

Mark I Asset Management, Ltd.

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**FORM ADV PART 2
BROCHURE**

This brochure provides information about the qualifications and business practices of Mark I Asset Management, Ltd. If you have any questions about the contents of this brochure, please contact us at 405-525-6688. The information in this brochure has not been approved or verified by any state securities authority.

Additional information about Mark I Asset Management, Ltd is also available on Oklahoma State Department of Securities website at www.securities.ok.gov. The searchable IARD/CRD number for Mark I Asset Management, Ltd is 104563.

Mark I Asset Management, Ltd is a Registered Investment Adviser. Registration with the State of Oklahoma's Department of Securities; any state securities authority does not imply a certain level of skill or training.

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Advisory Business

Form ADV Part 2A, Item 4

Mark I Asset Management, Ltd. is an independent investment advisory firm regulated by the Oklahoma Department of Securities. Jerry W. Plant founded the company in 1992 and is its sole owner. His mission was to provide a boutique investment management firm, tailoring each investment policy and strategy to the needs of the investor.

Mark I provides investment supervisory services to clients. Mark I is a comprehensive wealth management company that offers advice on a broad range of investments. We do not specialize in a particular type of advisory service.

Mark I tailors its advisory services to the individual needs of its clients as follows:

- Asset allocation and investment policy development.
- Investment manager search and ongoing evaluation for managed investments.
- Investment performance monitoring and reporting for all investment assets.
- Identification, selection, and management of specific investment assets.
- Identification, selection, and management of alternative investment assets.
- Coordination of investment plan with income and estate tax planning.

Since Mark I does not take discretion, the client may impose restrictions on investing in certain types of securities. Additionally, the registered representatives of Mark I assess each client's investment objectives and risk tolerance in conjunction with current and anticipated economic and capital market conditions to formulate investment recommendations.

Mark I does not participate in any wrap fee program, or sell any investment product that generates a commission. All our fees are fully disclosed to the client upfront, and outlined in our client investment agreement. Each individual account receives the same level of service, regardless of the dollar amount.

Mark I does not take on investments of discretion of client assets. All of Mark I's accounts are non-discretionary. As of December 31, 2011, Mark I had \$51,165,910 of non-discretionary client assets under management.

Fees and Compensation

Form ADV Part 2A, Item 5

Fees for advisory services are determined according to the value of assets under management as follows:

Portfolio Value	Annual Fee Percentage
Up to \$ 1 Million	1.00%
From \$1 Million to \$2 Million	0.50%
Over \$2 Million	0.40%

All fees are negotiable based on the specific requirements of the individual's investment objectives, and are determined only by agreement between Mark I and its individual clients. In situations of family groups, assets of the individual members of the group are aggregated to the fee structure.

Accounts that require broad base wealth management services involving alternative investments and income and estate planning coordination may require specific fee arrangements negotiated at the time the service agreement is executed.

The minimum annual account fee is \$5,000. New client accounts will be charged pro rata on a per day basis for the first quarter under contract.

In addition, Mark I may engage a client on an hourly basis. The rate per hour will be negotiated with the client at the time the service agreement is executed. Historically, rate per hour has been \$250 to \$350.

All Mark I clients are billed on a quarterly basis. A majority of client fees are deducted from client assets. However, a small minority of clients are invoiced for investment advisory services. These clients were retained to Mark I prior to August of 2008. Since August of 2008, all new clients' investment fees are deducted from client accounts.

At the end of each quarter, Mark I invoices clients for investment advisory services via US mail. This provides all clients, whether deducted directly from client assets or invoiced, an opportunity to object to investment advisory fees.

For accounts where fees are deducted from client assets, Mark I processes payment five business days after the client is invoiced, if it does not receive an objection from the client.

Mark I utilizes Charles Schwab and Co. as its primary custodian. Mark I also uses (and has used) Fidelity and TD Ameritrade on a small number of accounts.

Charles Schwab and Co. does not charge Mark I a custodian fee. However, Charles Schwab and Co. does charge a transaction fee on a per trade basis. Transaction fee can range from \$7.95 to \$49.95 depending on the security traded.

Mark I utilizes no-load mutual funds. However, client accounts that utilize mutual funds may be charged a fund expense by the mutual fund company. If a fund has a 12-b1 fee, that fee is remitted to Charles Schwab and Co. not Mark I. Mark I strives to utilize funds that do not have 12b-1 fees. The only fee charged by Mark I to its clients is the investment advisory fee.

Mark I does not require clients to pay in advance. All fees are collected as described above. If a client terminates its relationship with Mark I during the quarter. The investment fee for that quarter is pro rated based on the number of days in the quarter the assets were under management at Mark I.

Mark I nor any of its supervised persons does not receive compensation for the sale of securities or other investment products. This eliminates a conflict of interest to the client and eliminates a supervised person's incentive to recommend investment products based on the compensation received, rather than on a client's needs.

The only fee charged by Mark I to the client is the fee outlined in the investment agreement.

Performance-Based Fees and Side-By-Side Management

Form ADV Part 2A, Item 6

Mark I nor any of its supervised persons does not accept performance-based fees – that is, fees based on a share of capital gains on or capital appreciation of client's assets of a client (such as a client that is a hedge fund or other pooled investment vehicle).

Types of Clients

Mark I provides independent, objective investment and wealth management services to individual clients, families, trusts and the community. In addition, Mark I can provide investment advisory services to pension and profit sharing plans, estates, charitable organizations, corporations, and other business entities.

As investment advisors, we financial don't sell products, the only fee charged by Mark I to the client is the fee outlined in the investment agreement.

Mark I's minimum account size is \$500,000. However, Mark I may choose to deviate from the policy on a case by case basis at the sole discretion of the President or CEO. Accounts that fall below the minimum because of market conditions or withdrawals will not be excluded from advisory services for that reason only.

Methods of Analysis, Investment Strategies and Risk of Loss

Form ADV Part 2A, Item 8

Mark I security analysts primarily engage in fundamental analysis. However, from time to time, it consults cyclical and other forms of analysis such as specific information furnished by potential investment targets.

Mark I investment strategy is primarily (significantly) long-term. In addition, on a client specific basis and with client consent, Mark I may engage in short-term purchases, short sales, margin transaction, or option writing (including covered options, uncovered options, or spreading strategies).

Mark I utilizes the following to develop its investment thesis for clients:

- Financial newspapers and magazines
- Research materials provided by others
- Corporate ratings services
- Annual reports, prospectus, filings, with SEC
- Company press releases

This list is not all inclusive and can be deviated from by Mark I from time to time depending on the security being analyzed.

Investing in securities markets involves a risk of loss. No return is guaranteed. Before investing in securities clients should be able to tolerate the market volatility.

Mark I does not engage in investments strategies that involve significant or unusual risks nor does it frequently trade, which can erode gains due to ordinary tax rates, transaction costs, and market dynamics.

Mark I designs for each client a diversified asset allocation plan that reduces specific risk – the risk of losing money in one stock or one group of companies. However, clients are exposed to the market risk associated with their portfolios.

Market risk is the volatility of a portfolio that occurs from market dynamics. The four standard market risk factors are stock prices, interest rates, foreign exchange rates, and commodity prices. Mark I attempts to reduce market risk by more than one or two asset classes.

Market risk cannot be avoided, but asset class diversification can reduce it. Therefore, Mark I designs portfolios based on a client's market tolerance to control the impact of market risk.

Mark I does not recommend a particular type of security. Mark I designs a comprehensive wealth management plan using a variety of securities in multiple asset classes based on the objectives and risk tolerance of the investor.

Disciplinary Information

Form ADV Part 2A, Item 9

A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which your firm or a management person

No registered representative of Mark I was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;

No registered representative of Mark I is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;

No registered representative of Mark I was found to have been involved in a violation of an investment-related statute or regulation; or was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, your firm or a management person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.

B. An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which your firm or a management person

No registered representative of Mark I was found to have caused an investment-related business to lose its authorization to do business; or

was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority:

- (a) denying, suspending, or revoking the authorization of your firm or a management person to act in an investment-related business;
- (b) barring or suspending your firm's or a management person's association with an investment-related business;
- (c) otherwise significantly limiting your firm's or a management person's investment-related activities; or
- (d) imposing a civil money penalty of more than \$2,500 on your firm or a management person.

C. A self-regulatory organization (SRO) proceeding in which your firm or a management person

No registered representative of Mark I was found to have caused an investment-related business to lose its authorization to do business; or was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.

Other Financial Industry Activities and Affiliations

Form ADV Part 2A, Item 10

Neither Mark I nor any of your management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither Mark I nor any of your management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Neither Mark I nor any of management persons are engaged any relationship or arrangement that is material to your advisory business as outlined below:

1. broker-dealer, municipal securities dealer, or government securities dealer or broker
2. investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund)
3. other investment adviser or financial planner
4. futures commission merchant, commodity pool operator, or commodity trading advisor
5. banking or thrift institution
6. accountant or accounting firm
7. lawyer or law firm
8. insurance company or agency
9. pension consultant
10. real estate broker or dealer
11. sponsor or syndicator of limited partnerships.

Mark I does not recommend or select other investment advisers for its clients and it does not receive compensation directly or indirectly on any service that would create a material conflict of interest. The only compensation charged by Mark I to the client is outlined by the investment advisory agreement. This allows Mark I to act independently, without conflict, and in the client's best interest.

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

Form ADV Part 2A, Item 11

Mark I has adopted the Asset Management Code of Professional Conduct as published by the Chartered Financial Analyst (CFA) institute as its own code of ethics. Upon request, Mark I will furnish a copy to clients upon requests. These rules have incorporated all applicable state rules and regulations for registered investment advisors under Oklahoma law.

Mark I does not buy or sell securities in which Mark I or its registered representatives have a material financial interest.

Mark I or a registered representative does not: 1) buy securities from (or sell securities to) its clients as a principal or general partner; 2) acting as a general partner in a partnership to which you solicit investments; or 3) act as an investment adviser to an investment company that Mark I or its registered representative recommends to clients.

Representatives of Mark I may have investments in stocks, mutual funds, limited partnerships, or hedge funds recommended to clients. Regardless of such ownership, such investments will not be sufficient to influence the prices or adversely affect the client's position or purchase of any recommended investment.

All investment transactions, including personal trades of registered representatives, are reviewed daily by the compliance officer for possible conflict.

In addition, all client transactions (trades made by clients on their own behalf) are reviewed daily by the compliance officer.

Client needs and interests are put first and ahead of any representative's personal investment interests.

Representatives of Mark I may have investments in securities, mutual funds, limited partnerships, or hedge funds recommended to clients, and may trade in those securities at or about the same time it makes the same recommendations to clients. This timing of the trade is inapplicable

Brokerage Practices

Form ADV Part 2A, Item 12

Mark I generally recommends that Clients utilize the brokerage and clearing services Charles Schwab and Co. although other custodians may also be used by Mark I at the discretion of the client

Since 1992, Mark I has primarily used Charles Schwab and Co. as its primary custodian. On an annual basis, Mark I evaluates, Charles Schwab and Co based on the following criteria:

- Financial strength and stability
- Reputation
- Execution
- Pricing
- Research
- Competitive commission structure
- Range of mutual funds available
- Quality of reporting
- Information on the Internet
- Availability of service staff
- Accessibility of branches

Trading fees generally run between \$7.95 and \$49.95, which Mark I compares to other custodians annually and determines whether or not the fee is reasonable.

Mark I does not engage in any type of soft-dollar arrangement with any third-party or its primary custodian, Charles Schwab and Co. However, as part of the custodian platform, Mark I is provided to research on stocks, bonds, and mutual funds from Charles Schwab and Co. Mark I does not rely on this research in forming its investment decisions for clients, and considers it an ancillary benefit of using Charles Schwab and Co. Mark I retains its own independent research sources when making investment decisions for clients.

Mark I does not receive any client referrals from any custodian it utilizes. Therefore, there is no incentive to select or recommend a custodian or broker dealer based on an interest in receiving client referrals, rather than our client's interest in receiving the most favorable trade execution. This allows trades to be executed in the best interest of the client.

Mark I does not engage in any type of directed brokerage relationship. Mark I does use Charles Schwab and Co. as its primary custodian, and evaluates that decision annually based on the criteria outlined above. However, the client can choose another custodian at his/her discretion. Mark I is not affiliated with any broker-dealer; and therefore, does not have any economic relationship with a broker dealer that may cause a conflict of interest to its clients.

Mark I does not aggregate the purchase or sale of securities for various client accounts. Mark I view each client as unique. The needs of each client vary on a case by case basis. Therefore, the purchase and sale of securities of each client varies on a case by case basis. While client accounts may, from time to time, hold similar securities the decision to purchase or sell those securities may differ.

Mark I views the transaction costs associated with not aggregating immaterial in relation to each client's overall wealth plan, since these costs range from \$7.95 to \$49.95.

Review of Accounts

Form ADV Part 2A, Item 13

Client accounts are reviewed (1) at least monthly, (2) as requested by clients, (3) as market conditions warrant, and (4) by providing clients with quarterly and annual reports. This review is either performed by Jerry W. Plant, CEO and Chairman, or by Nicholas Harroz III, President and registered representative of Mark I.

No other reviews are performed by any other person.

All accounts are reviewed by Mark I on a quarterly basis. Multiple factors are considered when reviewing investment portfolios. The following is a list Mark I considering when reviewing accounts other than on a quarterly basis:

- Economic conditions
- Market conditions
- Time horizons and risk tolerance of individual investors
- Company or mutual fund fundamentals
- Investment objectives of investors
- Environmental changes affecting the possible outcomes of portfolios relative to investor objectives

Clients are provided with written performance reports on a quarterly basis via US Mail by the 20th of the month proceeding quarter close. This report begins by providing performance record of the portfolio over time intervals that assets have been under management showing both a dollar and percentage return both before and after advisory fees.

The following pages of the report contain the investment details, which is segregated by category (stocks, bonds, mutual funds, CDs, etc). It compares beginning balances and reconciles to ending balances based on the following:

- Net additions
- Dividends and Interest
- Period capital gains
- Fees and expenses
- Gains/Distributions

Further detail is given for the percentage of each holding relative to the whole portfolio and the period return.

Client Referrals and Other Compensation

Form ADV Part 2A, Item 14

Mark I does not compensate third-parties (eg: lawyers, accountants, or other professionals) for client referrals, and considers such a practice to a conflict of interest to its client. Mark I does not compensate any third-parties with any economic benefit such as sales awards, prizes, or referral fees.

Mark I only receives compensation from clients for investment advisory services.

Custody

Form ADV Part 2A, Item 15

As mentioned above, Mark I does not take discretion or custody of client assets. Charles Schwab and Company is Mark I's primary custodian. Mark I uses Fidelity and TD Ameritrade for a small number of accounts, and is willing to use other custodial services such as trust departments; when estate planning needs warrant.

Since Mark I does not take discretion, all trades are discussed with the client based on a plan prior to execution. At the execution of each trade, the client is provided with a trade confirmation, either electronically or by US mail). Mark I encourages clients to review these confirmation ensure accuracy. In addition, clients receive monthly statements from their respective custodians. Mark I encourages clients to compare these statements to the quarterly performance reports provided by it.

Mark I does review all transactions from custodians daily to ensure proper execution. When a discrepancy occurs, Mark I notifies the client and the custodian immediately, to correct the matter as soon as possible.

Investment Discretion

Form ADV Part 2A, Item 16

Mark I does not accept discretion of behalf of clients. All trades are discussed with the client based on a plan prior to execution. At the execution of each trade, the client is provided with a trade confirmation, either electronically or by US mail). Mark I encourages clients to review these confirmation ensure accuracy. In addition, clients receive monthly statements from their respective custodians. Mark I encourages clients to compare these statements to the quarterly performance reports provided by it.

Mark I does review all transactions from custodians daily to ensure proper execution. When a discrepancy occurs, Mark I notifies the client and the custodian immediately, to correct the matter as soon as possible.

Voting Client Securities

Form ADV Part 2A, Item 17

Mark I does not accept the authority to vote client securities. Clients receive their proxies directly from the custodian, primarily Charles Schwab and Co. Copies of proxies are provided to Mark I by Charles Schwab and Company for informational purposes only.

Mark I believes that each investors has a responsibility to vote his/her own proxy because he/she bears the risk of loss for the investment. Mark I is available via phone, email, or in person to consult with a client on any aspect of his investments, including questions about proxy solicitation. Mark I and its registered representatives do not recommends on how a client should vote on proxy questions. Mark I only provides education and information to clients regarding proxies.

Financial Information

Form ADV Part 2A, Item 18

Mark I does not solicit prepayment of more than \$1,200 in fees per client or six months or more in advance. Therefore, it not required to submit the following:

1. The balance sheet prepared in accordance with generally accepted accounting principles, audited by an independent public accountant, and accompanied by a note stating the principles used to prepare it, the basis of securities included, and any other explanations required for clarity.
2. The parenthetically market value of securities included with cost.
3. The public accountants report conforming to Article 2 of SEC S-X

Mark I does not discretionary authority or custody of client funds or securities, and does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Since fees are paid quarterly in arrears, there is no financial constraint that is reasonably likely to impair Mark I's ability to meet contractual commitments to clients.

Mark I or any of its registered representative have NOT been subject to bankruptcy in the past ten years.

