

Asset Strategy Retirement Plan Consultants, LLC Firm Brochure

This brochure provides information about the qualifications and business practices of Asset Strategy Retirement Plan Consultants, LLC. If you have any questions about the contents of this brochure, please feel free to contact us at (717) 602-1010 or by email at: consultants@asrpc.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 Asset Strategy Retirement Plan Consultants, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Asset Strategy Retirement Plan Consultants, LLC's CRD number is: 147982

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Registration does not imply a certain level of skill or training.

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Item 2: Material Changes

Asset Strategy Retirement Plan Consultants, LLC has not yet filed an annual updating amendment using the ADV Form 2A. Therefore there are no material changes to report.

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Item 4: Advisory Business

A. Description of the Advisory Firm

Asset Strategy Retirement Plan Consultants, LLC is a limited liability company organized in the state of Pennsylvania.

This firm has been in business since August 27, 2008, and the principal owner is Clark G. Frese.

B. Types of Advisory Services

Asset Strategy Retirement Plan Consultants, LLC (hereinafter "ASRPC") is an investment adviser registered with the Securities and Exchange Commission. The services offered by ASRPC are described below.

Third Part Manager Recommendations

Depending upon the overall investment objectives of the client, ASRPC may refer its clients to one or more managers. Generally, money managers selected will have discretion to determine the securities to purchase and sell within the account, subject to restrictions imposed by the client. Each manager is obligated to provide the client with their separate disclosure document. Clients should review the document carefully for important and specific details. It is important to note that fees for managing assets can vary among the managers.

Investment Management Services

ASRPC provides pension consulting services to clients covered by the Employee Retirement Income Security Act of 1975 (ERISA), such as, defined benefit plans, 401(k), or profit sharing. Services include, but are not limited to the following:

- Review plan documents;
- Meet with the trustee(s) to understand the specific needs to help define investment objectives and risk tolerances;
- Based upon this information, ASRPC will draft an investment policy statement and present to the trustee(s);
- Review and make suggestions as to the client's current and future investment needs;
- Review the asset allocation;
- Assist the trustee(s) in selection of appropriate money managers or mutual funds;
- Monitor the performance of the selected money manager(s) or mutual funds and report to the trustee(s);
- Advise in regard to the retention or dismissal of a money manager or mutual fund being used;
- Review the account's investment expenses;

- Limited education and enrollment assistance. Specific and individualized advice is not provided to plan participants'
- Preparation of Form 5500

Although ASRPC considers itself a fiduciary, ASRPC does not have discretionary authority or control over the plan assets, nor discretionary authority or control over the administration of the plan. Advice is provided to the plan in the form of recommendations to the trustees.

ASRPC develops portfolios based upon a Client's goals, objectives, investment time horizon and risk tolerance as well as their core financial-related values.

Investment strategies used to implement investment advice are generally long-term in nature and primarily utilize a buy and hold philosophy. Investment strategies may include long-term and short-term purchases depending upon the individual needs of the Client. ASRPC uses asset allocation, or spreading investments among a number of asset classes (domestic stocks vs. foreign stocks; large cap stocks vs. small cap stocks; corporate bonds vs. government securities) for most Client accounts. Asset allocation seeks to achieve the most efficient diversification of assets, to help lessen risk while not sacrificing the effectiveness of the portfolio to yield the Client's objectives.

ASRPC offers investment management services, which include selection, monitoring and review of portfolio assets, on a non-discretionary basis. An initial interview and data-gathering process is completed in an effort to determine the Client's individual needs, goals, time horizons, risk tolerance and investment experience.

Based upon information provided by the Client, ASRPC may prepare recommendations for investments, which may include planning for long-range goals (i.e. retirement planning or college funding) or other segments of an investment plan that may be needed. ASRPC provides investment management services primarily through the use of no-load mutual funds, U.S. Government securities and tax-exempt bonds, although individual common and/or preferred stocks may also be used.

Clients are obligated to promptly notify ASRPC of any changes in financial status to ensure the designed investment strategies continue to meet the Client's changing needs or to determine if there needs to be a change in investment objectives and strategies.

Clients may place reasonable investment restrictions on their accounts, including bans on investing in particular industries, invest in limited amounts of securities, request third-party checks, and to re-balance portfolios.

Services Limited to Specific Types of Investments

ASRPC limits its investment advice and/or money management to mutual funds, equities, bonds, fixed income, commercial paper, warrants, debt securities, ETFs, hedge funds, third party money managers, REITs, insurance products including annuities, private placements, government securities. ASRPC may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

ASRPC offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent ASRPC from properly servicing the client account, or if the restrictions would require ASRPC to deviate from its standard suite of services, ASRPC reserves the right to end the relationship.

D. Wrap Fee Programs

ASRPC does not participate in any wrap fee programs.

E. Amounts Under Management

ASRPC has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$0.00	\$78,000,000.00	09/30/2010

Item 5: Fees and Compensation

A. Fee Schedule

Investment Management Services

Total Assets Under Management	Annual Fee
\$1 - \$1,000,000	1.00%
\$1,000,001 - \$3,000,000	0.75%
\$3,000,001 - \$5,000,000	0.50%
\$5,000,001 - \$10,000,000	0.45%
\$10,000,001 - \$15,000,000	0.35%
\$15,000,001 - \$20,000,000	0.30%
Above \$20 million	0.25%

These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid quarterly in advance, and clients may terminate their contracts at any time written notice. Refunds are given on a prorated basis, based on the number of days remaining in a quarter at the point of termination. Clients may terminate their contracts without penalty, for full refund, within 5 business days of signing the advisory contract. Advisory fees are withdrawn directly from the client's accounts with client written authorization.

Selection of Third Party Managers

ASRPC will direct clients to third party money managers. ASRPC will be compensated via a fee share from the advisors to which it directs those clients. This relationship will be disclosed in each contract between ASRPC and each third party advisor. The fees shared will not exceed any limit imposed by any regulatory agency.

B. Payment of Fees

Payment of Investment Management Services Fees

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in advance or in arrears. Advisory fees may be invoiced and billed directly to the client with payments due on the first business day of each quarter. Clients may select the method in which they are billed.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by ASRPC. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

ASRPC collects fees in advance and in arrears. Fees that are collected in advance will be refunded based on the prorated amount of work completed at the point of termination and the total days during the billing period. Fees will be returned within fourteen days to the client via check.

E. Outside Compensation For the Sale of Securities to Clients

Neither ASRPC nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

ASRPC does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

ASRPC generally provides investment advice and/or management supervisory services to the following Types of Clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit Sharing Plans

Minimum Account Size

There is no account minimum.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

ASRPC's methods of analysis include charting analysis, fundamental analysis, technical analysis, cyclical analysis, and modern portfolio theory.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Investment Strategies

ASRPC uses long term trading strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

ASRPC generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets.

Mutual Funds: Investing in mutual funds carries the risk of capital loss. Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds. All mutual funds have costs that lower

investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned above).

Equity investment generally refers to buying shares of stocks by an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

Treasury Inflation Protected/Inflation Linked Bonds: The Risk of default on these bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal.

Fixed Income is an investment that guarantees fixed periodic payments in the future that may involve economic risks such as inflationary risk, interest rate risk, default risk, repayment of principal risk, etc.

Debt securities carry risks such as the possibility of default on the principal, fluctuation in interest rates, and counterparties being unable to meet obligations.

Stocks & Exchange Traded Funds (ETF): Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

REITs have specific risks including valuation due to cash flows, dividends paid in stock rather than cash, and the payment of debt resulting in dilution of shares.

Private placements carry a substantial risk as they are largely unregulated offerings not subject to securities laws.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various other types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability and inflation.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Clark G. Frese and Stacy Stephen Heistand are presently registered as investment adviser representatives for Asset Strategy Consultants LLC. (ASC).

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither ASRPC nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Clark G. Frese, and Stacy Heistand are pension consultants. From time to time, they will offer clients advice or products from those activities. ASRPC always acts in the best interest of the client. Clients are in no way required to implement the plan through any representative of ASRPC in their capacity as pension consultants. Clark G. Frese, and Stacy Heistand are registered representatives of Asset Strategy Consultants LLC. (ASC). From time to time, they will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. ASRPC always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of ASRPC in their capacity as a registered representative.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

ASRPC will direct clients to third party money managers. ASRPC will be compensated via a fee share from the advisors to which it directs those clients. This relationship will be disclosed in each contract between ASRPC and each third party advisor. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that ASRPC has an incentive to direct clients to the third party money managers that provide ASRPC with a larger fee split. ASRPC will always act in the best interests of the client, including when determining which third party manager to recommend to clients.

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

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may request a copy of our Code of Ethics from management.

B. Recommendations Involving Material Financial Interests

ASRPC does not recommend that clients buy or sell any security in which a related person to ASRPC has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of ASRPC may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of ASRPC to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. ASRPC will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of ASRPC may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of ASRPC to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. ASRPC will always transact client's transactions before its own when similar securities are being bought or sold.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

The Custodian was chosen based on their relatively low transaction fees and access to mutual funds and ETFs. ASRPC will never charge a premium or commission on transactions, beyond the actual cost imposed by Custodian.

1. *Research and Other Soft-Dollar Benefits*

ASRPC receives no research, product, or service other than execution from a broker-dealer or third-party in connection with client securities transactions ("soft dollar benefits").

2. *Brokerage for Client Referrals*

ASRPC receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

ASRPC allows clients to direct brokerage. ASRPC may be unable to achieve most favorable execution of client transactions if clients choose to direct brokerage. This may cost clients money because without the ability to direct brokerage ASRPC may not be able to aggregate orders to reduce transactions costs resulting in higher brokerage commissions and less favorable prices.

B. Aggregating (Block) Trading for Multiple Client Accounts

ASRPC maintains the ability to block trade purchases across accounts. Block trading may benefit a large group of clients by providing ASRPC the ability to purchase

larger blocks resulting in smaller transaction costs to the client. Declining to block trade can cause more expensive trades for clients.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed at least quarterly by Clark G. Frese and/or Stacy Heistand. The chief advisors are instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at IA are assigned to these reviewers.

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Clark G. Frese and/or Stacy Heistand. There is only one level of review and that is the total review conducted to create the financial plan.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least annually a written report detailing the client's account which will come from the custodian.

Clients are provided a one-time financial plan concerning their financial situation. After the presentation of the plan, there are no further reports. Clients may request additional plans or reports for a fee.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

ASRPC does not receive any economic benefit, directly or indirectly from any third party for advice rendered to ASRPC clients.

B. Compensation to Non -Advisory Personnel for Client Referrals

ASRPC does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

ASRPC, with client written authority, has limited custody of client's assets through direct fee deduction of ASRPC's Fees only. If the client chooses to have the fees withdrawn from the client account at the Custodian, ASRPC would have constructive custody over that account and must have written authorization from the client to do so. Clients will receive all required account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

ASRPC does not have discretion over client accounts at any time.

Item 17: Voting Client Securities (Proxy Voting)

ASRPC will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

ASRPC does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither ASRPC nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

ASRPC has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

ASRPC currently has only one management person/executive officer; Clark G. Frese. Clark G. Frese's education and business background can be found on the Supplemental ADV Part 2B form.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Clark G. Frese's other business activities can be found on the Supplemental ADV Part 2B form.

C. How Performance Based Fees are Calculated and Degree of Risk to Clients

ASRPC does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

No management person at ASRPC or ASRPC has been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the client's evaluation of the firm or its management.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

Neither ASRPC, nor its management persons, has any relationship or arrangement with issuers of securities.