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**FORM ADV PART 2A.  
BROCHURE**

This brochure provides information about the qualifications and business practices of Giokas Wealth Advisors. If you have any questions about the contents of this brochure, please contact us at 716-634-2211. 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 Giokas Wealth Advisors is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Giokas Wealth Advisors is 108957.

Giokas Wealth Advisors 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.

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## *Advisory Business*

Form ADV Part 2A, Item 4

Giokas Wealth Advisors' registration was granted by the U.S. Securities and Exchange Commission on October 26, 2000. Michael Giokas (CRD Number 4365873) is President and Chief Compliance Officer of the firm. Michael Giokas owns one hundred (100%) percent of the equity of the firm. The firm is not publicly owned or traded. There are no indirect owners of the firm or intermediaries who have any ownership interest in the firm. The firm manages each client's portfolio on an individualized basis. Clients may impose restrictions on their accounts. The firm does not participate in wrap programs. As of December 31, 2011 the firm managed assets on a discretionary basis in the amount of \$30,000,000, representing 394 accounts.

Firm shall provide a series of investment advisory services on behalf of clients. Approximately eighty (80%) percent of Firm's total professional billings shall be attributable to the provision of investment supervisory services in the form of both discretionary and nondiscretionary management activities. Specifically, Firm will never possess any custody of any client funds or securities but rather will use the services of outside custodians. Firm will continuously monitor the needs, goals and objectives of each client and based on such assessment on a continuing basis, Firm will effectuate investment supervisory services. Firm will charge an asset based fee for assets under management. The fee is negotiable. Fees will generally range (but will not be limited to) anywhere from two percent to five percent of the total assets under management. Such fee shall be payable quarterly in advance. All unearned or unapplied fees will be refunded to you no later than the quarter in which the overpayment took place. Firm will usually take the asset management fee directly from the clients' accounts. However, there is no constructive custody situation created as a result of such situation in that Firm will send a statement to the client showing the amount of the fee, the value of the client's assets upon which the fee was based and the specific manner in which the fee was calculated. In addition, Firm will disclose to all clients that it is the client's responsibility to verify the accuracy of the fee calculation and that the custodian will not determine whether the fee is properly calculated. For clients whose advisory fees are debited, Firm sends a bill to the custodian indicating the amount of the fee to be paid by the custodian. Finally, Firm receives authorization of the fee paying arrangement and the custodian's obligation to send out statements to the client no less frequently than quarterly. Because mutual funds pay advisory fees to their investment advisers and such fees are therefore indirectly charged to all holders of mutual fund shares, clients with mutual funds in their portfolios are effectively paying both the Firm and the mutual fund adviser for the management of their assets. Clients who place mutual fund shares under the Firm's management are therefore subject to both the Firm's direct management fee and the indirect management fee of the mutual fund's adviser.

In addition to the foregoing, Firm will provide wealth advisory services on a fee basis to certain clients. Fees are negotiable, are not based on capital gains or capital appreciation of assets and are paid in advance. All unearned or unapplied fees will be refunded to you. Firm will charge a negotiable fee based upon the anticipated complexity of the case and the facts and circumstances of the case. Such fee shall begin at \$2500. The actual amount of the fee shall be directly dependent on the complexity of the client's financial situation and the anticipated complexity of the overall case. Investment advisory fees are negotiable.

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*Fees and Compensation*

Form ADV Part 2A, Item 5

See Item 4, above.

***Performance-Based Fees and Side-By-Side Management***

Form ADV Part 2A, Item 6

For “qualified investors” under Rule 205 of the Advisers Act, a performance based fee may be assessed and is negotiable. Typical performance based compensation may range from one (1%) percent of the amount of the managed assets, payable quarterly in advance and twenty (20%) percent of the increase in value, profit calculated quarterly in arrears. Such performance based compensation will differ on a case by case basis.

### *Types of Clients*

Form ADV Part 2A, Item 7

Individuals, pension plans, profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

*Methods of Analysis, Investment Strategies and Risk of Loss*

Form ADV Part 2A, Item 8

Method of securities analysis is mostly fundamental analysis and cyclical analysis. However, our methods of analysis will vary due to the usage of outside research professionals and signal providers.

Presently, the firm uses tactical and dynamic asset allocation.



*Disciplinary Information*

Form ADV Part 2A, Item 9

None.

### *Other Financial Industry Activities and Affiliations*

Form ADV Part 2A, Item 10

Michael Giokas is a registered representative of a FINRA registered licensed broker/ dealer, that is, Comprehensive Asset Management and Servicing, Inc. and through such firm may sell investment products and receive a commission on the sale of such products. Mr. Giokas, president of the within Firm also may sell insurance products and receive a commission as a result of insurance sales as well. The majority of the firm's overall professional time shall be attributable to the advisory function with a minor portion attributable to the sales function. As a result of such sales activity, there is a potential conflict of interest.

In summary, Mr. Giokas accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. 1. This practice presents a conflict of interest and gives us an incentive to recommend investment products based on the compensation received, rather than on a client's needs. This creates a conflict of interest. The firm will recommend no-load mutual funds in certain circumstances 2. Clients have the option to purchase investment products that we recommend through other brokers or agents that are not affiliated with us. 3. The firm charges advisory fees and Mr. Giokas may receive commission income as a result of product sales. Advisory fees are not off-set by commission income.

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

Form ADV Part 2A, Item 11

The firm has adopted a written Code of Ethics in compliance with SEC rule 204A-1. The code sets forth standards of conduct and requires compliance with federal securities laws. Our code also addresses personal trading and requires our personnel to report their personal securities holdings and transactions to the Chief Compliance Officer of the firm. We will provide a copy of our Code of Ethics to any client or prospective client upon request.

The firm or individuals associated with the firm may buy or sell securities identical to those recommended to customers for their personal account.

It is the express policy of The firm that no person employed by the firm may purchase or sell any security prior to a transaction(s) being implemented for a firm account, and therefore, preventing such employees from benefiting from transactions placed on behalf of firm accounts.

The firm or any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

As these situations may represent a conflict of interest, The firm has established the following restrictions in order to ensure its fiduciary responsibilities:

- 1) A director, officer or employee of the firm shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No person of the firm shall prefer his or her own interest to that of the firm client.
- 2) The firm maintains a list of all securities holdings for itself, and anyone associated with this firm practice. These holdings are reviewed on a regular basis by Michael Giokas.
- 3) The firm requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment firm practices.
- 4) Any individual not in observance of the above may be subject to termination.

### *Brokerage Practices*

Form ADV Part 2A, Item 12

Firm's associated person is a registered representative of Comprehensive Asset Management and Servicing. ("CAMAS"). In the event that a client freely chooses to implement the advice through such registered representative, the broker/dealer would be CAMAS.

Pursuant to Securities & Exchange Commission ruling, the following statement is also made by Firm: (1) Firm's associated person is also associated with various insurance carriers. (2) Clients are under no obligation to have Firm's associated person implement any suggestions made in a financial plan. (3) If asked to implement the suggestions of the financial plan, Firm's associated person intends to implement such financial planning, in whole or in part through products offered by these companies. (4) To the extent Firm's associated person does implement, he will be acting as an agent for the broker/dealer. (5) Although Firm's associated person is a registered representative of CAMAS, these advisory services provided herein are basically beyond the scope of employment with the broker/dealer and these services are independent from such employment with the broker/ dealer. (6) If insurance or securities products are sold, commissions would be received by the Firm's associated person. (7) Clients shall have total freedom to execute securities and/or insurance transactions with any company of their choice. (8) It is likely that Firm's associated person if asked to implement will recommend or use only the financial products offered by the broker/dealer as stated above and that the financial plan could be limited by such products.

### *Review of Accounts*

Form ADV Part 2A, Item 13

With respect to asset management clients, custodian sends quarterly reports directly to the advisory client. The firm also sends out a quarterly billing report to clients.

*Client Referrals and Other Compensation*

Form ADV Part 2A, Item 14

Mr. Giokas sells insurance products and investment products and to that extent will receive commission on the sale of such products. Mr. Giokas receives compensation derived from 12b-1 distribution fees assessed funds held by clients. Associated persons of Firm receive non-cash incentive awards for the sale of products. The sale or the potential to receive awards may affect judgment in selecting products sold to clients.

*Custody*

Form ADV Part 2A, Item 15

None.

*Investment Discretion*

Form ADV Part 2A, Item 16

As a result of the fact that Firm may have discretionary authority to provide investment supervisory services on behalf of the clients, Firm or a related person may have the authority to determine, without first obtaining specific client consent, the securities to be bought or sold and/or the amount of securities to be bought or sold.



*Voting Client Securities*

Form ADV Part 2A, Item 17

Firm does not vote any proxy statements on behalf of advisory clients.

*Financial Information*

Form ADV Part 2A, Item 18

Firm does not receive any advisory fees more than six months in advance.

*Requirements for State-Registered Advisers*

Form ADV Part 2A, Item 19

Not applicable

*Additional Information*

None.

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