
Item 1 – Cover Page

FCG Advisors, LLC

One Main Street, Suite 202

Chatham, New Jersey 07928

973-635-7374

www.fcgadvisors.com

March 31, 2012

This Brochure provides information about the qualifications and business practices of FCG Advisors, LLC [“FCG”]. If you have any questions about the contents of this Brochure, please contact our Chief Compliance Officer (“CCO”) at 973-635-7374 or pmarquardt@fcgadvisors.com.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

FCG is a registered investment adviser. Registration of an Investment Adviser does not imply that FCG or any of its principals or employees possess a particular level of skill or training in the investment advisory business or any other business. Additional information about FCG also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

Since FCG's last annual update dated March 31, 2011, the summary of material changes that have been made to this disclosure document are attached as **Exhibit I**

Item 3 -Table of Contents

Item 1 – Cover Page	i
Item 2 – Material Changes	ii
Item 3 - Table of Contents.....	iii
Item 4 – Advisory Business	1
Item 5 – Fees and Compensation.....	2
Item 6 – Performance-Based Fees and Side-By-Side Management.....	4
Item 7 – Types of Clients	4
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	4
Item 9 – Disciplinary Information.....	5
Item 10 –Other Financial Industry Activities and Affiliations	6
Item 11 – Code of Ethics.....	8
Item 12 – Brokerage Practices	10
Item 13 – Review of Accounts	11
Item 14 – Client Referrals and Other Compensation	12
Item 15 – Custody.....	13
Item 16 – Investment Discretion	13
Item 17 – Voting Client Securities.....	13
Item 18 – Financial Information	13
EXHIBIT I - Summary of Material Changes	15
Brochure	Supplement(s)

Item 4 – Advisory Business

FCG Advisors, LLC, (“FCG”, “we”, “us” or “our”), was formed in 1994 by John Combias, who is the principal owner.

Peter Marquardt is FCG’s Chief Compliance Officer (“CCO”).

Prior to engaging FCG to provide investment advisory services, the Client will be required to enter into a formal Investment Advisory Agreement with FCG setting forth the terms and conditions under which we will manage the Client assets. The Investment Advisory Agreement between FCG and the Client will continue in effect until terminated by either party in accordance with the terms of the Investment Advisory Agreement. The relationship between the parties may be terminated by either party upon 30 days written notice. Notwithstanding the above, if the appropriate disclosure statement was not delivered to the client at least 48 hours prior to the client entering into any written or oral advisory contract with this investment adviser, then the client has the right to terminate the relationship contract without penalty, within five (5) business days after entering into the contract. Clients will be eligible to receive refunds in the event the agreement is terminated prior to the time all services are provided. If any fees are paid in advance, upon termination, fee refunds will be prorated according to the number of days for which FCG provided investment advisory services during the current quarter.

Advisory Services and Fees. FCG provides investment advice and portfolio management services on a continuing basis, including the appropriate allocation of managed assets among cash, stocks, bonds, ETFs and Mutual Funds with the selection of specific securities which will provide proper diversification and help meet the client's stated investment objectives. In effecting such services, we may advise directly and/or invest clients' funds through other investment advisors and/or third party money managers. These services will relate primarily to securities and insurance products but may also be in satellite or alternative strategies such as, but by no means restricted to, real estate, private equity or hedge fund products.

In certain circumstances, and only at the client’s written request, an advisory relationship may be established on a non-fee basis where the client would pay a commission or sales charge along with accompanying ticket or transaction costs.

There may also be circumstances where a client may enter into an agreement to pay a reduced fee while also being charged a commission or transaction cost per execution.

Margin in investment advisory accounts

The use of margin is permitted in certain investment advisory programs. A margin debit balance does not reduce the market value of eligible program assets. Using margin in an investment advisory account may increase your asset-based fee. If you use margin to purchase additional securities, your total value of eligible program assets increases, as does your asset-based fee. If you take a loan against the value of your securities, you will be charged on your total invested asset portfolio and not on your net asset value. In addition, you will be charged margin interest on the debit balance in your account.

The increased asset-based fee that you pay may provide an incentive for your Financial Advisor to recommend the use of margin. Therefore, the choice to use margin for investment purposes must be client directed and not the decision of your advisor. Please note that using margin is not suitable for all investors; the use of margin increases leverage in your account and therefore increase its risk. Please see the “Margin disclosure statement,” as well as the “General account agreement and disclosure document,” for more details on the risks of margin use.

Trade Errors

FCG strives to hold trade errors to a minimum, though when they do happen, FCG’s trade error program would correct as soon as discovered to mitigate the risk. Losses are typically covered by the representative or the firm. In certain instances, we may use ‘netting’ to offset gains and losses over any particular quarter. We will then sweep accounts whether it is a gain or loss to the firm. Therefore, this is FCG’s disclosure that in any particular quarter, the firm may receive an economic benefit if there happens to be a ‘net’ gain swept from the error account to the FCG firm account.

Advisory Assets under Management (AUM) as of February 29, 2012.

<i>Managed on a discretionary basis:</i>	\$425,136,000
<i>Managed on a non-discretionary basis:</i>	\$ 9,482,000

Item 5 – Fees and Compensation

The fee schedule for advisory services charged by FCG when FCG clears transactions through its custodian, either National Financial Services, LLC (“NFS”) or Institutional Wealth Services (“IWS”) are as follows:

1.25%	First	\$250,000
1.00%	Next	\$500,000
0.75%	Next	\$750,000

0.50%	Next	\$1,500,000
0.40%	Next	\$2,000,000
0.30%	Over	\$5,000,000

The minimum annual fee per account/household will be \$1250.

Fee agreements are subject to negotiation.

FCG will comply with the requirements of Rule 206(4)-2 of the Advisors Act with regards to custody of assets of Clients (**"Custody Rule"**).

The specific manner in which we charge fees is established in a client's written Advisory Agreement. FCG will generally bill our fees in arrears each calendar quarter. FCG directly debits fees from client accounts. Management fees shall be prorated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any prepaid, unearned fees, if applicable, will be promptly refunded, and any earned, unpaid fees will be due and payable.

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer margin interest and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees interest and commissions are exclusive of and in addition to FCG's fee, and in certain circumstances; FCG may receive a portion of these commissions, fees, interest and charges upon full disclosure to the Client through FCG's written agreement.

See *Item 12* below which further describes the factors that FCG considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

Additional fees. The advisory fee may not include certain costs or charges associated with securities transactions with or through a broker-dealer other than FCG, including brokerage commissions and dealer mark-ups or mark-downs in principal transactions or odd-lot differentials, stock exchange fees, transfer taxes or other charges mandated by law, which will be separately charged to the client's account.

Selling Concessions. The advisory fee may not include certain costs associated with selling concessions on the purchase of new issue securities. These fees will be reflected in the price of the security at the time of purchase.

To the extent mutual funds are selected to fill components of the overall investment strategy, the annual advisory fee set forth above does not include the customary fees and expenses associated with investing in mutual funds or other costs of establishing and maintaining an account with mutual funds including Rule 12b-1 fees and expenses. You are advised that, in addition to the annual advisory fee set forth above, each mutual fund in which assets are invested will incur separate investment advisory fees and other expenses for which you will bear a proportionate share.

Generally, Client's may withdraw all or a portion of their assets at any time.

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

FCG does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

FCG provides portfolio management services to individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable institutions, foundations and other similar clients.

FCG does not currently impose a minimum account size but reserves the right to implement one at its discretion.

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

Investing in securities involves risk of loss that clients should be prepared to bear. No assurances can be given that we will achieve our objective, and results may vary over time.

FCG strives to manage these risks for clients through proper portfolio diversification and risk management. Advisors work with clients to identify their risk tolerance and investment objectives. We then build a customized portfolio, always striving to increase the likelihood of achieving these goals.

FCG uses a number of methods to assist with portfolio management and security selection. These methods include but by no means are limited to:

- Strategic & Tactical Management
- Micro & Macro Economic Analysis
- Fundamental & Technical Analysis

The main sources of information used by FCG include:

- Financial newspapers and magazines
- Research materials prepared by others
- Annual reports, prospectuses, filings with the SEC
- Company press releases
- Analyst and Investment Banking relationships

All of the strategies above involve the risk of principal to clients. There is no guarantee of accuracy for any Investment Analysis or prediction given by FCG. Additionally, the use of Technical Analysis and Tactical trading strategies typically lead to increased trading frequency. Frequent trading can potentially affect investment performance through increased transaction and tax costs.

FCG does not recommend one particular type of security. In creating client portfolios, we strive to maintain diversification among sectors, asset classes, industries, geographic areas or types of securities.

FCG will invest a portion of assets in the stocks of companies with small to medium-sized market capitalizations. While we believe these investments have the potential to result in significant appreciation, smaller-capitalized company securities often involve a higher level of risk in some respects compared to investments in securities of larger companies. For example, prices of such stocks are often more volatile than prices of large-capitalization stocks. In addition, due to the possibility of thin trading activity in some such stocks, an investment in these companies may be more illiquid than that of larger-capitalization companies.

Note: All investments involve risk of loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends and other distributions), and the loss of future earnings. These risks may include market risk, interest rate risk, issuer risk and general economic risk. Although we manage the assets in a manner consistent with risk tolerances discussed with clients, there can be no guarantee that our efforts will be successful. Clients should be prepared to bear the risk of loss.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of FCG or the integrity of FCG's management. FCG has no information applicable to this Item.

Further information can be reviewed by visiting www.adviserinfo.sec.gov.

Item 10 – Other Financial Industry Activities and Affiliations

Applicant is registered as a Broker-Dealer. FCG is a registered Broker/Dealer with the U.S. Securities & Exchange Commission, various state jurisdictions and is a member of the Financial Industry Regulatory Authority, Inc. (“**FINRA**”). The broker/dealer activities of FCG comprise approximately 50% of the business activities of FCG with the remaining 50% estimated to be spent on investment advisor activities.

Certain associated persons of FCG are licensed insurance brokers, and as such, do on occasion sell insurance products to the clients of FCG. The amount of time spent on these activities is no more than 5%.

FCG’s broker dealer may be used to execute portfolio transactions for investment advisory clients of FCG. These transactions will be conducted subject to proper, and customary, disclosure including (but not limited to) compensation received by FCG and our registered representatives. Compensation may be received by FCG, as a broker dealer, and/or its registered representatives when portfolio transactions are effected on behalf of investment advisory clients, and FCG and its registered representatives may receive compensation as a result of acting in one or both capacities. Additionally, FCG, as a broker-dealer, may buy securities for itself from, or sell securities we own to clients of FCG, at which time commissions and or other markups/markdowns may be charged to those clients.

When effecting securities transactions on behalf of clients, FCG will not earn sales commissions unless otherwise stipulated in the Advisory Contract. When sales commissions are earned, such will be fully disclosed to the Client on the written confirmation. There is no conflict of interest as this arrangement is fully disclosed to all clients.

It is generally anticipated that we will be designated by the client as the sole broker-dealer for the execution of securities transactions which are directed by FCG. To the extent that we are, FCG will seek to obtain the best combination of price and execution for such transactions; however, lower commissions or better execution may be available elsewhere, for example, by the execution of the transaction through a so called “discount broker.”

If an investment advisory client utilizes FCG as the broker-dealer, FCG’s selection of money market mutual funds or comparable investments in which to hold cash reserves in the client’s account will be limited to certain investments. The selection includes money-market, municipal money-market government money-market funds, and/or FDIC sweeps, and the issuers of these funds may pay FCG a distribution fee in its capacity as a broker-dealer. This compensation is in addition to other fees received from client accounts. FCG’s registered representatives may also receive additional compensation based on client account balances being held in the money-market funds. Additionally, cash balances

arising from the sales of securities, redemption of debt securities, dividend and interest payments and funds received from clients are so invested automatically on a daily basis. When securities are sold, funds are deposited on the first business day after settlement date. Funds placed in a client's account by personal check usually will not be invested until the second business day following the day that the deposit is credited to the client's account. Due to the foregoing practices, FCG may obtain federal funds prior to the date that deposits are credited to client accounts and thus may realize some economic benefit because of the delay in investing these funds. Where an unaffiliated broker-dealer or other entity acts as custodian of the client's account assets, we will have no control over the manner in which the cash reserves will be handled. The client and/or custodian will make that determination.

Based upon the similarity of investments among client accounts having similar investment objectives, and the fact that FCG may direct the purchase of securities for more than one account simultaneously, and the possible appearance of similarity in the treatment of clients, all client accounts are handled under the following basic conditions, designed to prevent pooling of assets and/or the management of accounts on a de facto pooled basis, resulting in the existence of an investment company. The custody of accounts held by the custodian on behalf of FCG is structured such that each client's securities are held in nominee name only for ministerial purposes and each client's account is maintained as a separate account. The client's beneficial interest in a security does not represent an undivided interest in all the securities held by the custodian, but rather represents a direct and beneficial interest in the client's securities in the account.

FCG maintains custody arrangements with National Financial Services (NFS) and Institutional Wealth Services (IWS), both affiliates of Fidelity Investment Company, whereby FCG clears securities transactions on a fully disclosed basis. Further, FCG's custodians hold all customer funds and/or securities on behalf of FCG's advisory customers for purposes of the Securities Investor Protection Act.

Further, each client retains any and all rights afforded under the federal securities laws to proceed directly against the issuer of any underlying security in the client's account. Each client may withdraw, hypothecate, vote or pledge securities in their account upon written notice to FCG and each client has the authority to instruct FCG from directing the purchase of certain securities through FCG that might otherwise be purchased in the client's account. To insure the account's investments are in keeping with the customer's investment objectives, the client's circumstances are monitored through annual reviews.

FCG Global, LLC, an affiliate of FCG provides comprehensive financial counseling & concierge services, including tax planning strategies to individuals worldwide. The services include extensive tax & benefit planning in the U.S. as well as international country-specific planning, including cross-border tax & estate planning.

Mutual Funds Charges. To the extent mutual funds are selected by FCG to fill components of the overall investment strategy, FCG endeavors to purchase such mutual fund shares at Net Asset Value ("NAV") or no load. Thus, the client will not be subject to any initial distribution cost (front-end sales charge) or redemption fee (back-end sales charge), if any, that might normally be incurred upon the purchase or sale of shares of mutual fund shares. However, FCG, in the capacity as a broker-dealer, will receive Rule 12b-1 fees from the issuers of such mutual funds, and this will be in addition to the advisory fee paid herein.

Additional Compensation: Cash and Money Market Funds. Certain money market, municipal money market and government money-market funds pay FCG a distribution fee in its capacity as a broker dealer. This compensation is in addition to other fees, etc. received from client accounts. The IARs may also receive additional compensation based on client account balances being held in certain money-market funds. Cash balances arising from the sales of securities, redemption of debt securities, dividend and interest payments and funds received from clients are so invested automatically on a daily basis. When securities are sold, funds (less any changes) are credited on the first business day after trade date. Funds placed in a client's account by personal check usually will not be invested until the second business day following the day that the deposit is credited to the client's account. Due to the foregoing practices, FCG realize some economic benefit because of the delay in investing these funds.

Item 11 – Code of Ethics

Pursuant to Rule 204A-1 of the Advisors Act, FCG has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at FCG must acknowledge the terms of the Code of ethics annually, or as amended.

No security may be bought or sold by a principal or employee of FCG before FCG clients' accounts have had the opportunity to make such transactions as appropriate. All FCG trades made by employees who make recommendations or participate in the determination of which recommendation shall be made are reviewed by the compliance officer. Principals and employees will not receive a more favorable execution price on a particular day than those received by their investment advisory clients. All FCG employees must direct their brokers to send duplicate copies of trade confirmations and brokerage statements to the CCO. These records are used to monitor compliance with the foregoing policies.

Employees must also obtain pre-approval from the CCO or Managing Member before engaging in any outside business activities or private placements.

FCG may affect securities transactions for compensation for clients in its capacity as a broker/dealer. Such transactions will be conducted on a fully disclosed basis and cleared through FCG's clearing broker/dealer. An account shall be established with FCG for each individual client ("Managed Account"). The capacity in which FCG acted, the execution price of the security and any commission or mark-up FCG expects to receive will be, among other information, disclosed to the client via a trade confirmation as well as orally.

When effecting securities transactions on behalf of clients, FCG will not earn sales commissions unless otherwise stipulated in the Advisory Contract. When sales commissions are earned, such will be fully disclosed to the Client on the written confirmation. There is no conflict of interest as this arrangement is fully disclosed to all clients.

FCG anticipates that, in appropriate circumstances and consistent with clients' investment objectives, we will cause accounts over which we have management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which FCG, its affiliates and/or clients, directly or indirectly, have a position or interest. FCG's employees and persons associated with FCG are required to follow FCG's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of FCG and our affiliates may trade for their own accounts in securities which are recommended to and/or purchased for FCG's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of FCG will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of FCG's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between FCG and its clients.

To prevent conflicts of interest, all employees of FCG must comply with the firm's Written Supervisory Procedures and Code of Ethics (collectively "**Supervisory Manuals**") which impose restrictions on the purchase or sale of securities for their own accounts and the accounts of certain affiliated persons. Further, such Supervisory Manuals impose certain policies and procedures concerning the misuse of material non-public information that are designed to prevent insider trading by any officer, partner, or affiliated person of FCG.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with FCG's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. FCG will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

FCG's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Peter Marquardt at 973-635-7374 or pmarquardt@fcgadvisors.com.

It is FCG's policy that in certain circumstances we may affect an agency cross transaction for client accounts. In these circumstances, and always in the best interest of the clients, we may cross trades between client accounts. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer. In such circumstances, FCG will determine a fair price to both parties and will not charge any mark ups or commissions. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account.

Item 12 – Brokerage Practices

Best Execution, Soft Dollars and Aggregation & Allocation

FCG will supervise and direct the investments of the client accounts subject to such limitations as the client may impose in writing. FCG, as agent and attorney-in-fact with respect to the client's account and without prior consultation with the client, may: (a) direct the purchase, sale, exchange, conversion, and otherwise trade in stocks, bonds and other securities including money market instruments; (b) direct the amount of securities purchased, sold, exchanged, and otherwise traded; (c) place orders for the execution of such securities transactions with FCG, or any other broker/dealer; and (d) determine the commission rates paid.

Unless the client instructs FCG otherwise, FCG may place orders for the execution of transactions through FCG's broker-dealer, and while complying with Section 28(e) of the

Securities Exchange Act of 1934, as amended, may pay a commission on transactions in excess of the amount of commission another broker or dealer would have charged. Section 28(e) recognizes the potential conflicts of interest involved in this activity but protects FCG from claims that involve a breach of fiduciary duty to advisory clients – even if the brokerage commissions paid are higher than the lowest available – if certain conditions are met. Generally, commissions paid are not higher than those obtainable from other brokers for similar transactions, taking into consideration access to and quality of research resources, execution capability, market services, timely response, and other services provided by FCG which are expected to enhance the general portfolio management capabilities of FCG and will allocate brokerage transactions in a manner it believes to be fair and responsible to its clients, and consistent with client objectives. For these purposes, “research” means services or products used to provide lawful and appropriate assistance to FCG in making investment decisions for its clients. “Brokerage” means services and products used to effect securities transactions for FCG’s clients or to assist in effecting those transactions. FCG must, among other things, determine that commissions paid are reasonable in light of the value of the “research” and “brokerage” services and products acquired. Adhering to a strict formula will not be practicable given the variation in client objectives and guidelines.

FCG does not currently generate soft dollar credits in client accounts, though in the future if we choose to do so, soft dollar benefits may not be proportionally allocated among client accounts.

Factors used in determining the selection of a broker/dealer include the full range of products offered by the broker comparable to that of other brokerage houses and FCG believes that the commissions of the broker/dealer are competitive with other brokers. Prospective clients are hereby advised that a conflict of interest may exist between third party money manager’s duty to obtain the most favorable commission rates and its receipt of future referrals from FCG. Additionally, clients are hereby advised that lower fees for comparable services may be available from other sources.

FCG may combine orders on behalf of one or more clients for which we have trading authority, or we or our affiliates have an economic interest. In such cases, FCG will allocate the securities or proceeds arising out of those transactions (and related transaction expenses) on an average price basis among the various participants. We believe combining orders in this way will, over time, be advantages to all participants. However, the average price could be less advantageous to one or more clients if a particular client had been the only account effecting the transaction or had completed the transaction before the other participants.

Item 13 – Review of Accounts

If a Client retains FCG for continuous advice, counsel, and recommendations, and monitoring of a Client's financial situation and for an annual review and update of the original plan and meeting with Client, or for the performance of miscellaneous financial services, then FCG will review the account of the Client on at least an annual basis or otherwise, depending upon the preference of the Client, and depending upon the nature of the investments. Reviews may be triggered by the passage of time, such as on an annual basis, or other factors, as requested by the Client.

John A. Combias, Managing Member, Peter Marquardt, Compliance Manager, or the advisor responsible for a particular client may conduct all account reviews on behalf of FCG.

Reports: The nature and frequency of reports to clients are determined primarily by the particular needs of each client. However, confirmations will be forwarded by the custodian to customers on at least a quarterly basis. Statements are sent each month in which there is activity in the account. If there is no activity, statements are sent quarterly when there is either a security or cash position in the account. In many cases, investment advisory clients are issued quarterly reports by FCG detailing their individual assets, unless the client requests a more frequent basis.

FCG urges clients to carefully review such statements and compare such official custodial records to the account statements that FCG may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 14 – Client Referrals and Other Compensation

Mutual Funds Charges: To the extent mutual funds are selected by FCG to fill components of the overall investment strategy, FCG endeavors to purchase such mutual fund shares at Net Asset Value ("NAV") or no load. Thus, the client will not be subject to any initial distribution cost (front-end sales charge) or redemption fee (back-end sales charge), if any, that might normally be incurred upon the purchase or sale of shares of mutual fund shares. However, FCG, in the capacity as a broker-dealer, will receive Rule 12b-1 fees from the issuers of such mutual funds, and this will be in addition to the advisory fee paid herein.

Cash and Money Market Funds: Certain money market, municipal money market and government money-market funds pay FCG a distribution fee in its capacity as a broker dealer. This compensation is in addition to other fees, etc. received from client accounts. The IARs may also receive additional compensation based on client account balances being held in certain money-market funds. Cash balances arising from the sales of securities, redemption of debt securities, dividend and interest payments and funds received from clients are so invested automatically on a daily basis. When securities are sold, funds (less any charges) are credited on the first business day after trade date. Funds placed in a client's account by personal check usually will not be invested until the second business

day following the day that the deposit is credited to the client's account. Due to the foregoing practices, FCG realize some economic benefit because of the delay in investing these funds.

Alternative Fees: In certain circumstances, FCG may share in a portion of fees received by certain Alternative Investment Advisors when FCG client assets are allocated. Under no circumstances will FCG charge a client an internal management fee on client assets allocated to an alternative manager in which FCG receives a portion of that manager's fees.

Item 15 – Custody

Clients should receive at least quarterly, statements from FCG's qualified custodian that holds and maintains client's investment assets. National Financial Services ("NFS") and Institutional Wealth Services ("IWS"), both affiliates of Fidelity Investment Company, are FCG's custodians.

FCG urges you to carefully review such statements and compare such official custodial records to the account statements that FCG may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – Investment Discretion

FCG usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, FCG observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to FCG in writing.

Item 17 – Voting *Client* Securities

As a matter of firm policy and practice, FCG does not currently have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. FCG may provide advice to clients regarding the clients' voting of proxies as requested by the client.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about FCG's financial condition. FCG has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

EXHIBIT I: Summary of Material Changes.

Item 4 – Advisory Business: How FCG deals with Margin in investment advisory accounts

The use of margin is permitted in certain investment advisory programs. A margin debit balance does not reduce the market value of eligible program assets. Using margin in an investment advisory account may increase your asset-based fee. If you use margin to purchase additional securities, your total value of eligible program assets increases, as does your asset-based fee. If you take a loan against the value of your securities, you will be charged on your total invested asset portfolio and not on your net asset value. In addition, you will be charged margin interest on the debit balance in your account.

The increased asset-based fee that you pay may provide an incentive for your Financial Advisor to recommend the use of margin. Therefore, the choice to use margin for investment purposes must be client directed and not the decision of your advisor. Please note that using margin is not suitable for all investors; the use of margin increases leverage in your account and therefore increase its risk. Please see the “Margin disclosure statement,” as well as the “General account agreement and disclosure document,” for more details on the risks of margin use.

Item 4 – Advisory Business: How FCG Handles Trade Errors

FCG strives to hold trade errors to a minimum, though when they do happen, FCG’s trade error program would correct as soon as discovered to mitigate the risk. Losses are typically covered by the representative or the firm. In certain instances, we may use ‘netting’ to offset gains and losses over any particular quarter. We will then sweep accounts whether it is a gain or loss to the firm. Therefore, this is FCG’s disclosure that in any particular quarter, the firm may receive an economic benefit if there happens to be a ‘net’ gain swept from the error account to the FCG firm account.

Item 4 – Advisory Business: FCG Revenue Sharing with Custodians

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer margin interest and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund’s prospectus. Such charges, fees interest and commissions are exclusive of and in addition to FCG’s fee, and in certain circumstances; FCG may receive a portion of these commissions, fees, interest and charges upon full disclosure to the Client through FCG’s written agreement.

Item 11 – Code of Ethics: Principal and Agency Trades

FCG may partake in agency cross transactions or transactions from a firm account only if in the best interest of the client, and never with any charges, commissions, markup or markdown and by being fully disclosed to the client on the confirm.