

Item 1: Cover Page

ACA/Prudent Investors Planning Corporation
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Green Brook, New Jersey 08812
732-926-1100

Investment Advisory Brochure
May 1, 2012

This brochure provides information about the qualifications and business practices of ACA/Prudent Investors Planning Corporation. If you have any questions about the contents of this brochure, please contact us at 732-926-1100. 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 ACA/Prudent Investors Planning Corporation also is available on the SEC's website at www.adviserinfo.sec.gov.

Being a registered investment adviser, or being registered, does not imply a certain level of skill or training.

Item 2: Material Changes

This section discusses only material changes.

There have been no material changes since the last annual update which was done on March 12, 2012.

This update is to reflect the recent change of physical location from 239 Route 22 East, Third Fl, Green Brook, NJ to 326 Route 22 West Unit 12B, Green Brook, NJ.; and to reflect Robyn Achtel's legal name change to Robyn Goldstein as a result of her marriage.

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This brochure is being presented in a question and answer format and was developed to answer the most frequently asked questions about ACA/Prudent Investors Planning Corporation.

Its purpose is to inform clients and prospective clients about the corporation, its management, its investment philosophy, and its fee structure.

We hope you find it interesting and informative.

Item 4: Advisory Business

What is the background of ACA/Prudent Investors?

ACA/Prudent Investors Planning Corporation, also known as ACA/Prudent Investors, was formed on April 15, 1999. The principal owner, Mr. Alan C. Achtel, Chief Compliance Officer and President of the Corporation, was previously a general partner of ACA/Prudent Investors Planning Company from April 1, 1991 through July 23, 1999. Prior to becoming a partner, he was a principal of ACA Investors Planning Company. ACA/Prudent Investors does not have any subsidiaries, nor is ACA/Prudent Investors a subsidiary of any other company.

Who are the direct owners of ACA/Prudent Investors Planning Corporation?

The direct owners of ACA/Prudent Investors are:

Alan C. Achtel – “75% or more”

Robyn Achtel – “10% but less than 25%

What does ACA/Prudent Investors Planning Corporation do?

ACA/Prudent Investors advises their clients on the most efficient use of money to try to achieve their stated or required objectives. ACA/Prudent Investors also provides an Investment Advisory Service.

What financial areas does ACA/Prudent Investors get involved with?

The corporation is a broker-dealer and acts in the sale of mutual fund shares, tax exempt unit investment trusts, variable annuities, variable life insurance, money market funds, and 529 College Savings Plans. Approximately 60% of the corporation's time is spent in the capacity of broker-dealer. ACA/Prudent Investors does not offer wrap accounts.

Does the Corporation sell insurance?

ACA/Prudent Investors is licensed to sell life, health, accident, long term care, and income protection insurance on an individual or group basis. Approximately 20% of the corporation's time is spent in the insurance related field.

Does ACA/Prudent Investors offer investment advice?

Through consultation, clients may be furnished with investment advice, which is unrelated to the corporation's investment advisory service. On other than an incidental basis, the corporation may provide advice on matters not involving securities as well.

What is the ACA/Prudent Investors' financial management philosophy?

There is no single, pre-determined financial philosophy that is right for everyone. ACA/Prudent Investors' advisers begin by carefully reviewing each client's current financial status and then helps determine realistic and viable objectives.

With this in hand, an investment strategy is then developed which gives directions toward the achievement of the desired objectives.

What might such a strategy be?

Depending on individual situations, such a strategy might call for long term investments in securities which the corporation believes may produce current income, capital growth, or conservation of capital. These may be mutual fund shares, tax exempt unit investment trusts, tax sheltered variable annuity accounts, single premium deferred annuities, or for short term investments, money market funds or any other investment vehicle that may be developed in the future. The client's assets could be invested in both fixed, as well as fluctuating (equity) dollar accounts.

Can you be more specific?

This involves maintaining regular investments in both fixed as well as fluctuating (equity) dollar accounts. ACA/Prudent Investors charts the net asset values of the various investments utilized in its Investment Advisory Service. These daily values are compared to previously determined targeted trigger points which are various percentages above the 'exchange in' price or below the 'exchange out' price. Shifts between the equity dollar accounts and either other equity or fixed dollar accounts, or visa-versa, may occur when the net asset value of the particular equity shares pass above a trigger point and subsequently begin to decline, or drop below a trigger point and subsequently begin to rise.

Other factors used to determine if an exchange is warranted is the time frame in which the move in net asset value had occurred and the amount of the increases or decreases in the net asset values from the prior exchanges.

These shifts between the equity funds and fixed accounts are not done on an individual basis. All clients with a particular investment who meet certain criteria are exchanged at the same time. This certain criteria includes minimum account values. As with any fluctuating account, there are certain risks involved. Consequently, it may be that the corporation's investment advice will not result in a profit at all times.

Does ACA/Prudent Investors accept restrictions?

ACA/Prudent Investors will accept restrictions imposed by clients on investing in certain securities or types of securities.

What is the amount of clients' accounts under ACA/Prudent Investors Investment Advisory Service?

At the most recent year-end, ACA/Prudent Investors managed \$ 102,901,162. on a discretionary basis. No assets are managed under the investment advisory service under a non-discretionary basis. Please see Item 16.

How do we get started?

The usual procedure for becoming an investment advisory account client of ACA/Prudent Investors is to sign a Letter of Understanding and Agreement, which explains the terms of the relationship between the client and the firm. This Letter of Understanding and Agreement is included with this brochure.

Item 5: Fees and Compensation

How much does this service cost?

The fee for the Investment Advisory Service, as stated in the Letter of Understanding and Agreement, is based on the net asset value of the account on each period ending on December 31st. This charge will not be imposed until December 31st following the first full calendar year of the agreement, and is in addition to any normal fees that may be payable to the corporation, per the prospectus, by the issuer. This Investment Advisory Fee will be determined annually by the Board of Directors of the Corporation, with a maximum fee of 1% on the first \$ 100,000., plus .75% on the next \$ 150,000., plus .50% on the next \$ 1,750,000. The maximum amount of assets subject to the Investment Advisory Fee is \$ 2,000,000. Please note, the "December 31 following the first full calendar year..." does not apply to Investment Advisory accounts which are acquired via an account covered by a previous investment advisory agreement. These accounts will be billed on the following December 31st.

This fee is NOT computed on the basis of a share of the capital gains or capital appreciation of the assets.

Under certain circumstances, the Investment Advisory Fee is negotiable.

In addition, when ACA/Prudent Investors provides investment advice to clients which is unrelated to the investment advisory service, or for providing advice to clients on matters not involving securities, the fees are negotiated on a case-by-case basis.

How are the fees paid?

The Investment Advisory Fee is not deducted automatically from the client's account. Each year a statement is mailed to the client showing the investment advisory fee due for the previous year. This fee can be paid with a check or the client can sign and return an authorization to deduct the investment advisory fee from the investment account, if permitted by the mutual fund transfer agent or the variable annuity issuer.

Are there other fees?

This investment advisory fee is in addition to any other fees or commissions either paid to ACA/Prudent Investors or the management of the Investment Company as explained in the applicable prospectus. These include mutual fund expenses, custodian fees and 12(b)1 service fees. ACA/Prudent Investors does not charge any transaction costs or brokerage charges for any exchanges under the Investment Advisory Service. Please see Item 12: Brokerage Accounts. Currently the mutual funds and the variable annuities being used with our Investment Advisory Service do not impose a transaction fee or an exchange fee. ACA/Prudent Investors does not anticipate making frequent exchanges within the mutual fund or variable annuity accounts. However, if the exchanges become excessive, the mutual fund companies and the variable annuity issuers may reject the exchange and/or may impose a transaction fee.

Are these fees prepaid?

The Investment Advisory Fee is for services provided for the preceding year and is not prepaid. Thus, refunds are not applicable. In addition, this agreement may be terminated by either party upon 30 days written notice.

Is this fee in addition to other compensation for the sale of investments?

As mentioned previously, ACA/Prudent Investors, as a broker-dealer, receives commissions from the investment companies and life insurance companies for the products they sell. This is paid in the form of a salary to the supervised persons. This practice of commissions on the sale of securities and the fee for the investment advisory service could present a conflict of interest. This conflict is minimal since the supervised persons are paid a salary and do not receive straight commissions based on sales.

ACA/Prudent Investors uses mutual funds or variable annuities with either an up-front sales charge or a deferred sales charge; however, ACA/Prudent Investors does not use 'no-load' mutual funds. This practice could give an incentive to recommend investment products based on the compensation received, rather than on a client's need.

The fact that ACA/Prudent Investors receives both a commission on the sale of the product and a fee for the investment advisory service is disclosed in the Letter of Understanding and Agreement.

ACA/Prudent Investors closely monitors these two concerns and has procedures in place to identify any potential conflict of interest which may exist.

Furthermore, ACA/Prudent Investors, or its related parties, may buy or sell the same securities that its clients have purchased and has placed internal procedures to avoid any conflict of interest.

Can clients purchase the investment products through other brokers or agents?

Clients can purchase investment products that we recommend through other brokers or agents of their choice that are not affiliated with ACA/Prudent Investors. However, ACA/Prudent Investors only offers the investment advisory service on accounts where they are the current broker-dealer of record.

Is the Investment Advisory Service the primary source of income?

The investment advisory service is not the primary source of ACA/Prudent Investors. Less than 50% of the revenue is from the Investment Advisory Service. The primary source of income of ACA/Prudent Investors is from commissions for the sale and service of mutual funds, variable annuities and life insurance products. This includes 12B-1 distribution fees from the distributor, as applicable and as described in the respective prospectuses. The usual distribution fee allowed to the broker-dealer is 25/100th of 1% (.0025) of the net asset value of the shares in the account at the end of the specified periods.

Please note, there are no commissions generated by exchanges between the funds within a family of mutual funds or the sub-accounts within a variable annuity contract.

Is there any reduction to the Investment Advisory Fee when commissions are earned?

There is no reduction to the Investment Advisory Fee when commissions are earned. However, for new accounts, as indicated in the section describing how the fee is calculated, there is no Investment Advisory Fee until the December 31st following the first full calendar year of the agreement, since a commission is earned when the investment products are sold. For existing accounts, the Investment Advisory Fee is based on the December 31st account value, less the net current year investments made into the account.

Item 6: Performance-Based Fees and Side-By-Side Management**Is the Investment Advisory Fee based on performance?**

The Investment Advisory Fee is NOT computed on the basis of a share of the capital gains or capital appreciation of the assets. ACA/Prudent Investors does not charge an hourly fee or flat rate in addition to the asset based Investment Advisory Fee.

Item 7: Types of Clients**What types of clients does ACA/Prudent Investors serve?**

Current clients include, but are not limited to: individuals, corporations, and trusts, including pension and profit sharing plans. ACA/Prudent Investors does not have any minimum account requirements for opening or maintaining an account; although the mutual fund companies or variable annuity issuers impose minimum requirements to open an account and minimum balances to maintain an account.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**What is ACA/Prudent Investors Methods of Analysis and Investment Strategy?**

ACA/Prudent Investors' method of analysis includes financial newspapers, magazines, and various financial internet sites. This information is used in the charting of the daily net asset values of various mutual funds and variable annuity investment sub-accounts. We use this information to monitor the fluctuations in the stock market to try to take advantage of the volatility of the stock market and the related high and low points.

Are there Risks?

Absolutely! Investing in securities, including mutual funds and variable annuities, involves risk of loss that clients should be prepared to bear.

There are risks when investing in mutual funds and variable annuities. These include, but are not limited to: market volatility risk, industry sector risk, interest rate risk and credit risk. The risks of the investment vehicles that we use are explained in their respective prospectuses. A current copy of the prospectus can be obtained via the respective company's internet website, by contacting the mutual fund company or the variable annuity issuer, or by contacting ACA/Prudent Investors .

Are there Risks? (continued)

The risk of the investment strategy used by ACA/Prudent Investors is the uncertainty of the stock market and the inability to be able to determine the top and the bottom of the stock market movement. The risk also is in determining which market sector will outperform the other market sectors. At times the small cap sector may outperform the large cap sector, or visa-versa. Likewise, the international equity funds may outperform the domestic equity funds, or visa-versa. The investment strategy of ACA/Prudent Investors may involve an exchange out of the equity funds, although they may move even higher, or an exchange may be made into the equity funds based on the charting, only to see the equity funds go lower.

Therefore, the investment advice that ACA/Prudent Investors offers, or the exchanges ACA/Prudent Investors performs within your account on your behalf, may not result in a profit at all times.

ACA/Prudent Investors investment strategy does not endorse frequent exchanges within your investment accounts, nor do the investment products we use allow such a strategy. Frequent trading within the mutual funds and variable annuity sub-accounts can affect investment performance, particularly through increased brokerage and other transaction costs.

Item 9: Disciplinary Information**Are there any Investment Advisory related disciplinary events?**

ACA/Prudent Investors does not have any Investment Advisory related disciplinary events.

Item 10: Other Financial Industry Activities and Affiliations**To what organizations does ACA/Prudent Investors belong, where is it registered, and by whom is it licensed?**

ACA/Prudent Investors is registered as an investment adviser with the Securities and Exchange Commission under the Investment Advisers Act of 1940, SEC File No. 801-56596.

It is also registered as a broker-dealer with the Securities and Exchange Commission under the Securities Act of 1933 and 1934, SEC File No. 8-51899.

ACA/Prudent Investors is also a member of the Financial Industry Regulatory Authority (FINRA), CRD No. 47787, and subscribes to its Code of Fair Practice.

It is also a member of the Securities Investors Protection Corporation (SIPC) and the Municipal Securities Rulemaking Board (MSRB).

ACA/Prudent Investors does not have any relationships or arrangements, nor does it receive any compensation from or with any other broker-dealers, investment advisers, banks, accounting firms, law firms, or other individuals or entities which may create a material conflict of interest.

Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**What is ACA/Prudent Investors' Code of Ethics?**

ACA/Prudent Investors has adopted a Code of Ethics, and requires all employees to adhere to this Code of Ethics. All employees are expected to exhibit high ethical standards and always place the interest of the client first. A copy of our Code of Ethics is available and will be provided to any client or prospective client upon request.

Does ACA/Prudent Investors have any financial interest in any of the mutual funds companies or variable annuity issuers that it represents?

ACA/Prudent Investors does not have any financial interest in any of the mutual fund companies or variable annuity issuers that it represents. The principals and representatives of ACA/Prudent Investors may own the same mutual funds or variable annuities that they recommend to their clients and offer the Investment Advisory Service on those investment accounts. There is no additional economic benefit to the principals or representatives of ACA/Prudent Investors in purchasing the same investment vehicles. The principals and representatives have no influence in the individual securities in the investment products and any purchases or redemptions by a principal or representative would not be material to the mutual fund or variable annuity sub-account. Therefore, a material conflict of interest does not exist.

Item 12: Brokerage Practices

What are ACA/Prudent Investors Brokerage Practices?

ACA/Prudent Investors does not recommend other broker-dealers for client transactions and does not receive client referrals from any other broker-dealer in exchange. In addition, ACA/Prudent Investors does not utilize any other broker-dealer for research services and does not receive any 'other soft dollar benefits' from any other broker-dealer.

ACA/Prudent Investors does not recommend, request or require that a client direct them to execute transactions through a specified broker-dealer. All transactions are direct with the respective mutual fund or variable annuity issuer.

ACA/Prudent Investors does not aggregate the purchase or sale of securities for various client accounts.

Item 13: Review of Accounts

What is the method for analysis and review of accounts?

ACA/Prudent Investors charts the net asset values of various investments utilized in its Investment Advisory Service. These charts are reviewed and analyzed by Mr. Alan C. Achtel, the Chief Compliance Officer, at least monthly, and more frequently during periods of material movement in the stock market.

An internal quarterly report is also generated and reviewed comparing the client's actual value to a targeted calculated value.

How are clients kept apprised of their accounts?

ACA/Prudent Investors does not issue client account statements. After each exchange or other activity, clients will receive a transaction confirmation directly from the mutual fund or variable annuity issuer. The issuer will also furnish a statement at least annually to the clients.

Upon the request of a client, ACA/Prudent Investors does a more comprehensive review of the client's accounts and prepares and mails a summary of the accounts to the client.

Item 14: Client Referrals and Other Compensation

Does ACA/Prudent Investors receive compensation from non-clients for investment advice?

ACA/Prudent Investors does not receive any compensation or economic benefit, such as awards or other prizes, from any person for providing investment advice or other advisory services to our clients.

ACA/Prudent Investors does not offer compensation in any form to any person who is not a supervised person for client referrals.

Item 15: Custody

Does ACA/Prudent Investors have custody of our clients' accounts?

ACA/Prudent Investors does not have custody of our client's accounts. All assets are held at the respective mutual fund company or variable annuity issuer. All account confirmations and statements come directly from the mutual fund transfer agent or variable annuity issuer. Clients should carefully review those statements upon receipt and notify both ACA/Prudent Investors and the mutual fund company or variable annuity issuer of any discrepancies.

Item 16: Investment Discretion

What investment discretion does ACA/Prudent Investors have?

ACA/Prudent Investors' discretion is limited to the mutual funds within an investment company's family of funds or within the separate accounts of an insurance company's variable annuity.

This discretion is used when an exchange is made on behalf of a client within the mutual fund or variable annuity sub-accounts, without notifying the client in advance of each exchange.

Authorization to make these exchanges within the mutual fund or variable annuity accounts on behalf of the client are given by either the initial application, an (electronic) exchange authorization form or a limited power of attorney.

ACA/Prudent Investors does not have any discretion to exchange from one investment company or insurance company to another without the written authorization of the client.

Item 17: Voting Client Securities**Can ACA/Prudent Investors vote client securities?**

All accounts are held in the clients' name at the respective mutual fund company or variable annuity issuer. ACA/Prudent Investors does not have any authority to vote clients' securities. Clients will receive their proxies or other solicitations directly from the mutual fund company or variable annuity transfer agent. Clients can contact ACA/Prudent Investors with any questions they may have about a particular solicitation; however, they can not direct ACA/Prudent Investors to vote their securities, therefore, a conflict of interest does not exist.

Item 18: Financial Information

ACA/Prudent Investors does not require prepayment of the Investment Advisory Fee. All fees are billed for the preceding calendar year. Therefore the requirement to furnish a balance sheet is not applicable.

Although ACA/Prudent Investors has discretionary authority to make exchanges within a client's mutual fund family or variable annuity sub-accounts, there are no financial conditions that are reasonably likely to impair ACA/Prudent Investors ability to meet the investment advisory commitment to their clients.

Item 19: Requirement for State-Registered Advisers

ACA/Prudent is registered with the Securities and Exchange Commission and is not currently required to register with the individual states. The clients of ACA/Prudent Investors will be notified if this changes in the future.

Other Information**How does ACA/Prudent Investors comply with the US PATRIOT Act?**

ACA/Prudent Investors has an Anti-Money Laundering policy which provides guidelines to prevent money laundering, any activity that facilitates money laundering, or the funding of terrorist or criminal activities.

In addition, upon opening new accounts, ACA/Prudent Investors takes steps to verify their clients identification such as seeing a driver's license or other documentation as described in the FINRA Customer Identification Program Notice.

For more information, please refer to our complete Anti-Money Laundering (AML) Policy.

Does ACA/Prudent Investors have a Business Continuity Plan?

ACA/Prudent Investors maintains a Business Continuity Plan in case of an emergency or natural disaster. This plan includes data recovery and off site work locations along with continuing communication with our clients and regulators.

For more information, please refer to our complete Business Continuity Plan.

How does ACA/Prudent Investors protect its clients' personal information?

ACA/Prudent Investors is committed to respecting your privacy and your personal information. We do not disclose your personal information to non-affiliated third parties except as the law permits or requires us to do so.

For more information, please refer to our complete Privacy Statement.

Notes:

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Brochure Supplement

Brochure Supplement - Item 1: Cover Page

Supervised Persons:

Alan C. Achtel
ACA/Prudent Investors Planning Corp.
326 Route 22 West Unit 12B
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732-926-1100

and

Robyn Achtel
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Supplement Date: May 1, 2012

This brochure supplement provides information about Alan C. Achtel and Robyn Achtel for the ACA/Prudent Investors Planning Corp. Investment Advisory Brochure. You should have received a copy of that brochure. Please contact Mr. Alan C. Achtel if you did not receive ACA/Prudent Investors Planning Corp.'s Investment Advisory Brochure or if you have any questions about the contents of this supplement.

Additional information about Alan C. Achtel and Robyn Achtel is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement – Item 2: Education Background and Business Experience

Alan C. Achtel is a Principal of ACA/Prudent Investors Planning Corp. He was born in 1955, began in the securities business in 1982 and held the position of President of the Corporation since April, 1999. Alan has an undergraduate degree in Financial Accounting and a Master of Business Administration in Finance.

Robyn Achtel joined ACA/Prudent Investors Planning Corp. on a full time basis in December, 2002. She is a Principal of the firm and has held the position of Vice President of the Corporation since December, 2005. Robyn was born in 1981 and attended Salisbury University, graduating with a degree in Finance. Prior to December, 2002, Robyn worked at ACA/Prudent Investors Planning Corp. for the previous four summers while attending college.

Brochure Supplement – Item 3: Disciplinary Information

There are no Investment Advisory related disciplinary events for Alan C. Achtel or Robyn Achtel.

Brochure Supplement – Item 4: Other Business Activities

Alan C. Achtel and Robyn Achtel are registered representatives of ACA/Prudent Investors Planning Corp., and are also licensed to sell life, health and disability insurance. As a principal, representative and employee, Alan C. Achtel and Robyn Achtel receive a salary and may receive bonuses. These are not based on their individual sales by that principal, representative or insurance agent.

The practice of the firm receiving commissions on the sale of securities and the fee for the Investment Advisory Service could present a conflict of interest. This conflict is minimal since the supervised persons are paid a salary and do not receive straight commissions based on sales.

Brochure Supplement – Item 6: Additional Compensation

Alan C. Achtel and Robyn Achtel do not receive any economic benefit, such as awards or other prizes, from any non-client for providing investment advice or other advisory services to any of our clients, other than their salary or bonus.

Alan C. Achtel and Robyn Achtel do not participate in any outside activities that provide a substantial source of income or requires a substantial amount of time.

Alan C. Achtel and Robyn Achtel do not offer any compensation for client referrals.

Brochure Supplement – Item 6: Supervision

The two supervised persons, Alan C. Achtel, President, and Robyn Achtel, Vice President, are also Principals of ACA/Prudent Investors Planning Corp. Alan C. Achtel provides the majority of the Investment Advisory Service.

Due to the limited size of ACA/Prudent Investors Planning Corp., independent supervision is difficult. Therefore, on a quarterly basis, Robyn Achtel performs a review of the business of Alan C. Achtel. In addition, Robyn Achtel reviews the investment advisory exchanges at the time of processing. Visa-versa, Alan C. Achtel monitors Robyn Achtel's business on an ongoing basis.

Alan C. Achtel and Robyn Achtel can be reached by calling 732-926-1100.

Brochure Supplement – Other

Robyn Achtel has changed her legal name to Robyn Goldstein as a result of her marriage. However, Robyn Achtel will continue to use Robyn Achtel for her business activities.