

MAIN STREET FINANCIAL SOLUTIONS, LLC

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A SEC Registered Advisory Firm¹

FIRM BROCHURE, MARCH 2012

This brochure provides information about the qualifications and business practices of Main Street Financial Solutions, LLC (“Main Street Financial”). If you have any questions about the content of this brochure, please contact us at (609) 730-9222. 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.

¹ SEC or State registration does not and should not imply any certain level of skill or training.

Material Changes

The following are material changes to Main Street Financial's Annual Amendment Brochure Filing since its last filing in 2011.

Licensed Insurance Representatives:

Some of Main Street Financial's Advisory Affiliates, in their individual capacities, are licensed insurance producers with Superior Cove Insurance Services, LLC, an affiliated insurance agency, and may recommend the purchase of certain insurance products to its clients. Although Main Street Financial does not sell insurance products, it permits its Advisory Affiliates as licensed insurance producers, to sell insurance products to its investment advisory clients. A conflict of interest exists to the extent that Main Street Financial's Advisory Affiliates recommend the purchase of insurance products and receive insurance commissions or additional compensation as a result. Such conflict is disclosed at time of sale and in this Brochure to the client.

Registered Representative of Broker-Dealer:

Main Street Financial's Advisory Affiliates, in their individual capacities are registered representatives of Purshe Kaplan Sterling Investments ("PKS"), an SEC registered broker-dealer and member of FINRA. Brokerage commissions may be charged by PKS to effect securities transactions and thereafter, a portion of these commissions may be paid by PKS to Main Street Financial's Advisory Affiliates. Prior to effecting any transactions, the client will be required to enter directly into an account agreement with PKS. The brokerage commissions charged by PKS may be higher or lower than those charged by other broker-dealers. In addition, certain of Main Street Financial's Advisory Affiliates may also receive additional ongoing 12b-1 fees from mutual fund companies.

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ADVISORY BUSINESS

Financial Planning & Consultation Services:

Main Street Financial provides its clients with financial planning and consultation services (e.g., review of goals and objectives, analysis and recommendations for cash flow planning, asset allocation/investment planning, income tax planning, insurance planning, estate planning, retirement planning, education planning, real estate/mortgage planning, etc.). Prior to engaging Main Street Financial to provide this service, the client will generally be required to enter into Main Street Financial's *Financial Planning Agreement* setting forth the terms and conditions of the engagement, and describing the scope of the services to be provided.

Investment Management Services:

Main Street Financial may provide discretionary or non-discretionary investment management services on a fee-only basis. Currently, Main Street Financial intends to primarily allocate investment management assets of its client accounts among various mutual funds and/or exchange-traded funds, in accordance with the investment objectives of the client. If requested by the client, Main Street Financial may recommend a broker-dealer/custodian for the client's investment management account. Factors which Main Street Financial considers in recommending a broker-dealer/custodian for the client's account includes financial strength, reputation, execution, pricing, research, and service.

Other Terms & Conditions:

Prior to engaging Main Street Financial to provide any investment management services, the client will be required to enter into a formal *Advisory Agreement* with Main Street Financial setting forth the terms and conditions under which Main Street Financial shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian. Both Main Street Financial's *Advisory Agreement* and the custodial/clearing agreement authorize the custodian to debit the account for the amount of Main Street Financial's investment advisory fee and to directly remit that management fee to Main Street Financial. In the event that Main Street Financial bills the client directly, payment is due upon receipt of Main Street Financial's invoice. The Investment Advisory Agreement between Main Street Financial and the client will continue in effect until terminated by either party. In the event the client terminates Main Street Financial's services, the balance of any unbilled fee, if any, shall be due and payable upon presentment.

FEES AND COMPENSATION

Financial Planning & Consultation Services Fees:

Main Street Financial's written financial plan fees range from \$600 - \$8,000 on a fixed fee basis, and will depend upon the level and scope of the services required. Typically, one-half of Main Street Financial's fees are due upon signing of the initial *Financial Planning Engagement* with the balance due upon presentment of Main Street Financial's written financial plan. Main Street Financial also provides hourly financial planning at a rate of \$300 per hour

Investment Management Engagement:

Main Street Financial's investment management fee ("Advisory Fees") is based on a percentage of assets (generally net of any debit balances) of accounts managed by Main Street Financial. Main Street Financial may charge an investment management fee of 2.0 percent, which represents the highest fee that may be charged absent special circumstances.

Main Street Financial's Advisory Fees shall also be prorated and paid quarterly, in advance, based upon the market value of the assets on the last business day of the previous quarter. Main Street Financial's actual fees may be negotiated and a client may pay more or less than similar clients depending on the particular circumstances of the client, which may include considerations related to size of the client's account, additional and/or differing levels of service or as negotiated. Clients that negotiate fees may end up paying a higher fee than that set forth in the fee schedules above as a result of fluctuations in the client's assets under management and/or account performance.

Main Street Financial will generally recommend a broker-dealer/custodian for client's investment management assets. In addition to the investment management fee, the client may incur brokerage commissions and/or transaction fees for effecting certain securities transactions (i.e. transaction fees are charged for certain no-load mutual funds, commissions are charged for individual securities transactions). In addition, the client will also incur, relative to all mutual fund and exchange traded fund purchases, charges imposed at the fund level (e.g. management fees and other fund expenses). Client may also incur additional investment management fees assessed by independent managers.

PERFORMANCE-BASED FEES and SIDE-BY-SIDE MANAGEMENT

Main Street Financial does not charge performance based fees.

TYPES OF CLIENTS

Main Street Financial provides investment advisory services to the following clients:

- Individuals and High Net Worth Individuals;
- Trusts, Estates, Charitable Organizations;
- Corporations, Pension Plans & 401(k)

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Main Street Financial uses an academic-based investment strategy that focuses on using multiple assets classes. A basic assumption is that markets are highly efficient most of the time and they quickly incorporate new information into security prices. Hence, investment strategies focus on using mutual funds and low-cost passively-managed exchange-traded funds. Investors are rewarded in proportion to the risk they take based on several factors: their exposure to the equity markets, their exposure to small company stocks relative to large company stocks, and their exposure to lower-priced (or value) stocks relative to higher-priced (or growth) stocks.

Main Street Financial does not guarantee the future performance of any account or any specific level of performance, the success of any investment decision or strategy that Main Street Financial may use, or the success of Main Street Financial's overall investment management. All investment decisions are subject to various markets, currency, economic, political, and business risks, and that those investment decisions will not always be profitable. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Main Street Financial. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify Main Street Financial if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising Main Street Financial's previous recommendations and/or services.

DISCIPLINARY INFORMATION

Main Street Financial and its personnel **have not been** convicted, pled guilty or nolo contendere ("no contest"), been named, charged or been the subject of any order or judgment by any court of competent jurisdictions, SEC or any Self Regulatory Organization (e.g., FINRA) for any of the following offenses:

- investments or investment related business;
- fraud, false statements or omissions;
- violation of any investment related statute or regulation or SRO rules;
- wrongful taking of property, bribery, perjury, forgery, counterfeiting;
- extortion or conspiracy to commit any of these offenses.

In addition, Main Street Financial and its personnel **are not** the subject of any pending matters in connection with any of the above-identified offenses.

OTHER FINANCIAL INDUSTRY AFFILIATIONS

Main Street Financial is not affiliated with any other financial institution.

Licensed Insurance Representatives:

Some of Main Street Financial's Advisory Affiliates, in their individual capacities, are licensed insurance producers with Superior Cove Insurance Services, LLC, an affiliated insurance agency, and may recommend the purchase of certain insurance products to its clients. Although Main Street Financial does not sell insurance products, it permits its Advisory Affiliates as licensed insurance producers, to sell insurance products to its investment advisory clients. A conflict of interest exists to the extent that Main Street Financial's Advisory Affiliates recommend the purchase of insurance products and receive insurance commissions or additional compensation as a result. Such conflict is disclosed at time of sale and in this Brochure to the client.

Registered Representative of Broker-Dealer:

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A conflict of interest exists to the extent that the Main Street Financial recommends the purchase of securities wherein its Advisory Affiliates receive commissions or other additional compensation as a result of clients purchasing securities based upon such recommendations.

For ERISA Accounts, Main Street Financial will offset its advisory fees by an amount equal to the aggregate commissions and 12b-1 fees earned by Main Street Financial's Advisory Affiliates in their individual capacities as registered representatives of PKS.

CODE OF ETHICS, PARTICIPATION IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Main Street Financial or related persons may own an interest in, or buy and sell for their own account, the same securities that may also be held, purchased or sold in client accounts. In all cases, clients' orders are given priority. In no case shall the adviser or associate receive a better price or more favorable circumstance than a client. In some cases the adviser may buy or sell a specific security for their own account, which the adviser does not consider appropriate for client accounts.

Main Street Financial has implemented an investment policy relative to personal securities transactions. This investment policy is part of Main Street Financial's overall Code of Ethics which serves to establish a standard of business conduct for all of Main Street Financial's Associated Persons that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, Main Street Financial also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Main Street Financial or any person associated with Main Street Financial.

Main Street Financial has adopted procedures to implement the firm's policy on personal securities transactions and reviews to monitor and ensure the firm's policy is observed, implemented properly and amended or updated, as appropriate. A copy of Main Street's Code of Ethics is available upon request.

BROKERAGE PRACTICES

1. Research and Other Soft Dollar Benefits:

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, Main Street Financial may receive from a broker-dealer/custodian (or a mutual fund company), without cost (and/or at a discount) support services and/or products, certain of which assist Main Street Financial to better monitor and service client accounts maintained at such institutions. Included within the support services that may be obtained by Main Street Financial may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by Main Street Financial in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that *may* be received assist Main Street Financial in managing and administering client accounts. Others do not directly provide such assistance, but rather assist Main Street Financial to manage and further develop its business enterprise.

Main Street Financial's clients do not pay more for investment transactions effected and/or assets maintained at a particular broker-dealer/custodian as a result of this arrangement. There is no corresponding commitment made by Main Street Financial to any particular broker-dealer/custodian or to any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

2. Brokerage for Client Referrals:

Main Street Financial does not receive client referrals from any broker-dealer custodian.

3. Directed Brokerage:

The client may direct Main Street Financial to use a particular broker-dealer (subject to Main Street Financial's right to decline and/or terminate the engagement) to execute some or all transactions for the client's account. In such event, the client will negotiate terms and arrangements for the account with that broker-dealer, and Main Street Financial will be unable to seek better execution services or prices from other broker-dealers or be able to "bunch" the client's transactions with orders for other client's accounts managed by Main Street Financial. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

Main Street Financial seeks to execute orders for its clients fairly and equitably. Main Street Financial follows written procedures pursuant to which it may, for client who permit it, and to the extent consistent with Best Execution, combine purchase or sale orders for the same security for multiple clients (sometimes called "***bunching***") so that they can be executed at the same time. The procedures for bunching trades may differ depending on the particular strategy or type of investment. Main Street Financial is not required to bunch or aggregate orders if it determines that bunching or aggregating is not practical.

When client orders are bunched by Main Street Financial, the order will be placed with the broker-dealer custodian for execution. When a bunched order is completely filled, Main Street Financial generally will allocate the securities purchased or proceeds of sale among participating accounts based on the purchase or sale order. Adjustments or changes may be made by Main Street Financial under certain circumstances, such as to avoid odd lots or excessively small allocations. If the bunched order is filled at different prices, through multiple trades, generally all such participating accounts will receive the average price. When a bunched order is partially filled, Main Street Financial's procedures provide that the securities are to be allocated in a manner deemed fair and equitable to clients. Securities must be allocated proportionately based upon the relative size of the particular client's pre-trade designation.

REVIEW OF ACCOUNTS

Account reviews are conducted on an ongoing basis by Main Street Financial's Chief Compliance Officer, Dawn D'Orlando. All investment management clients are required to discuss their investment objectives, needs and goals and to keep Main Street Financial informed of any changes. All clients are encouraged to meet at least annually with Main Street Financial to comprehensively review financial planning issues, including investment objectives and performance.

CLIENT REFERRALS AND OTHER COMPENSATION

Main Street Financial does not have any contractual engagement with any solicitors or pay any compensation for the receipt of client referrals.

CUSTODY

Main Street Financial does not maintain custody of client assets. All client assets are custodied with nationally recognized, SEC registered and FINRA member broker-dealer/custodians. Clients are provided with transaction confirmation notices and regular summary account statements directly from the broker-dealer/custodian of the client accounts.

INVESTMENT DISCRETION

Main Street Financial primarily provides advisory services on a discretionary or non-discretionary basis. As such, prior to engaging Main Street Financial to provide investment management services, the client will be required to enter into a formal *Investment Advisory Agreement* with Main Street Financial setting forth the terms and conditions under which Main Street Financial shall manage client's assets.

VOTING CLIENT SECURITIES

Main Street Financial does not vote client proxies. Main Street Financial's clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Main Street Financial and the client shall correspondingly instruct each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

With respect to shareholder class action litigation and similar matters, Main Street Financial generally will not make any filings in connection with any shareholder class action lawsuits involving securities currently or previously held in clients' accounts. Main Street Financial recommends that its clients promptly review these materials, as they identify important deadlines and may require action in the client's part. Main Street Financial will not be required to notify third party custodians or clients who utilize third party custodians of shareholder class action lawsuits and similar matters.

FINANCIAL INFORMATION

Based upon Main Street Financial's business practices, use of a qualified custodian and advisory fee procedures, the SEC does not require the disclosure of financial information. Please be advised that there are no known financial conditions that would impair Main Street Financial's ability to meet contractual commitments to clients.