transaction data on client accounts directly from the custodian. An outside vendor named Schwab Technologies reconciles the date to the custodian's records. MPS-LORIA Financial Planners, LLC then uses this data to help monitor and report allocation and performance to our clients. This reporting is not meant to replace the custodian reporting provided directly to the client.

5. (Item 14 in the ADV, Part 2A) Client Referrals and Other Compensation

Does our firm or a firm related to us through some form of ownership pay someone, directly or indirectly, for client referrals? Yes, we do.

MPS-LORIA is not affiliated through any ownership with Bridgeview Bank Group, an Illinois state chartered bank that has its main office in Bridgeview, IL and has 15 branch offices in the greater Chicago region.

The adviser does have agreements with Bridgeview Bank to use the bank's offices to solicit clients for advisory services. The solicitors must identify themselves as such to clients referred for advisory services and clients will be asked to sign an acknowledgement of receiving both that disclosure that they are paid solicitors, and a copy of this ADV Part 2A. In order to provide such referral services in Illinois and many other states, the persons acting as solicitors will be registered as representatives of MPS-LORIA or its affiliated broker/ dealer; if these persons are bank employees, they will remain employees of the bank although they are registered under the investment adviser or its affiliated broker/ dealer. Other solicitors will be employees of the firm, but not of the bank. No person referred is under any obligation to agree to pay for advisory services or to obtain desired services through MPS-LORIA or its affiliated broker dealer Loria Financial Group, LLC.

Regarding MPS-LORIA's participation in the TD AMERITRADE Institutional program :

TD AMERITRADE Institutional is a division of TD AMERITRADE, Inc. ("TD") member FINRA/SIPC. TD is an independent and unaffiliated SEC-registered broker-dealer that offers independently registered investment advisers services which include custody of securities, trade execution, clearance and settlement of transactions. MPS-LORIA receives some benefits from TD through its participation in the program.

TD provides some reimbursement for technology related expenses. This reimbursement is paid directly to the technology vendor.

TD AMERITRADE, Inc. (or "TD AMERITRADE") provides MPS-LORIA Financial Planners with services that include custody of securities, trade execution and clearance and settlement of transactions. MPS-LORIA receives benefits from TD AMERITRADE through its participation in the program noted above. Advisor and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

There exists a potential conflict of interest in this relationship in that MPS-LORIA Financial Planners may recommend TD to its clients for custody and brokerage services. The firm receives economic benefits through its participation in the program, which may include any one of more of the following products or services, provided without cost or at a discount :

- Access to mutual funds with no transaction fees;
- Access to an electronic communications network for client order entry and account information;
- Discounts on compliance; marketing, technology and practice management products or services provided by third party vendors;
- Consulting services;
- Marketing tools and research related products;
- Duplicate client statements and confirmations;
- Direct billing to accounts held by the custodian; Advisor
- Technology and
- Practice management products, or
- Services provided by third party vendors.

TD Ameritrade provides the Additional Services to Advisor in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. MPS-LORIA and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

Note that the benefits received by MPS-LORIA Financial Planners and /or its associated persons do not depend upon the amount of brokerage transactions directed to TD, but may, nonetheless, create an incentive – and thereby a potential conflict of interest – to use TD in preference to other brokerage services that charge lower commissions for essentially the same services.

The “Additional Services” that MPS-LORIA receives raise potential conflicts of interest. In providing Additional Services to MPS-LORIA, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, MPS-LORIA’s client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with MPS-LORIA, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, MPS-LORIA may have an incentive to recommend to its clients that the assets under MPS-LORIA’s management be held in custody with TD Ameritrade and to place transactions for its clients’ accounts with TD Ameritrade.

The brokerage commissions and custodial fees generated at TD may be used to benefit MPS LORIA Financial Planners as the advisory affiliate of its own broker/dealer. TD Ameritrade has the right to terminate the Additional Services Addendum with Advisor, in its sole discretion, provided certain conditions are met. MPS-LORIA also receives from TD Ameritrade certain additional economic benefits (“Additional Services”) that may or may not be offered to any other independent investment advisors participating in the program. The Additional Services to be provided to MPS LORIA Financial Planners, LLC are in the form of \$48,400.00 economic benefit plus fees and taxes paid to Schwab Performance Technology Portfolio Services on behalf of the Advisor.

MPS-LORIA, as a fiduciary, has an undiminished duty to act in its clients’ best interests, including a duty to seek best execution for its clients’ accounts’ trades, despite the receipt of any “Additional Services” such as those available through TD. Once again, MPS-LORIA wishes to disclose: “in order to continue to obtain the Additional Services from TD Ameritrade, the investment advisor may have an incentive to recommend to its clients that the assets under MPS-LORIA’s management be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. MPS-LORIA’s receipt of Additional Services does not diminish its duty to act in the best interests of its clients, including to seek best execution of trades for client accounts.”

Research received through arrangements with TD Ameritrade may be used for all advisory clients as applicable to their individual situations.

6. (Item 18 in the ADV, Part 2A) : Financial Information)

Our firm does not have custody of its clients’ funds or securities, except as noted in Item 15 for the practice of direct billing, which does not carry with it the requirement that our firm provide here a Balance Sheet, or keep segregated accounts and arrange for annual audits.

MPS-LORIA has no financial condition which might reasonably be suspected of hindering the firm from delivering its promised services. The firm has not petitioned to declare bankruptcy at any time.

STATE Registered investment adviser questions : This Item is not applicable to MPS-LORIA

If this firm is registered or is registering with one or more *state securities authorities*, it must respond to the following additional Item.

Item 10 Requirements for State-Registered Advisers

[Respond to Item 19.E of Part 2A of Form ADV.]