

Greenport Financial Advisers, Inc.

6215 Frank Avenue NW

North Canton, OH 44720

Telephone: 330.433.1800

Facsimile: 330.433.1801

Website: www.greenportfinancial.com

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FORM ADV PART 2

BROCHURE

This brochure provides information about the qualifications and business practices of Greenport Financial Advisers, Inc. If you have any questions about the contents of this brochure, please contact us at telephone number 330.433.1800. 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 Greenport Financial Advisers, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Greenport Financial Advisers, Inc. is 105328.

Greenport Financial Advisers, Inc., is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2 Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Generally, GREENPORT FINANCIAL ADVISERS INC will notify clients of material changes on an annual basis. However, where we determine that an interim notification is either meaningful or required, we will notify our clients promptly. In either case, we will notify our clients in a separate document.

Item 3 Table of Contents

Item 1 Cover Page	Page 1
Item 2 Material Changes	Page 2
Item 3 Table of Contents	Page 3
Item 4 Advisory Business	Page 4
Item 5 Fees and Compensation	Page 6
Item 6 Performance-Based Fees and Side-By-Side Management	Page 7
Item 7 Types of Clients	Page 7
Item 8 Methods of Analysis, Investment Strategies and Risk of Loss	Page 7
Item 9 Disciplinary Information	Page 8
Item 10 Other Financial Industry Activities and Affiliations	Page 8
Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	Page 9
Item 12 Brokerage Practices	Page 9
Item 13 Review of Accounts	Page 10
Item 14 Client Referrals and Other Compensation	Page 11
Item 15 Custody	Page 11
Item 16 Investment Discretion	Page 11
Item 17 Voting Client Securities	Page 12
Item 18 Financial Information	Page 12
Item 20 Additional Information	Page 12

Item 4 Advisory Business

Description of Services and Fees

Greenport Financial Advisers, Inc. is a registered investment adviser based in North Canton, Ohio. We are organized as a corporation under the laws of the State of Ohio. We have been providing investment advisory services since 1989. William David Griffing is our firm's principal owner. Currently, we offer the following investment advisory services, which are personalized to each individual client:

- Portfolio Management Services
- Advisory Consulting Services
- Qualified Plans Consulting Services

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. Also, you may see the term Associated Person throughout this Brochure. As used in this Brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

Portfolio Management Services

We provide discretionary and non-discretionary portfolio management services where the investment advice provided is custom tailored for you to meet your needs and investment objectives. Upon entering into an investment advisory agreement, an in-depth discussion and examination of investment objectives and guidelines is conducted between you and an Associated Person of our firm. Our firm will provide you with an Investment Policy Statement based on our discussions and examination of your investment objectives. Next, we will review your current portfolio, if submitted to us. Typically, the process continues as we search for and select one or more private money managers, mutual funds, fixed income investments, ETFs, or alternative investments whose characteristics best align with your stated objectives and guidelines and in accordance with your Investment Policy Statement.

Subject to any written guidelines that you may provide, our firm will be granted discretion and authority to manage your account(s). Accordingly, our firm is authorized to perform various functions, at your behalf and at your expense, without further approval from you. Such functions include the determination of securities and amount of securities to be purchased or sold for your account. Once the portfolio is constructed, we will provide ongoing supervision and rebalancing of your portfolio as changes in market conditions and your individual circumstances may require. Where our firm enters into non-discretionary arrangements with you, we will obtain your approval prior to the execution of a trade.

If you participate in our discretionary portfolio management services, we require you to grant our firm discretionary authority to manage your account. Discretionary authorization will allow our firm to determine the specific securities, and the amount of securities, to be purchased or sold for your account without your approval prior to each transaction. Discretionary authority is typically granted by the investment advisory agreement you sign with our firm, a limited power of attorney, or trading authorization forms. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with your restrictions and guidelines in writing. If you enter into non-discretionary arrangements with our firm, we must obtain your approval prior to executing any transactions on behalf of your account.

Our annual fee for portfolio management services is billed quarterly in advance based on the asset value on the last day of the previous quarter. The initial fee will be calculated from the date of acceptance of the advisory agreement or when the account is funded, to the end of the quarter. Fees will be assessed pro rata in the event the advisory agreement is executed at any time other than the first day of a calendar quarter, which means that the advisory fee is payable in proportion to the number of days in the quarter for which you are a client.

Generally, the amounts of cash and cash equivalents will not be included in the calculation of our advisory fee; however, where we invest some or all of your cash or cash equivalents into other investment securities during the current quarter, the amount of cash/cash equivalents invested will be included in the calculation of our firm's advance advisory fee for the previous quarter.

On an annualized basis, our fees for portfolio management services, are based on the following fee schedule*:

Equities, Equity Mutual Funds and Alternative Investments:

Assets Under Management	Annualized Fee
First \$500,000	1.50%
Next \$1,000,000	1.00%
Next \$2,000,000	0.75%
Next \$2,000,000	0.50%
Over \$5,500,000	0.25%

Individual Fixed Income Securities and Fixed Income Mutual Funds:

Assets Under Management	Annualized Fee
First \$500,000	0.750%
Next \$1,000,000	0.500%
Next \$2,000,000	0.375%
Next \$2,000,000	0.250%
Over \$5,500,000	0.125%

**Existing clients may be subject to different fee schedules than those shown above.*

Our firm will either invoice you directly for the management fee, or payment of fees will be made by the custodian holding your funds and securities provided that you supply written authorization permitting the fees to be paid directly from your account. Our firm will not have access to your funds for payment of fees without your written consent. Further, the qualified custodian agrees to deliver an account statement, at least quarterly, directly to you, showing all disbursements from the account. You are encouraged to review all account statements for accuracy. Our firm will receive a duplicate copy of the statement delivered to you by the qualified custodian. If you have a tax-sheltered retirement account, you should consider paying fees separately instead of having fees deducted from your sheltered retirement account; however, you should consult with your tax advisor for guidance on this issue.

At our discretion, we may combine the account values of family members living in the same household to determine the applicable advisory fee. For example, we may combine account values for you and your minor children, joint accounts with your spouse, and other types of related accounts. Combining account values may increase the asset total, which may result in your paying a reduced advisory fee based on the available breakpoints in our fee schedule stated above.

Either party may terminate the portfolio management agreement upon written notice to the other party. You will incur a pro rata charge for services rendered prior to the termination of the portfolio management agreement. If you have pre-paid advisory fees that we have not yet earned, you will receive a prorated refund of those fees.

Advisory Consulting Services

We offer consulting services which primarily involves advising clients on specific financial-related topics. The topics we address may include, but are not limited to, retirement planning, risk assessment/management, education funding, investment planning, estate planning, financial organization, or financial decision making/negotiation. We charge an hourly fee for advisory consulting services. Fees are negotiable and range from of \$150 - \$175 per hour, depending on the scope and complexity of services to be rendered. Our consulting fee is payable at the conclusion of each session.

Qualified Plans Consulting Services

We offer pension consulting services to employee benefit plans and their fiduciaries based upon the needs of the plan and the services requested by the plan sponsor or named fiduciary. In general, these services include a review of the existing plan, the investment options offered by the plan to its participants, and the model portfolios constructed for the plan. Our firm will then provide the plan sponsor and other fiduciaries with a plan efficiency assessment and recommendations for plan enhancements, remediation of deficiencies, or changes that may be beneficial to the plan. The ultimate decision to act on behalf of the plan shall remain with the plan sponsor or other named fiduciary.

Fees for pension consulting services are based on our firm's hourly rate of \$150 - \$175 per hour. An estimate of the total cost will be determined at the start of the advisory relationship. Fees are payable upon completion of services rendered. Under no circumstance will we require prepayment of a fee more than six months in advance and in excess of \$1,200.

Either party to the pension consulting agreement may terminate the agreement upon written notice to the other party. The pension consulting fees will be prorated for the quarter in which the termination notice is given and any unearned fees will be refunded to the client.

Types of Investments

We primarily offer advice on investment company securities; however, we may offer advice on equity securities, warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, U.S. Government securities, options contracts on securities, and interest in partnerships investing in real estate.

You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

Assets Under Management

As of February 21, 2012, we manage \$74,571,912.00 in client assets on a discretionary basis, and \$2,695,002.00 in client assets on a non-discretionary basis.

Item 5 Fees and Compensation

Our fees as described above are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds, or any portion of the funds of an advisory client (15 U.S.C. §80b-5(a)(1)). The value of margin accounts will be considered in calculating our advisory fee.

Please refer to the "Advisory Business" section in this Brochure for information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer.

Additional Fees and Expenses

As part of our investment advisory services to you, we may invest, or recommend that you invest, in mutual funds and exchange traded funds. The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. You will also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. Where Raymond James Financial Services, Inc., member FINRA, SIPC ("Raymond James"), the account custodian, has revenue sharing arrangements with the mutual funds, Raymond James will not charge you a transaction charge. However, where Raymond James does not maintain a revenue sharing arrangement with the mutual fund, Raymond James will charge you a transaction charge of \$19.95. Raymond James may also charge a custodian fee to IRA accounts.

We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to the "Brokerage Practices" section of this Brochure.

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

We do not accept performance-based fees or participate in side-by-side management. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Our fees are calculated as described in the **Advisory Business** section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account.

Item 7 Types of Clients

We offer investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

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

Our Methods of Analysis and Investment Strategies

Structural Approach - We utilize a highly structured asset allocation model in designing, deploying and monitoring investment portfolios.

Portfolio Construction - Our objective in portfolio construction is to maximize growth and minimize risk while investing in equities, alternative investments and fixed income securities.

Investment Policy Statement - Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocation based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio. The Investment Policy Statement will be formally reviewed annually.

Taxes - Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

As disclosed under the "Advisory Business" section in this Brochure, we primarily recommend investments in investment company securities.

You should be advised of the following risks when investing in these types of securities: Mutual funds and exchange traded funds are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities or any combination thereof. The fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. Exchange traded funds differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. The returns on mutual funds and ETFs can be reduced by the costs to manage the funds. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of, the funds, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be "closed end" or "open end". So-called "open end" mutual funds continue to allow in new investors indefinitely which can dilute other investors' interests.

Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

Item 9 Disciplinary Information

Our firm has been registered and providing investment advisory services since 1989. Neither our firm nor any of our Associated Persons has any reportable disciplinary information.

Item 10 Other Financial Industry Activities and Affiliations

We have not provided information on other financial industry activities and affiliations because we do not have any relationship or arrangement that is material to our advisory business or to our clients with any of the types of entities listed 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

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

Description of Our Code of Ethics

Our firm has adopted a Code of Ethics, the full text of which is available to you and prospective clients upon request. We have several goals in adopting this Code. Our firm desires to comply with all applicable laws and regulations governing its practice, and the management of our firm has determined to set forth guidelines for professional standards, under which all Associated Persons of our firm are expected to conduct themselves. We have set high standards, the intention of which is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith and fair dealing, as well as the procedures for approval and reporting established in the Code of Ethics primarily related to personal securities transactions, and violations of the Code. All Associated Persons are expected to adhere strictly to these guidelines. In addition, our firm maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by our firm or any person associated with our firm.

Our Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting Douglas M. Griffing, Chief Compliance Officer at telephone number 330.433.1800.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To mitigate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities.

Item 12 Brokerage Practices

Suggestion of Brokers

Our firm will recommend that securities be purchased through facilities of Raymond James Investment Advisor Division ("Raymond James"), a division of Raymond James Financial Services, Inc., member FINRA, SIPC. Raymond James is independent and unaffiliated with our firm. It may be the case that the recommended broker charges a higher fee for a particular type of service, such as transaction costs, than can be obtained from another broker. We believe that Raymond James provides quality execution services for you at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by Raymond James, including the value of research provided, the firm's reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of research services and additional brokerage products and services Raymond James provides, you may pay higher commissions and/or trading costs than those that may be available elsewhere.

Research and Other Benefits

The research products and services that we may receive from brokerage firms (e.g. Raymond James) may include financial publications, information about particular companies and industries, research software, and other products or services that provide lawful and appropriate assistance to us in the performance of our investment decision-making responsibilities. Such research products and services are provided to all investment advisers who utilize Raymond James and maintain a total of at least \$50 million of our client's account assets with Raymond James, and are not considered to be paid for with soft dollars. However, the transaction costs/fees charged by a particular broker for a particular transaction, or set of transactions, may be greater than the amounts another broker who did not provide research services or products might charge.

While we and our Associated Persons, endeavor at all times to put your interests first as part of our fiduciary duty, you should be aware that receipt of benefits in itself creates a potential conflict of interest because we may have an incentive to recommend Raymond James over other broker-dealers based the products and services they provide to our firm.

Directed Brokerage

In limited circumstances, clients may instruct us to use a trust company or bank other than Raymond James for custodial and other trust services. Clients who may want to direct our firm to use a particular custodian should understand that this may prevent us from effectively negotiating brokerage compensation on their behalf. This arrangement may also prevent us from obtaining the most favorable net price and execution. Thus, when directing brokerage/custodial business, you should consider whether the commission expenses and execution, clearance and settlement capabilities that you will obtain through your broker/custodian are adequately favorable in comparison to those that we would otherwise obtain for you. You are encouraged to discuss available alternatives with an Associated Person of our firm.

Block Trades

We combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13 Review of Accounts

William D. Griffing, President, will monitor your account(s) on an ongoing basis in order to determine if the positions held are consistent with your investment objectives. In addition, there is an ongoing monitoring of the holdings that comprise your account(s) to verify that the sub-adviser is performing to a level that we are satisfied with and, with respect to individual fixed income items, that they maintain a satisfactory credit quality.

Additional reviews may be conducted based on various circumstances, including, but not limited to:

- contributions and withdrawals;
- year-end tax planning;
- market moving events;
- security specific events; and/or,
- changes in your risk/return objectives.

You will receive from the qualified custodian the following reports: (1) Trade confirmations reflecting all transactions in securities; (2) Monthly statements itemizing all transactions in cash and securities; (3) Monthly statements of securities in custody listing securities held in the account. It is our desire to meet with you at least annually to review your account in greater detail and review your investment objectives.

Item 14 Client Referrals and Other Compensation

We do not receive any compensation from any third party in connection with providing investment advice to you nor do we compensate any individual or firm for client referrals. We may maintain reciprocal referral relationships with attorneys, accountants, and other professionals. This reciprocal referral agreement is not exclusive and does not result in compensation paid to either party based on a referral.

Item 15 Custody

We directly debit your account(s) for the payment of our advisory fees. This ability to deduct our advisory fees from your accounts causes our firm to exercise limited custody over your funds or securities. We do not have physical custody of any of your funds and/or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent, qualified custodian. You will receive account statements from the independent, qualified custodian(s) holding your funds and securities monthly. The account statements from your custodian(s) will indicate the amount of our advisory fees deducted from your account(s) each billing period. You should carefully review account statements for accuracy.

If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact Douglas M. Griffing, Chief Compliance Officer at telephone number 330.433.1800.

Item 16 Investment Discretion

Before we can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a limited power of attorney, and/or trading authorization forms. You may grant our firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. Please refer to the "Advisory Business" section in this Brochure for more information on our discretionary management services.

If you enter into non-discretionary arrangements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s).

Item 17 Voting Client Securities

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Item 18 Financial Information

We are not required to provide financial information to our clients because we do not:

- require the prepayment of more than \$1,200 in fees and six or more months in advance, or
- take custody of client funds or securities, or
- have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

Item 20 Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access of nonpublic personal information about you to employees who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact Douglas M. Griffing, Chief Compliance Officer at telephone number 330.433.1800 if you have any questions regarding this policy.

Trade Errors

On infrequent occasions, an error may be made in a client account. For example, a security may be erroneously purchased for a client account instead of sold. In these situations, our firm generally seeks to rectify the error by placing the client account in a similar position as it would have been had there been no error. Depending on the circumstances, various corrective steps may be taken, including but not limited to, canceling the trade, adjusting an allocation, and/or reimbursing the

account. If a trade error correction results in a gain, the client will not retain the gain. The resolution of gains and losses is handled between our firm and the account custodian. Gains and losses resulting from trading errors will never be assessed to or visible in a client's account.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.