Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

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Item 2 Material Changes

Not Applicable

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Item 4 Advisory Business

The Spielberger Group is a privately owned independent advisory firm . TSG provides Investment Advisory Services which on occasion may be referred to as Financial Planning to high net worth individuals. Advisory services are available to individuals with a minimum size of $250,000 in assets.

Item 5 Fees and Compensation

The Spielberger Group is compensated by clients based on a percentage of assets under management. In some instances, TSG may charge a negotiated fee for Financial Planning Services.

The fee schedule is subject to change upon 30 days written notice and is subject to negotiation. Fees are charged quarterly, and typically in arrears, based on the market value of the assets on the last trading day of each quarter. Accounts are discretionary, unless specified in writing as non-discretionary. Either party for any reason, upon notice may cancel any client agreement at any time. Fees are typically prorated for the initial quarter of services. The fee for large contributions or withdrawals in or out of an account during the course of a quarter may be prorated, in the sole discretion of TSG. For those client's that are invested in mutual funds, a management fee is also assessed directly by the mutual fund. Fee are typically debited from clients accounts.

Fees for 401k plans may be charged in advance and may differ from the listed schedule.

Asset Level	Base Fee +	Annual %
$250,000 - $1M	**$3,125**	**1.25% up to $1,000,000**
$1M - $2M	**$12,500**	**.75% on balance over $1M**
$2M - $4M	**$20,000**	**.50% on balance over $2M**
$4M - $6M	**$29,000**	**.40% on balance over $4M**
$6M - $8M	**$37,000**	**.30% on balance over $6M**
$8M +	**$43,000**	**.20% on balance over $8M**

All fees paid to TSG for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each funds prospectus. These fees will generally include a management fee, other fund expenses, and possible distribution fees. The fees charged by the advisor are exclusive of all custodial and transaction costs paid to custodians, brokers or any other third parties. Client's should review all fees charged by the advisor, custodians, brokers, and others to fully understand the total amount of fees incurred.

A client agreement may be cancelled at any time by either party for any reason, upon notice. Typically, but not always fees will be calculated on a prorated basis as of the date the account is transferred.

Individual portfolio circumstances may influence the negotiation of fee rate and account minimums differing from the listed schedule, and certain clients may have received a fee reduction.

Item 6 *Performance-Based Fees* and Side-By-Side Management

Includes a base fee of $5000 charged quarterly in arrears and 20% of the Fiscal Year End profit to be paid on the anniversary date. Either party for any reason, upon written notice, may cancel the agreement within 30 days of the anniversary date.

Individual portfolio circumstances may influence the negotiation of fee rate and account minimums differing from the listed schedule, and certain clients may have received a fee reduction.

Item 7 Types of *Clients*

High Net Worth Individuals
Pension and Profit Sharing Plans
Trusts and Estates
Corporations

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

Methods of Analysis:

Charting - A method of evaluating securities based on plotting points on different types of charts that look at past volume and prices which indicate certain buy or sell trends.

Fundamental Analysis - A method of evaluating a security that entails attempting to measure the intrinsic value by analyzing macroeconomic factors (ex. the overall economy and industry conditions) and company specific factors (ex. financial condition and management).

Technical Analysis - A method of evaluating securities by analyzing statistics generated by market activity such as past prices and volume. This type of analysis is based on the belief that historical performance of markets and equities is an indication of future performance.

Investment Strategies:

Long term purchases - Securities that are purchased and held for at least one year

Short term purchase - Securities that are purchased and sold within one year

Option writing (includes covered options, uncovered options, or spreading strategies) - Covered options is the option strategy that TSG utilizes on most occasions. This type of strategy is used to minimize losses while limiting some upside potential.

Trading - Securities purchased and sold within 30 days

Short Sales - A short sale is generally the sale of a stock that the investor does not own. Investors who sell short believe the price of the the stock will fall. If the price drops, the investor can buy the stock at a lower price and make a profit. If the price of the stock rises and the investor buys it back later at a higher price, a loss would be incurred.

Margin Transactions - Allows an investor to buy securities with borrowed cash from their broker, using their other securities as collateral. This type of transaction can magnify profits or losses.

The Spielberger Group utilizes the investment strategies above to help client's minimize risk and to maximize potential gains. Although, TSG always strives to increase client's assets, the potential of risk and the loss of money still exists while utilizing TSG's strategies.

Item 9 Disciplinary Information

Not Applicable - No violations

Item 10 Other Financial Industry Activities and Affiliations

The Spielberger Group has arrangements that are material to its investment advisory business or its clients with a related person who is a broker dealer.

Explanation:

Craig Brooks is a registered representative with North Ridge Securities. Mr. Brooks is also affiliated with North Shore Capital Management. Mr. Brooks has received his Series 7 and Series 63 licenses as well as a New York State Life & Health Insurance License. These licenses enable Mr. Brooks to place purchases in securities and insurance products including fixed and variable annuities as well as mutual funds containing sales charges.

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

The Spielberger Group may recommend, purchase, or sell securities for client accounts in which it, or one or more of its officers, directors, employees or agents ("affiliated persons") directly or indirectly has a position or interest, or which it or any affiliated person buys or sells for themselves.

TSG's compliance officer, Mark Spielberger monitors all transactions of its officers, directors, or employees. TSG has adopted a comprehensive Code of Ethics, and will provide a copy to any client or prospective client upon request.

Item 12 Brokerage Practices

Clients retaining TSG for the Global Plus Program utilize Charles Schwab & Co. for the execution of trades. All clients must consent to the custodian since they must complete and execute new account applications. TSG does not receive any financial consideration for utilizing the above custodian. Depending on the terms of the agreement entered into with each client for whom it provides discretionary management; TSG may be given authority to make the following determinations without obtaining consent of the client before a transaction is effected:

- Which securities are to bought and sold
- The total amount of the securities to bought or sold

The advisor participates in the Schwab Institutional Program ("the program") sponsored by Charles Schwab ("Schwab"). Clients in need of brokerage and custodial services may have Schwab recommended to them. The commission rates and services offered by Schwab vary. However, the commision schedule for Schwab is competitively priced when compared to other brokerage institutions. The advisor may also recommend other brokers occasionally base upon a variety of factors including, but not limited to, best execution services.

TSG may also block certain trades for its clients for a variety of reasons including, but not limited to, the ability to receive better pricing. All clients will receive the same price for such blocked trades, and TSG employees may not participate in these trades.

The advisor will make recommendations based on the needs of the client and the services provided by Schwab such as ability to execute trades, margin rates, on-line access to accounts, transaction charges, consolidated reporting, duplicate monthly statements, access to mutual funds, including lowers sales charges than for direct purchases and lower minimum purchase amounts.

As part of the program, the advisor receives benefits that it would not receive if it did not provide investment advice to clients while there is no direct affiliation between the investment advice given to clients and the advisor's participation in the program, economic benefits are received by the Advisor which would not be received if the Advisor did not give investment advice to clients and participate in the program.

Some of these other products and services assist the Advisor in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of the Advisor's fees from its clients' accounts, and assist with back-office support, record keeping and client reporting, Many of these services generally will be used to service all or a substantial number of the Advisor's accounts. Schwab may also provide the Advisor with information and consulting services intended to help the Advisor manage and further develop its business enterprise. These services may include information technology consulting, regulatory compliance publications and presentations and mock regulatory inspections and internal control reviews by an independent third party. Schwab may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third party providing these services to the Advisor. The availability to the advisor of the foregoing products and services is not contingent upon the Advisor committing to Schwab any specific amount of business assets in custody or trading.

*See Continuation Page 1 for more information

Item 13 Review of Accounts

Holdings of all client accounts are continuously reviewed. An account relationship review is conducted quarterly or more frequently as necessary to respond to significant changes in economic or market conditions or if a client informs us of changes in their financial circumstances or investment objectives The Spielberger Group officers work together to review all client accounts. This is done on a portfolio analysis basis.

Clients receive quarterly portfolio evaluations from the The Spielberger Group including portfolio appraisals and performance history statements. In addition, clients receive monthly holding and transaction activity statements directly from investment custodians.

Item 14 *Client* Referrals and Other Compensation

The Spielberger Group may compensate third parties for client referrals. Such referral arrangements are generally governed by a written agreement between TSG and the particular third party. In particular, TSG has signed a solicitation agreement with Mr. Samuel Moss. Mr. Craig Brooks also solicits customers, but he is a partner at TSG. Mr. Brooks may pay a referral fee to Mark Spielberger for the placement of insurance products.

Item 15 *Custody*

The Spielberger Group does not have custody of any of their client's assets. Charles Schwab & Co. has been chosen by TSG to hold custody of all Client's assets.

Item 16 Investment Discretion

Depending on the terms of the agreement entered into with each client for whom it provides discretionary management; TSG may be given authority to make the following determinations without obtaining consent of the client before a transaction is effected:

1) Which securities are to bought and sold
2) The total amount of the securities to bought or sold

Item 17 Voting *Client* Securities

TSG dose not vote proxies or re-organizational issues. The firms policy is to have all such matters sent directly to clients. Such proxy materials are forwarded directly by the broker to the client.

Item 18 Financial Information

The Spielberger Group is financially stable. TSG is not required by the SEC to provide a balance sheet because the company does not have custody of client funds or securities and do not require prepayment of fees.

Item 19 Requirements for State-Registered Advisers

Not Applicable

Item 12: Brokerage Practices Continued

In such circumstances, the client is responsible for negotiating the terms and arrangements for the account with that broker-dealer. TSG will not seek better execution services or prices from other broker-dealers or be able to aggregate the client's transactions, for execution through other broker-dealers, with orders for other accounts advised or managed by TSG. As a result, TSG may not obtain best execution on behalf of the client, who may pay materially disparate commissions, greater spreads or other transaction costs, or receive less favorable net prices on transactions for the account than otherwise would be the case. In the event that a client is referred to TSG by a broker-dealer, TSG has a potential conflict between the client's interest in obtaining best execution and TSG receiving future referrals from the broker-dealer.

Craig Brooks may also place certain insurance business with North Ridge Securities Corp. ("NRSC"). Mr. Brooks runs his insurance business out of his house located at: 161 Woodbine Road, Roslyn Heights, NY 11577. Mr. Brooks may pay a referral fee to Mark Spielberger for the placement of insurance products. NRSC is a registered securities broker, and has been in this business for over 20 years. TSG has determined the reasonableness of NRSC's commissions, and this was one of the factors involved in the choice of NRSC as a broker.