

FIRM BROCHURE
(Part 2A of Form ADV)

HUNTLEIGH/BYRNE INVESTMENT ADVISORS, INC.
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This brochure provides information about the qualification and business practices of Huntleigh/Byrne Investments Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at: 314-236-2205, or by e-mail at: sbyrne2@att.net. 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 Huntleigh/Byrne Investment Advisors, Inc. is available on the SEC's website at www.adviserinfo.sec.gov

May 31, 2012

ITEM 2. MATERIAL CHANGES

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

There are no material changes to the brochure date May 16, 2012.

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ITEM 4. ADVISORY BUSINESS

Huntleigh/Byrne Investment Advisors, Inc. was established in 1988. It is the corporate entity for the portfolio management services of Steven J Byrne, who owns a 100% equity interest in the firm. Steve has been licensed as a “broker” since 1970, and as a “registered investment advisor” since 1974.

Huntleigh/Byrne manages individual portfolios of stock and bonds exceeding \$50 Million as of December 31, 2011. All client relationships are discretionary. The Firm tailors each client portfolio based on objectives, age, net worth, disposition, tax bracket and family considerations. Based on past experience wrap programs are not recommended. The Firm does not deal in insurance products.

ITEM 5. FEES AND COMPENSATION

Huntleigh/Byrne manages accounts on a retainer to insure impartiality. The rate guideline is 1% of the equities under supervision, and 3/10 of 1% for bonds and cash equivalents. Fees are negotiable, and generally billed to the custodian in advance. Either party may terminate the relationship upon written notice, and prepaid fees will be refunded prorata.

The Firm has an informal relationship with Huntleigh Securities, which clears transactions and maintains custody of assets with First Clearing Corp., a subsidiary of Wells Fargo & Company. Description of brokerage practices are described in Item 12.

ITEM 6. PERFORMANCE-BASED FEES

None

ITEM 7. TYPES OF CLIENTS

The Firm manages approximately 25 client groups, consisting of individuals, pension & profit sharing plans, sizeable IRA rollovers and foundations. The stated minimum account size is \$1 Million. The Firm has an intentionally limited clientele, and is not seeking new business.

**ITEM 8. METHOD OF ANALYSIS
INVESTMENT STRATEGIES & RISK OF LOSS**

Huntleigh/Byrne invests broadly in large, mid and smaller size companies. Equity portfolios are balanced with bonds and cash equivalents. The Firm seeks “value” in our selections, defined as underpaying for the future potential of a security. The Firm uses a “bottom up” approach whereby we research individual companies fundamentals and earnings estimates. Purchases are preferred during periods of market duress. The investment horizon is one to three years.

Method of analysis includes annual reports, SEC filings, Wall Street Research, financial newspapers & magazines, and company press releases.

Risk of loss can be mitigated by experience, diversification of asset class, and diversification within asset class, a focus on solid balance sheets, and investment grade rating and shorter maturities on bonds. Periodic pain is unavoidable.

ITEM 9. DISCIPLINARY INFORMATION

Steve Byrne has an unblemished record since entering the securities field in 1970.

**ITEM 10. OTHER FINANCIAL INDUSTRY ACTIVITIES AND
AFFILIATIONS**

None

**ITEM 11. CODE OF ETHICS
PARTICIPATION OR INTEREST IN CLIENT TRANSACTION
AND PERSONAL TRADING**

The Firm will provide a copy of the code of ethics to any client or prospective client upon request. The Firm and its employees may buy or sell securities it also recommends to clients, and if trades are executed on the same day clients will receive the most favorable execution price.

ITEM 12. BROKERAGE PRACTICES

Clients are welcome to determine the broker of record, and clients referred by a broker maintain a relationship with that firm. Numerous clients have allowed Huntleigh Byrne to determine the broker and custodian. A majority of clients use Huntleigh Securities because they consistently achieve “best execution” of orders. In placing orders with Huntleigh Securities we have the ability to work directly with their trading desk, negotiate competitive and reasonable commissions, and are provided with real time market data. Steve Byrne is licensed as a registered investment advisor with Huntleigh Byrne, and as a broker with Huntleigh Securities. As such a potential conflict of interest exists. Clients agree to this arrangement in writing and pay a lesser advisory fee than the rate schedule. It is a routine practice to aggregate client purchases & sales to achieve faster and better executions at a lower commission. All clients receive “average” prices on multiple trades.

ITEM 13. REVIEW OF ACCOUNTS

Equity holdings are monitored on a daily basis, and client portfolios are monitored continuously. In depth reviews would be triggered by a material change in a clients finances or investment objective. Written quarterly reports are provided showing individual assets, asset categories, percent of total, cost basis, market value, income and yield. A capital gain and loss summary is provided, along with a performance summary.

ITEM 14. CLIENT REFERRALS AND OTHER COMPENSATION

Fees are never paid or received for client referrals. No other compensation.

ITEM 15. CUSTODY

Huntleigh/Byrne does not maintain custody of client assets.

ITEM 16. INVESTMENT DISCRETION

While all client relationships are discretionary, the Firm does accept limitations on the amount of debt or equity securities in the portfolio. Yield and quality restrictions are also accepted. The Firm operates under a limited power of attorney, which does not provide access to client funds.

ITEM 17. VOTING CLIENT SECURITIES

Huntliegh/Byrne does not vote securities held by clients.

ITEM 18. FINANCIAL INFORMATION

Financial statements will be provided upon request. The Firm has never incurred loans of any type, and has never approached a position where contractual obligations to clients were impaired.

ITEM 19. REQUIREMENTS FOR STATE REGISTERED ADVISERS

Steve Byrne earned a BSBA degree in 1968 from the University of Missouri-Columbia, with a major in Finance & Banking and a minor in Economics.

Mr. Byrne has been a “Registered Investment Advisor” with the SEC since 1974.

Was a broker at Merrill Lynch 1970 – 1974.

**Supervised Person Brochure
(Part 2B of Form ADV)**

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This brochure supplement provides information about Steve Byrne that supplements the Huntleigh Byrne Investment Advisors, Inc. brochure. You should have received a copy of that brochure. Please contact Steve Byrne if you did not receive Huntleigh Byrne Investment Advisors, Inc.'s brochure or if you have any questions about the contents of this supplement.

May 31, 2012

ITEM 20. BROCHURE SUPPLEMENT (PART 2B OF FORM ADV)

Steve Byrne was born October 14, 1946.

He earned a BSBA degree in 1968 from the University of Missouri-Columbia, with a major in Finance & Banking and a minor in Economics.

Mr Byrne has been a “Registered Investment Advisor” with the SEC since 1974. Was a broker at Merrill Lynch 1970 – 1974.

There are no legal or disciplinary actions. Mr. Byrne has an unblemished record since entering the field in 1970.

Steve is licensed as a registered investment advisor with Huntleigh Byrne, and as a broker with Huntleigh Securities. As such a potential conflict of interest exists. Clients agree to this arrangement in writing and pay a lesser advisory fee than the rate schedule. It is routine practice to aggregate client purchases & sales to achieve faster and better executions at a lower commission. All clients receive “average” prices on multiple trades.

Fees are never paid or received for client referrals. No other compensation.

Equity holding are monitored on a daily basis, and client portfolios are monitored continuously. In depth reviews would be triggered by a material change in a clients finances or investment objective.

Mr. Byrne has not been involved in any activities regarding arbitration claims, civil self-regulatory organization, or administrative proceedings regarding any investment activities.