

Rocco Santomenno
Investment Advisor
0-40 Fair Lawn Parkway
Fair Lawn, New Jersey 07410

201-797-8866

Fax: 201-797-8867

rsantomenn@aol.com

February 21, 2012

This brochure provides information about the qualifications and business practices of Rocco Santomenno. If you have any questions about the contents of this brochure, please contact us at 201-280-8916 or rsantomenn@aol.com. 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 Rocco Santomenno is also available on the SEC's website at www.adviserinfo.sec.gov.

Registration does not imply any level of skill or training.

TABLE OF CONTENTS

Material Changes	1
Advisory Business	1
Fees and Compensations	1
Performance Based Fees	2
Type of Clients	2
Method of Analysis, Investment Strategy, and Risk of Loss	2
Disciplinary Information	2
Other Financial Industry Activities and Affiliations	3
Code of Ethics	3
Brokerage Practice	3
Review of Accounts	3
Client Referrals and Other Compensation	3
Custody	3
Investment Discretion	4
Voting Client Securities	4
Financial Information	4
Requirements for State Registered Advisories	4
Contract	5

Material Changes

This is our revised brochure, as required by the Securities Exchange Commission [SEC], and our place of business has changes since the initial ADV registration in January, 2011.

Advisory Business

Rocco Santomenno is an Investment Advisor and has been registered since October 3, 1975 and practices as a sole proprietor since that time. He has run his Investment Advisory business continuously since 1975. There are no publically traded subsidiaries or intermediaries of Rocco Santomenno. Mr. Santomenno was born, October 24, 1951.

The advisory services offered to a client are specific to investments in publically traded securities which focus on "EQUITIES". A portfolio is built based on the goals of each individual client. Our firm does not allow restrictions in investing.

We do not participate in any Wrap Fee Programs. As of December 31, 2011, the Assets under Management [AUM] on a discretionary basis are \$17,259,502.

We manage client assets on a "discretionary basis only".

Fees and Compensation

Fees are determined based on Assets under Management [AUM] at the beginning of every billing cycle. The following is a summary of the fee schedule. Fees are not negotiable.

From	\$100,000	to	\$500,000	1.95%
	\$500,001	to	\$1,000,000	1.75%
	\$1,000,001	to	\$5,000,000	1.50%
Over	\$5,000,001			1.25%

Fees are normally billed to the clients. Fees *may be* deducted from the client's assets if arrangements have been made to do so. Fees are payable in advance for up to one year.

Books and records are available on site for inspection. No other compensation is received.

In the event the client wishes to terminate his contract, a refund will be made on a pro-rated basis.

In the event that a client does not retain the Investment Advisor under the Assets under Management fee schedule, listed above, the Clients will be charge the rate of \$350 per hour for any consultation, which will be limited to Net Worth Study and Income requirements.

There are no other fees or expenses payable to the Investment Advisor. There will be commissions and or maintenance fees paid to the broker of record [see Brokerage Practices below on page 3] for transactions carried out within the clients account.

Performance Based Fees

Under special arrangements, clients can defer payment for up to 7 years if they wish to participate in a performance based fee arrangement. That fee arrangement is 2% per year plus 20% of the annual profits deferred for up to 7 years or until the portfolio doubles in value, *whichever comes first*. This arrangement is opened to any person or entity that has a Net Worth of at least \$1,500,000 (exclusive of their residence).

We do not believe any conflict of interest will or does exist with this management for performance based fees due to the fact that the securities that are sold must be sold within the performance based account only, in order to meet the client's goals and pay for the management of the account. Portfolio management of fee based accounts will be managed according to the goals of the each client and securities will be sold only as required.

Our firm does not sell any securities and does not earn any commissions or other compensation.

Types of Clients

Our client base is composed of individuals, pension plans, and trusts. The minimum size portfolio requirement is \$100,000. Under certain conditions the office will allow smaller accounts to be managed on a "pro bono" basis.

Method of Analysis, Investment Strategy, and Risk of Loss

All investments involve risk and a loss of 100% of their principal is always possible.

Investment analysis and investment strategies are based on publications that are on file with the Securities Exchange Commission as well as the individual companies and their annual reports to stockholders.

Our analysis is also based on the fundamentals of the company within the industry. Analysis may involve "cash flow" studies as well as market share analysis of a company within the industry.

Under "special situations", analysis may involve the 'break up' value of a company based on its assets that may be sold separately. The risks involved for any of the above referenced strategy would be that the market place does not recognize the value of any of these strategies.

Disciplinary Information

Neither the firm nor Rocco Santomenno has had any disciplinary actions with the State or Federal authorities in either a civil or criminal area.

Other Financial Industry Activities and Affiliations

This firm does not have any relationships or arrangements with any other business or investment management company.

We are not a broker dealer or a commodity pool operator, and we specialize only in equity only selections. As such, no other compensation is paid or received to the firm for referrals or outside activities of our clients.

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

Our code of ethics dictates that the clients' interests are paramount and come before the interests of ourselves and the firm. In the event we have an interest in purchasing the same securities as our clients, we will do our utmost to purchase all the securities for our clients and ourselves simultaneously and average the price for everyone. We will not take conflicting or opposing positions in securities we either purchase or recommend for our clients.

Brokerage Practices

The client has the option of picking any broker dealer of his/her choice. If the client selects the brokerage of their choice, we may not be able to achieve the most favorable execution of client's transactions which may result in a high cost to the client. We may at time aggregate the purchase or sale of a security, depending on the needs of the client. If we aggregate transactions we may save on the cost of the commissions. The cost for individual transactions have historically been higher

We may suggest other broker dealers because of the reduced commissions that may be offered to our firm and our clients. The client will always pay commissions regarding transactions within a broker dealer. There are no rebates back to us in the form of "*soft dollar benefits*". Any brokerages we suggest to our clients are due to the reduced commissions.

Review of Accounts

A review of each client's account will be done by Rocco Santomenno, the Investment Advisor, monthly and a yearly summary will be issued at the end of the billing cycle which is yearly.

Client Referrals and Other Compensation

We do not accept compensation for client referrals, nor do we give them.

Custody

The brokerage firm will actually have custody of client assets. Clients will receive statements directly from their brokerage firms at least quarterly and if warranted monthly. We remind our client's to review their monthly statements.

Investment Discretion

Our firm only accepts discretionary authority for management of client funds. As such, the brokerage house of the client's choice will supply the client with a Limited Power of Attorney to allow discretionary authority by the Investment Advisor.

Voting Client Securities

The client will be responsible for voting their shares of their securities. Our clients may receive proxies on occasions and may call us to discuss their meaning and suggest our input on how to vote either their shares or proxies.

Other Businesses

As a service to existing clients, Rocco Santomenno, has a whole owned mortgage brokerage that will offer his investment clients, no cost mortgages for the purchase or refinancing of their homes.

Financial Information

A balance sheet is available upon request.

State Registered Advisories

Rocco Santomenno has been formerly registered with S.E.C. since 1975.
He is currently state registered with several States which includes:
New Jersey, New York, Florida and Texas.

Mr. Santomenno has continuously operates his business as a proprietorship since becoming registered with the S.E.C. in 1975.

His education qualifications are as follows:

N.Y.U. – Real Estate Institute - NYC, NY	1976 Certificate of Mortgage Finance
N.Y.U. – Real Estate Institute - NYC, NY	1975 Certificate of Real Estate Appraisal
New York University - NYC, NY	1973 M.B.A. Investments
New York University - NYC, NY	1973 B.S. Banking
Florida Institute of Technology – Melbourne, Florida	No Diploma or Certificate

CONTRACT FOR INVESTMENT ADVISORY SERVICES

This Contract, between Rocco R. Santomenno, Investment Advisor and _____, Client shall begin February 1, 2012 and last for a period of One Year (1) unless extended by Both Parties.

The fee for our services is outlined on page one (1) of this [Brochure] document.

The client will have the right to cancel this contract at any time. Fees that have been collected in advance will be returned based on the remaining whole months remaining on this contract.

At no times will the Investment Advisor have possession of any securities or money which will always be maintained by the custodian [brokerage] of the client's choice.

We will suggest brokerage firms that will perform this function and execute the security transactions for a reduced fee. We will not be reimbursed or paid a commission or have any soft dollar arrangements with the [brokerage] custodian. In the unlikely event this arrangement changes the client will be notified immediately prior to the change.

The client shall receive monthly statements directly from the Broker of their choice.

This contract can't be assigned to any other Investment Advisor without the express consent of the Client.

All information between the Investment Advisor and the Client is Confidential and will not be discussed with anyone unless required by Law.

AGREED TO:

Rocco R. Santomenno
Investment Advisor

Client

Dated: