

Item 1 Cover Page

Part 2A of Form ADV

Firm Brochure

Curtis Wealth Management Group, LLC

4424 45th Street South

St. Petersburg, FL 33711

Phone: 727-455-3805

Date: June 28, 2012

This brochure provides information about the qualifications and business practices of Curtis Wealth Management Group, LLC. If you have any questions about the contents of this brochure, please contact us at 727-455-3805. 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 Curtis Wealth Management Group, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Please note that registration as an investment advisory firm does not imply a certain level of skill or training.

Item 2 Material Changes

We have moved our offices since our last filing of July 2011. Our current address is 4424 45th Street South, St. Petersburg, FL 33711.

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Item 4 **Advisory Business**

About the Firm

Curtis Wealth Management Group, LLC. is a registered investment advisor offering investment supervisory services and financial planning.

We began business in 2004. Our owners are Michelle and Kelly Curtis. Our firm manages client assets. As of December 31, 2011, our discretionary assets under management were \$14,000,000 and our non-discretionary assets were \$5,000,000.

Description of Advisory Services

Investment Supervisory Services

We offer investment supervisory services, defined as giving continuous advice to you, based upon your profile or investment policy statement. We create the profile or investment policy statement through personal discussions in which goals and objectives based on your particular circumstances are established. Each portfolio will be designed to meet a particular investment goal, which we have determined to be suitable to your circumstances.

Once the appropriate profiling has been determined, the portfolio will be continuously managed based on the portfolio's investment objectives, rather than on your individual needs. However, you have the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. We provide these services on a discretionary and non-discretionary basis. Account supervision will be guided by your stated objectives expressed on the client profile.

We will create a portfolio, consisting of individual stocks or bonds; no-load funds (funds with no front-end or deferred sales charges and whose total charges against net assets for sales related expenses to not exceed .25%) and load waived funds (front-end commissions will not be charged) for mutual funds bought prior to engaging our services. Such portfolio may also consist of variable annuities and/or variable annuity sub-accounts, which Kelly Curtis may have already sold to you on a full commission basis, in his capacities as a Registered Representative of Royal Alliance or prior to his association with Royal Alliance. We will provide a two-year fee and commission offset for such variable contracts sold to clients while associated with Royal Alliance.

Our supervisory services are typically offered through the VISION2020 Adviser Program (the "Program"). The Program provides comprehensive investment management of client assets through the provision of asset allocation planning software as well as execution, clearing and custodial services. With respect to its asset allocation services, the Program utilizes Ibbotson and Associates to provide clients access to risk tolerance assessment, efficient frontier plotting, fund profiling and performance data, as well as portfolio optimization and re-balancing tools.

The Program may be offered on a discretionary or non-discretionary basis. In a discretionary account, we may purchase or sell load-waived, no-load mutual funds and other equity or debt securities for Accounts, without obtaining specific client approval for each transaction. In a non-discretionary account, we will only purchase or sell securities which have been approved by clients in advance.

The Program is sponsored by Royal Alliance Associates, Inc. As Program sponsor, Royal Alliance has created a Program Brochure which will be distributed to you prior to or concurrent with their engagement in the Program. You should read it thoroughly before investing.

Financial Planning Services

We provide a variety of financial planning services, concerning the management of their financial resources, based upon an analysis of your needs. These financial planning services will involve preparing a financial program for you based on your financial circumstances and objectives. This information normally would cover present and anticipated assets and liabilities including insurance, savings, investments and anticipated retirement or other employee benefits.

The program developed for you will usually include general recommendations for a course of action or specific actions for you to take. For example, we may recommend that you obtain insurance or revise existing coverage, establish an individual retirement account, increase or decrease funds held in savings accounts or invest funds in securities. Your Advisory Representative may develop tax or estate plans for clients or refer clients to an accountant or attorney.

Your Advisory Representatives may also create a cash flow analysis or work with and advise you as to the rearrangement of cash flow in order to fund certain long-term objectives such as buying a house, planning for college, retirement, etc.

Item 5 Fees and Compensation

Fees for Investment Supervisory Services

The VISION 2020 Program is offered as a "Wrap Account" which bundles Advisory, Administrative, and Transaction Charges into one asset-based fee.

Our investment supervisory fees range to a maximum of 2.50% based on the below schedule.

\$0 - \$250,000	2.50%
\$250,000 - \$500,000	2.25%
\$500,000 - \$1,000,000	1.75%
\$1,000,000+	1.50%
\$2,000,000+	1.00%
\$3,000,000+	Negotiable

For the VISION 2020 Program, the complete schedule of Program fees is set forth in the Program Brochure created by Royal Alliance and provided by the Adviser to its clients prior to or concurrent with their engagement in the Program.

The Wrap fee program may cost you more or less than purchasing such services separately. For example, if the program trading costs were paid by you, and we traded frequently, you may pay more than the Wrap fee. If the program trading costs were paid by you and we traded infrequently, the total cost to you may be less than the Wrap fee.

Fees for Investment Supervisory services are paid quarterly in advance and are typically debited directly from your account. The initial billing for these investment supervisory services includes a pro-rata fee for the balance of the current quarter or month. Thereafter, you receive an invoice at the beginning of each billing period. We refund any pre-paid advisory fees for accounts terminated mid-quarter. You must notify us of the account termination to receive this refund. We calculate the amount owed to you based upon the number of days remaining in the quarter.

Fees for Financial Planning Services

We do not charge separately for Financial Planning Services.

Other Information about Expenses

Our advisory fees are negotiable, at our discretion.

In addition to the advisory fee listed above, there may be an annual platform fee for qualified accounts. There may be other ancillary fees by the custodian. You should review your custodial agreement for more information. These fees are subject to change as dictated by the custodian.

Mutual funds and exchange traded funds have operating expenses which include a fee paid to an investment manager or management team. Clients using mutual funds incur such fees, although these fees are internal to the operation of mutual funds and are not separately billed to the client.

Termination

Either of us can terminate our agreement at any time by written notice. Notice given by the client is effective upon receipt by the firm. You have the right to terminate our services within five days of signing the client agreement. If you so, you will receive a refund of all pre-paid fees.

Notice given by the firm is effective thirty days after receipt by the client. In the event of termination, the regular management fee is refunded pro-rata from the date of termination to the date to which service has been prepaid.

Information about Conflicts of Interest

Kelly Curtis is also a registered representative of Royal Alliance Associates. Through Royal Alliance Associates, Mr. Curtis will receive compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. If you elect to purchase securities through Mr. Curtis in his role as a registered representative, this will not occur in advisory accounts of Curtis Wealth Management Group, LLC.

This presents a conflict of interest as it gives Mr. Curtis an incentive to recommend investment products based on the compensation received, rather than on your needs.

You have the option to purchase investment products that Mr. Curtis recommends through other brokers or agents not affiliated with Curtis Wealth Management Group, LLC.

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

We do not accept performance-based fees.

Item 7 Types of Clients

We work with individuals and high net worth individuals.

We have a minimum account size of \$50,000 for clients who wish to work with us. That amount is negotiable.

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

All investing involves risk that you should be prepared to bear.

We analyze securities based on algorithmic models developed by Kelly Curtis. The models generate buy and sell signals through a scientific principled process as opposed to a human emotion decision methodology. We use this algorithmic process to calculate probability and optimize asset selection rather than relying on human judgment and rational choice.

Our process documents the persistent relationship between a set of technical parameters, for example price and volume trends, exponential moving averages, and money flow, and the global list of underlying securities in the model.

The goal is to optimize that documentation process to create a model portfolio of dominant diversified assets that are forecasted to generate the highest risk adjusted returns.

We focus on those stocks, bonds, and exchange traded funds from a risk-adjusted perspective. The risk parameters vary per model.

We may use the following investment strategies when implementing investment advice given to clients:

- Long Term Purchases (securities held at least a year)
- Short Term Purchases (securities sold within a year)
- Trading (securities sold within thirty (30) days)

Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy will be profitable or equal any specific performance level(s). All investing involves risk that you should be prepared to bear.

Our methods of analysis and investment strategies do not present any significant or unusual risks.

Our primary investment strategies - Long Term Purchases, Short Term Purchases, and Trading - are fundamental investment strategies. However, every investment strategy has its own inherent risks and limitations. For example, longer-term investment strategies require a longer investment time period to allow for the strategy to potentially develop. Shorter-term investment strategies require a shorter investment time period to potentially develop but, as a result of more frequent trading, may incur higher transactional costs when compared to a longer term investment strategy. Trading, an investment strategy that requires the purchase and sale of securities within a thirty (30) day investment time period, involves a very short investment time period but will incur higher transaction costs when compared to a short-term investment strategy and substantially higher transaction costs than a longer term investment strategy.

Item 9 Disciplinary Information

Neither we nor any of our management persons have been involved in any events that are material to a client's or prospective client's evaluation of the Firm or the integrity of its management.

Item 10 Other Financial Industry Activities and Affiliations

Kelly Curtis is a Registered Representative of Royal Alliance and provides brokerage services to clients in that capacity. Royal Alliance's principal business is as a full service general securities broker/dealer registered with the Securities Exchange Commission, FINRA and various other regulatory bodies. Royal Alliance is also a Registered Investment

Adviser and provides access to Third Party Investment Advisory Services to clients through its own investment adviser representatives.

Although Royal Alliance maintains supervisory and administrative relationships with Kelly Curtis, it does not control the Adviser with respect to the conduct of its Investment Advisory Activities.

Because the Advisory Representatives are dually registered agents of Royal Alliance and the Adviser, Royal Alliance has certain supervisory and administrative duties pursuant to the requirements of FINRA conduct rule 3040. In that regard, Royal Alliance will require and furnish certain account opening documentation that you will complete. Once all such materials and forms have been completed by you, with our help, we are required to submit these materials and forms to Royal Alliance for its review and approval, in its capacity as the Broker/Dealer of record.

Such review does not include the provision of investment advisory services to you. In certain instances, Royal Alliance will collect, as paying agent for us, the investment advisory fee due us from the account custodian. Royal Alliance will retain a portion as an administrative charge to us (not you) for the functions Royal Alliance is required to carry out by the FINRA. Royal Alliance does not provide investment advisory services in connection with such programs.

In addition, Kelly Curtis is licensed as an insurance agent with various insurance companies, and in such capacity, may recommend, on a fully disclosed basis, the purchase of insurance related products. He currently devotes 60% of their time to securities and life insurance commission business.

These activities create a conflict of interest in that Mr. Curtis has a financial incentive to recommend additional products or services to you. We address these conflicts by doing the following:

We must disclose any potential or actual conflicts of interest when dealing with clients.

We are subject to the following specific obligations when dealing with clients:

- The duty to have a reasonable, independent basis for its investment advice;
- The duty to ensure that investment advice is suitable to meeting the client's individual objectives, needs, and circumstances; and,
- A duty to be loyal to clients.

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

Associated persons may buy or sell for their own accounts the same securities recommended to you. They may do so at the same time as they, or a related person, buy or sell the same securities for their own account. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to you. We request information about all of our associate's transactions and monitor them for any wrongdoing.

Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Advisor does not deem appropriate to buy or sell for clients.

We have adopted a Code of Ethics to instruct its personnel in their ethical obligations and to provide rules for their personal securities transactions. The Firm and our personnel owe a duty of loyalty, fairness and good faith to their clients, and the obligation to adhere not only to the specific provisions of the code but also to the general principles that guide the Code. The Code covers a range of topics including general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements,

reporting ethical violations, distribution of the Code, review and enforcement processes, amendments to Form ADV and supervisory procedures. We will provide a copy of the Code to any client or prospective Client upon request.

Item 12 Brokerage Practices

We do not receive any client referrals from a broker-dealer or third party.

Kelly Curtis is also a registered representative of Royal Alliance. In order to meet its FINRA supervisory obligations, Royal Alliance requires that investment advisory activities be conducted through Royal Alliance's clearing relationships with Pershing or Schwab or another broker upon special request. As a result, we are limited in the custodians that we can recommend. Not every adviser will recommend a custodian to you.

We reasonably believes that Pershing and Schwab's blend of execution services, commission and transaction costs as well as professionalism will allow us to seek best execution and competitive prices. However, you should be aware that best execution and lower commission may not necessarily be achieved if recommended transactions are placed through Mr. Curtis in his separate capacities as a Registered Representative of Royal Alliance or as an independent insurance agent.

Additional Compensation

Kelly Curtis may, from time to time, receive incentive awards for the recommendation and introduction of investment products, or from investment companies in connection with the placement of your funds into investment companies. Therefore, the receipt of this compensation may affect his judgment in recommending products to you.

Royal Alliance participates in a program referred to as the Elite Partners Program. To participate in this program, vendors pay additional marketing fees to Royal Alliance in return for enhanced marketing and distribution efforts. As part of the additional marketing and distribution efforts, members in the Elite Partners Program are granted access to Registered Representative lists and marketing information. Additionally, members are invited to participate in Royal Alliance's educational and sales seminars and are included in the firm's Sourcebook publication. Further, ticket charges for purchasing the member's funds may be reduced or waived. Both Royal Alliance and the Adviser have previously received and continue to receive such payments from members. A list of Royal Alliance's Elite Partners Program members is available to clients upon request.

Additionally, we have received, and may continue to receive, reimbursement from product vendors for expenses associated with seminars given to prospective clients, at which the vendors' products may be presented. Kelly Curtis may receive expense reimbursement in connection with vendor-sponsored educational training seminars that he attends.

Aggregated Trading

We permit block trading when the following conditions are met:

Orders of two or more clients may be bunched only if we have determined, on an individual basis that the securities order is:

1. In the best interests of each client participating in the order;
2. Consistent with our duty to obtain best execution; and
3. Consistent with the terms of the investment Advisory agreement of each participating client.

Where conducting a block trade, we will determine the accounts that will participate, and the specific allocations in advance of the transaction. If the entire order is filled, you will receive your portion of the allocation specified on the trade ticket. All allocations are prior to the close of business on trade date. Client accounts participating in the transaction will receive the weighted average price of the security and will incur a pro-rata share of the transaction cost.

If part of the order is unfilled, the allocation is based on a pro-rata share per client.

Our books and records separately reflect, for each client for whom an order is bunched, the securities held by, purchased, and sold for that client.

Item 13 Review of Accounts

Kelly Curtis, member and Chief Compliance Officer, reviews client accounts at the time the account is opened for appropriateness and suitability of the recommendations. He monitors the account on a daily basis to determine the ongoing appropriateness of the investments. At least annually, you are asked to meet with your financial representative. Together, you and the representative determine whether a change in objectives warrants a change in the criteria used to manage client assets.

You will receive a statement at least quarterly from the custodian of your assets, which is typically Pershing, LLC through its clearing relationship with Royal Alliance.

Item 14 Client Referrals and Other Compensation

We do not compensate anyone for referrals.

Item 15 Custody

We have custody of client funds in that we deduct fees from your accounts. The unaffiliated qualified custodian of your assets sends quarterly statements directly to you. You should carefully review those statements.

We also send performance statements to you, and we urge you to compare the account statements you receive from the qualified custodian to those you receive from us.

Item 16 Investment Discretion

We request that you give us discretionary authority to manage your accounts by signing a written power of attorney. You may place reasonable restrictions on the types of securities or on specific securities that we may purchase or sell.

Item 17 Voting Client Securities

We do not vote proxies on your behalf. You retain that right unless you make other arrangements with the custodian of your assets. You will receive proxies or other solicitations directly from the custodian of your assets. You may contact us with questions about proxies.

Item 18 Financial Information

We have no financial condition that is reasonably likely to impair our ability to meet contractual commitments to you.

Item 19 Requirements for State- Registered Advisers

Kelly Curtis is the President and Chief Executive Officer of Curtis Wealth Management Group, LLC. Mr. Curtis was born in 1959 and earned a Bachelor of Science degree in Finance from Florida State University in 1982. He is a General Securities Principal with Royal Alliance Associates, Inc. Mr. Curtis holds the Series 7, 65, 24 and 63 licenses. He has been a resident of Florida since 1971, and started his career in financial services in 1990.

Brochure Supplement

Part 2B of Form ADV

Brochure Supplement

Kelly Curtis

1819 Main Street, Suite 603, Sarasota, FL 34236

Phone: 941-953-6602

Date: July 8, 2011

Item 1 Cover Page

This brochure supplement provides information about Kelly Curtis that supplements our Disclosure Brochure. Please contact us at 941-953-6602 if you did not receive Curtis Wealth Management Group, LLC's brochure or if you have any questions about the contents of this supplement.

Item 2 Educational Background and Business Experience

Kelly Curtis is the President and Chief Executive Officer of Curtis Wealth Management Group, LLC. Mr. Curtis was born in 1959 and earned a Bachelor of Science degree in Finance from Florida State University in 1982. He is a General Securities Principal with Royal Alliance Associates, Inc. Mr. Curtis holds the Series 7, 65, 24 and 63 licenses. He has been a resident of Florida since 1971, and started his career in financial services in 1990.

Item 3 Disciplinary Information

Mr. Curtis is not subject to any material legal or disciplinary event.

Item 4 Other Business Activities

In addition to being an Investment Advisory Representative ("Advisory Representative") of Curtis Wealth Management Group, LLC, Mr. Curtis is a Registered Representative of Royal Alliance Associates, Inc. ("Royal Alliance"). Royal Alliance is a diversified financial services company registered with the Financial Industry Regulatory Authority ("FINRA") as a broker-dealer engaged in the offer and sale of securities products. Mr. Curtis may recommend the purchase of securities offered by Royal Alliance. If you purchase these products from Mr. Curtis, he will receive normal commissions and may receive other indirect forms of compensation which may be in addition to customary advisory fees. As such, he may have an incentive to sell you commissionable products in addition to providing you with advisory services when such commissionable products may not be in your best interest.

While his security sales are reviewed for suitability by an appointed supervisor, you should be aware of the incentives he has to sell certain securities products and are encouraged to ask him about any conflict presented.

In addition, Mr. Curtis is a licensed insurance agent and may recommend that you purchase insurance from him. He may receive direct and indirect compensation from the insurance that he sells you and as such, he may have an incentive to recommend the purchase of insurance to increase his compensation even if the insurance he sells you may not be in your best interest.

In an effort to ensure that his outside business activities do not interfere with or otherwise compromise his relationship with you, all outside business activities that Mr. Curtis engages in are reviewed and approved by an appointed supervisor.

Please be aware that you are under no obligation to purchase products or services recommended by Mr. Curtis in connection with providing you with any advisory service that he offers.

Item 5 Additional Compensation

As discussed previously, Mr. Curtis is a Registered Representative of Royal Alliance. Royal Alliance offers him educational, training and incentive programs to me upon reaching certain sales production goals.

Mr. Curtis may invest in mutual funds that participate in the Focus Elite and FundVest Programs, provided by Royal Alliance. In these programs, transaction charges that Mr. Curtis may ordinarily have to bear for purchasing these securities in your account may be reduced or waived.

As outlined above, the benefits that Mr. Curtis receives may provide him with an incentive to put his interests before your best interests. While his security sales are reviewed for suitability by an appointed supervisor, you should be aware of the incentives he has to sell certain securities products and are encouraged to ask him about any conflict presented.

Item 6 Supervision

Kelly Curtis is the sole advisory representative and President of Curtis Wealth Management Group, LLC. He supervises himself. If you have any concerns or questions, please contact him at 941-953-6602.

Mr. Curtis has an appointed supervisor through Royal Alliance which generally reviews the advice that he provides to you which includes a review of all his securities transactions. His appointed supervisor as of the date of this writing John Corba, Regional Vice President, Supervision.

Item 7 Requirements for State-Registered Advisors

Curtis Wealth Management Group, LLC is currently registered with the SEC. Mr. Curtis has no disclosures to list in this section.