

. Firm Brochure

E. Batoff & Co., Inc.

16425 Collins Ave. Suite 4A Sunny Isles Beach, FL 33160 305-948-4818

1718 E. 7th Avenue, Tampa, FL 33605 813-248-3467

ebatoff@the-beach.net

This brochure provides information about the qualifications and business practices of E. Batoff & Co., Inc. If you have any questions about the contents of this brochure, please contact us at the above telephone number and/or email address. 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 E. Batoff & Co., Inc. also is available on the SEC's website at www.adviserinfo.sec.gov.

Table of Contents

Item Number	Item	Page
1	Advisory Business	2
2	Fees and Compensation	3
3	Performance Based Fees	4
4	Types of Clients	5
5	Methods of Analysis, Investment Strategies	6
6	Disciplinary Information	7
7	Other Activities and Affiliations	8
8	Code of Ethics and Conflict of Interest	9
9	Brokerage practices	10
10	Review of Accounts	11
11	Client Referral and Other Compensation	12
12	Custody	13
13	Investment Discretion	14
14	Voting Client Securities	15

ADVISORY BUSINESS

E. Batoff & Co., Inc. (EBCO) offers passive-type long-term investment strategies which employ index mutual funds as a preferred method of investing. Equity and fixed income allocations are tailored to the individual needs and risk tolerance of each client, and diversified targeted asset allocations are designed to capture the historic risk premiums associated with them. In combination with the low expense ratios and execution capabilities of the mutual funds we use for clients' investments, this strategy is designed to deliver superior long-term performance while reducing overall portfolio risk. Because it can be tailored specifically to the risk preferences of the individual client, this strategy can be employed by growth oriented as well as more conservative investors.

The company has been in business since 2003. The principal owner is Edward L. Batoff. As of December 31, 2010, client assets under management were \$70 million. All assets are managed on a discretionary basis.

The following is a summary of the education and business experience of the investment advisors and supervisors for EBCO:

Edward L. Batoff, President, E. Batoff & Co., Inc.

Date of Birth: Nov. 29, 1936

Education: Temple University, 1954-57, B.S., Accounting, With Honors

Univ. of Pennsylvania Law School, 1957-60, J.D., Cum Laude

Five Year Business Background: President, E. Batoff & Co., Inc.,
Registered Investment Advisors

Evan R. Batoff, Vice-President, E. Batoff & Co., Inc.

Date of Birth: June 13, 1969

Education: Cornell University, 1987-1991, B.A., Economics and Government,

Phi Beta Kappa; University of Florida College of Law, 1991-1995, J.D., With
Honors, Master of Laws in Taxation

Five Year Business Background: Vice-President, E. Batoff & Co., Inc., Registered
Investment Advisors

Associate Attorney, Corporate Finance Group, Glenn, Rasmussen, Fogarty & Hooker,
P.A., Tampa, Florida

FEES AND COMPENSATION

EBCO's per annum fees are 0.80% up to \$1,000,000; 0.40%, \$1,000,000 to \$25,000,000, 0.30% \$25,000,000 to \$50,000,000, and 0.20% above \$50,000,000. For clients invested solely in fixed income securities, the fee is 0.30% up to \$20,000,000, and 0.20% above \$20,000,000.

There is no minimum account size, but the minimum fee is \$4,000 per year. Fees are payable quarterly in arrears, and are computed on the end of month average assets under management for the quarter. In any month where there is an addition or withdrawal of funds under management, the fee on such addition or withdrawal shall be computed separately on a pro rata daily basis for the month.

No fees shall be payable in advance. If special circumstances involved in the opening of a Client's account require unusual planning or processing, EBCO may charge a one-time set-up fee, which will be agreed upon in advance with the Client. All of EBCO's fees are in addition to and not a part of any other costs associated with acquisition or ownership of mutual fund shares or any other investments or separately managed accounts.

PERFORMANCE BASED FEES

EBCO does not compute fees based on performance.

TYPES OF CLIENTS

EBCO's clients include individuals, partnerships, trusts, and retirement plans.

METHODS OF ANALYSIS, INVESTMENT STRATEGIES

See Page 2, "ADVISORY BUSINESS" for a discussion of Investment Strategies employed by EBCO.

Disciplinary Information

EBCO has never been, and is not now, the subject of any disciplinary action or inquiry by any Federal, State, or other regulatory body or agency.

OTHER ACTIVITIES AND AFFILIATIONS

The Officers and employees of EBCO have no other activities, interests, or affiliations which would represent a conflict of interest with the firm's clients.

CODE OF ETHICS AND CONFLICT OF INTEREST

EBCO (and/or its principals and employees) may invest in the same mutual fund shares that it purchases for clients. As mutual fund share prices are determined once a day at the close of the market, there is no conflict of interest or adverse consequence to clients as a result of such transactions. EBCO (and/or its principals and employees) may, at times, purchase or sell individual stocks. To avoid any conflict of interest, it (and/or they) will not do so within five trading days after the purchase or sale of the same security by a client. EBCO does not have authority to vote client proxies.

EBCO will provide a copy of the firm's Code of Conduct to clients or prospective clients upon request.

BROKERAGE PRACTICES

EBCO's discretion in deciding which securities should be bought and sold and in what amounts is limited by its adherence to the target asset allocations and risk parameters set forth in each client's Investment Advisory Agreement. EBCO's decisions on custodian, brokers, and commission rates are based solely on obtaining the greatest value in services at the lowest cost to its clients.

REVIEW OF ACCOUNTS

All accounts are reviewed and monitored on a daily basis by and under the supervision of Edward L. Batoff, President, and/or Evan R. Batoff, Vice-President.

EBCO prepares reports on client accounts at least on a quarterly basis. Billing information is prepared on a quarterly basis, and clients may obtain current valuation information directly from the custodian's website on a daily basis.

CLIENT REFERRAL AND OTHER COMPENSATION

EBCO does not pay any fees for client referrals, and it receives no compensation from managing Clients' assets other than as described on Page 3, "FEES AND COMPENSATION".

CUSTODY

TD Ameritrade Institutional Services is the Custodian for all Clients' assets under management. EBCO does not take custody of or act as custodian for Clients' assets.

INVESTMENT DISCRETION

EBCO's discretion in deciding which securities should be bought and sold and in what amounts is limited by its adherence to the target asset allocations and risk parameters set forth in each client's Investment Advisory Agreement. EBCO's decisions on custodian, brokers, and commission rates are based solely on obtaining the greatest value in services at the lowest cost to its clients.

E. Batoff & Co., Inc. Firm Brochure

Page 15

VOTING CLIENT SECURITIES

EBCO does not have authority to vote client proxies.