

Hudock Moyer Wealth Resources, LLC

WRAP FEE PROGRAM BROCHURE FORM ADV PART 2A APPENDIX 1

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This wrap fee program brochure provides information about the qualifications and business practices of Hudock Moyer Wealth Resources, LLC. If you have any questions about the contents of this brochure, please contact us at 570-326-9500. 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 Hudock Moyer Wealth Resources, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Hudock Moyer Wealth Resources, LLC is 149255.

Hudock Moyer Wealth Resources, LLC 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.

Item 2 Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Generally, Hudock Moyer Wealth Resources, LLC will notify clients of material changes on an annual basis. However, where we determine that an interim notification is either meaningful or required, we will notify our clients promptly. In either case, we will notify our clients in a separate document.

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Item 4 Services, Fees and Compensation

We are a registered investment adviser based in Williamsport, Pennsylvania. We are organized as a limited liability company under the laws of the Commonwealth of Pennsylvania. We have been providing investment advisory services since 2009. Barbara B. Hudock and Michael J. Hudock are our firm's owners.

As used in this brochure, the words "we", "our" and "us" refer to Hudock Moyer Wealth Resources, LLC and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm. Also, you may see the term Associated Person throughout this brochure. As used in this brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

We offer the following wrap-fee program to prospective and existing advisory clients. We act as the program sponsor to a Wrap Fee Program (the "Program") whereby client accounts are managed for a single fee that includes both management services and the transaction/commission costs. The Program is designed to assist you to clarify your investment needs and to obtain professional asset management for a convenient single "wrap fee." You are not charged separate fees for the respective components of the total services. The overall cost you will incur if you participate in our wrap fee program may be higher or lower than you might incur by separately purchasing the types of securities available in the program.

Prior to becoming a client under the wrap-fee program, you will be required to enter into a separate written agreement with us that sets forth the terms and conditions of the engagement and describes the scope of the services to be provided, and the fees to be paid.

We provide investment supervisory services through the Program, defined as giving continuous advice to you and/or making investments for your account(s) based on your individual needs. Through personal discussions in which your goals and objectives are established, we develop your personal investment policy and create and manage a portfolio for you based on that policy through portfolio managers.

Under the Program, we may manage your account either on a non-discretionary or discretionary basis. If you grant our firm discretionary authority to manage your account, we have the authority and responsibility to formulate investment strategies on your behalf. This authorization includes deciding which securities to buy and sell, when to buy and sell, and in what amounts, in accordance with your investment program, without obtaining your prior consent or approval for each transaction. Discretionary authority is typically granted by the investment management agreement you sign with our firm, a power of attorney, and/or trading authorization forms. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with your restrictions and guidelines in writing. You may change/amend these limitations. Such amendments shall be submitted in writing. We will not wire or transfer funds to third parties without your prior written approval. If you enter into non-discretionary arrangements with our firm, we must obtain your approval prior to executing any transactions on behalf of your account.

As part of our asset management services, we may use one or more portfolio managers to manage your account on a discretionary basis. We will regularly monitor the performance of your accounts managed by portfolio manager(s) and may hire and fire any portfolio manager without your prior approval. Our ability to hire and fire portfolio managers on your behalf is based on you granting our firm discretionary authority, which is typically granted by the investment management agreement you sign with our firm, a power of attorney, or trading authority forms. We will pay a portion of our advisory fee to the portfolio manager managing your account, depending on the specific agreement with each portfolio manager.

Transactions for your account will be executed by National Financial Services, LLC, ("NFS" or "Fidelity"), or Pershing Advisor Solutions ("PAS" or "Pershing"). To compare the cost of the wrap fee program with non-wrap fee portfolio management services, you should consider the frequency of trading activity associated with our investment strategies and the brokerage commissions charged by Fidelity and/or PAS and the advisory fees charged by investment advisers.

The Program Fee

Our fee for asset management services through our wrap fee program is based on a percentage of your assets we manage as shown in the following fee schedule:

<u>Assets Under Management</u>	<u>Annual Fee</u>
\$99,999 or less	2.00%
\$100,000 to \$499,999	1.75%
\$500,000 - \$999,999	1.50%
\$1,000,000 - \$4,999,999	1.25%
\$5,000,000 +	Negotiable

Our annual asset management fee is billed and payable quarterly in advance based on the value of your account on the last day of the previous calendar quarter. If the investment management agreement is executed at any time other than the first day of a calendar quarter, our fees will apply on a pro rata basis, which means that the advisory fee is payable in proportion to the number of days in the quarter for which you are a client. Our advisory fee is negotiable, depending on individual client circumstances.

At our discretion, we may combine the account values of family members living in the same household to determine the applicable advisory fee. For example, we may combine account values for you and your minor children, joint accounts with your spouse, and other types of related accounts. Combining account values may increase the asset total, which may result in your paying a reduced asset management fee based on the available breakpoints in our fee schedule stated above.

We will send you an invoice for the payment of our advisory fee, or we will deduct our fee directly from your account through the qualified custodian holding your funds and securities. We will deduct our advisory fee only when you have given our firm written authorization permitting the fees to be paid directly from your account. Further, the qualified custodian will deliver an account statement to you at least quarterly. These account statements will show all disbursements from your account. You should review all statements for accuracy. We will also receive a duplicate copy of your account statements.

Termination of Advisory Relationship

Either party may terminate the investment management agreement by providing written notice to the other party. You will incur a pro rata charge for services rendered prior to the termination of the investment management agreement, which means you will incur advisory fees only in proportion to the number of days in the quarter for which you are a client. If you have pre-paid advisory fees that we have not yet earned, you will receive a prorated refund of those fees.

Wrap Fee Program Disclosures

- You should be aware that participating in a wrap fee program may cost more or less than the cost of purchasing advisory, brokerage, and custodial services separately and/or from other advisers or broker/dealers.
- Our firm and Associated Persons receive compensation as a result of your participation in the wrap-fee program. This compensation may be more than the amount our firm or our Associated Persons would receive if you paid separately for investment advice, brokerage,

and other services. Accordingly, a conflict of interest exists because our firm and our Associated Persons may have a financial incentive to recommend the Program.

- The Program may create a potential conflict of interest between you and our firm. You should be aware that we may have a disincentive to purchase or sell securities in your account because we pay the transaction costs associated with trades directed to the custodian.

Additional Fees and Expenses

The wrap program fees that you pay to our firm for asset management services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds ("ETFs") (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. There may be other costs which are not included in the Program fee, such as national securities exchange fees; charges for transactions not executed through Fidelity and/or PAS, costs associated with exchanging currencies; wire transfer fees; or other fees required by law. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, ETFs, our firm, and others.

Item 5 Account Requirements and Types of Clients

We offer asset management services through our wrap fee program to individuals, trusts, estates, not-for-profit organizations, corporations, and other business entities. In general, we require a minimum of \$1,000,000 to open and maintain an advisory account. At our discretion, we may waive this minimum account size. For example, we may waive the minimum if you appear to have significant potential for increasing your assets under our management. We may also combine account values for you and your minor children, joint accounts with your spouse, and other types of related accounts to meet the stated minimum.

Item 6 Portfolio Manager Selection and Evaluation

We use Nuveen Asset Management, LLC, Riverfront Investment Group, LLC, and Wentworth, Hauser and Violich, Inc. as the portfolio managers for the Program. We are not related, through control or ownership, with Nuveen, Riverfront, or Wentworth Hauser.

The evaluation of the portfolio managers is based on data and information from several sources, including the manager, and independent databases. Among the types of information analyzed are historical performance, investment philosophy, investment style, historical volatility and correlation across asset classes. We also review the manager's Form ADV Part 2 in our evaluation process.

We receive performance calculations from the portfolio managers and we monitor accounts through Black Diamond Performance Reporting, a third party performance reporting system that provides us with performance data directly from the account custodian. On a quarterly basis, we compare the data we receive from Black Diamond Performance Reporting with the reports provided by the portfolio managers.

Item 7 Client Information Provided to Portfolio Managers

Through personal discussions in which your goals and objectives are established, we develop your personal investment policy, which we communicate to the portfolio manager(s) managing your account at the inception of our engagement. We communicate changes in your policy to the portfolio manager(s) as they occur.

Item 8 Client Contact with Portfolio Managers

You may contact us with any question regarding your account. We can also arrange communications with your portfolio manager, if you desire.

Item 9 Additional Information

Disciplinary Information

Hudock Moyer Wealth Resources, LLC has been registered and providing investment advisory services since 2009. Neither our firm nor any of our Associated Persons has, nor has ever had, any reportable disciplinary information.

Other Financial Industry Activities and Affiliations

Persons providing investment advice on behalf of our firm are registered representatives with Comprehensive Asset Management and Servicing, Inc. ("Comprehensive"), a securities broker-dealer. Please see the *Fees and Compensation* section in this brochure for more information on the compensation received by registered representatives who are affiliated with our firm.

Persons providing investment advice on behalf of our firm are independent insurance agents. Please see the *Fees and Compensation* section in this brochure for more information on the compensation received by insurance agents who are affiliated with our firm.

Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our Associated Persons are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Our Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting Wayne L. Dieffenderfer, Chief Compliance Officer at 570-326-9500.

Participation or Interest in Client Transactions

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of asset management services as disclosed in this Brochure.

Personal Trading Practices

Our firm, or persons associated with our firm, may buy or sell for their personal accounts the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in some cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our firm nor persons associated with our firm have priority over your account in the purchase or sale of securities.

Reviews of Accounts

The Associated Person assigned to your account will monitor your account on an ongoing basis and will conduct account reviews at least annually to ensure the asset management services provided are consistent with your stated investment needs and objectives. Additional reviews may be conducted based on various circumstances, including, but not limited to:

- contributions and withdrawals,
- year-end tax planning,
- market moving events,
- security specific events, and/or,
- changes in your risk/return objectives.

We may provide you with additional written reports in conjunction with account reviews, depending on your specific arrangements with our firm. You will receive trade confirmations, monthly or quarterly statements, and annual tax reports from your account custodian(s).

Client Referrals and Other Compensation

We do not receive any compensation from any third party in connection with providing investment advice to you nor do we compensate any individual or firm for client referrals.

On occasion, our firm receives sponsorship funding for our educational client events from one or more mutual funds companies. This receipt of funding is a potential conflict of interest because it could influence our firm to continue utilizing those funds companies for client investments. However, our firm is committed to our fiduciary duty of putting our clients' interests first which mitigates the risk of possible influence on our decision making in this regard. In addition, please refer to the Brokerage Practices section below for disclosures on research and other benefits we may receive resulting from our relationships with broker-dealers we recommend to our clients.

Brokerage Practices

We generally recommend the brokerage and custodial services of National Financial Services, LLC, ("NFS"), Fidelity Brokerage Services, LLC (collectively, and together with all affiliates, "Fidelity"), Pershing Advisor Solutions ("PAS" or "Pershing"), and/or Comprehensive Asset Management and Servicing, Inc. ("Comprehensive").

We examined potential conflicts of interest when we chose to enter into a relationship with Pershing, Fidelity, and Comprehensive, and we determined that these relationships are in the best interests of our clients and that these custodians/broker/dealers satisfy our fiduciary obligations, including the duty to seek best execution. A client may pay a commission that is higher than what another qualified custodian/broker/dealer might charge to effect the same transaction where we have determined in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of the custodian/broker/dealer's services, including the value of research provided, execution capability, commission rates and the benefit to all clients. Best execution may not necessarily be the lowest possible commission rate for specific client account transactions. We believe that the recommended broker-dealer/custodian provides quality execution services for you at competitive prices.

Research and Other Benefits

Our firm has an arrangement with both Pershing and Fidelity through which both Pershing and Fidelity provide our firm with their "platform" services. The platform services include, among others, brokerage, custodial, administrative support, recordkeeping, and related services that are intended to support intermediaries such as our firm in conducting business and serving the best interests of clients. These may also be a benefit to our firm which may otherwise have to pay for such items at its own expense.

Pershing charges fees for the platform services mentioned above. Fidelity charges brokerage commissions and transactions fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Pershing and Fidelity enable our firm to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Pershing's and Fidelity's commission rates are generally considered discounted from customary

retail commission rates. However, the commissions and transaction fees charged by Pershing and Fidelity may be higher or lower than those charged by other custodians and broker/dealers. As part of our arrangements, Pershing and Fidelity also make available to us, at no additional charge, certain research and brokerage services, including research services obtained by Pershing or Fidelity directly from independent research companies, as selected by our firm. Some research packages may be selected by us from the Pershing or Fidelity systems and do not incur an additional charge to our firm. For example, these research and brokerage services presently may include those provided by Reuters, Standard and Poor's, and Bloomberg, and may be used by our firm to manage accounts and provide advice to all clients regardless as to whether such clients use Pershing or Fidelity.

We may have an incentive to select or recommend a custodian/broker-dealer based on our interest in receiving the research or other products or services, rather than on our clients' interests.

Our firm is independently operated and owned and is not affiliated with either Pershing, or Fidelity, or Comprehensive.

Financial Information

We are not required to provide financial information to our clients because we do not:

- require the prepayment of more than \$1,200 in fees and six or more months in advance, or
- take custody of client funds or securities, or
- have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

Privacy Policy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker/dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will never sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an investment management advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy notice to you on an annual basis. Please contact Wayne L. Dieffenderfer, Chief Compliance Officer at 570-326-9500, if you have any questions regarding this policy.

Hudock Moyer Wealth Resources, LLC

**Form ADV Part 2A, Appendix 1 Wrap Fee Brochure
Item 2 Summary of Material Changes
Supplement
March 23, 2012**

Since the last annual update to our wrap fee brochure, dated September 16, 2011, we made the following changes:

- (1) Item 4, Services, Fees, and Compensation, was corrected in an interim update to reflect that Barbara B. Hudock, Jason J. Moyer and Michael J. Hudock, Jr. were the firm's owners. Since then, the ownership has changed and now reflects Barbara B. Hudock and Michael J. Hudock, Jr. as the owners of our firm. Mr. Hudock was also named President in September 2011 and remains in that leadership role with our firm. Jason J. Moyer was named Chief Investment Officer in January 2012 and remains in that leadership role with our firm.
- (2) Item 4, Services, Fees, and Compensation, the table of fees for our asset management services was updated by removing the "up to" phrase regarding the fee range. However, the fees did not change.
- (3) Item 6, Portfolio Manager Selection and Evaluation, we updated the names of the portfolio managers we use for the Program.
- (4) Throughout our brochure we changed the Chief Compliance Officer from Jason J. Moyer to Wayne L. Dieffenderfer, effective March 23, 2012, to reflect Mr. Moyer's transition to focus on the duties of Chief Investment Officer for the firm.
- (5) Item 9, Additional Information, Client Referrals and Other Compensation was amended to include information on sponsorship funding that may be received by mutual fund companies for our firm's educational client events.
- (6) Item 9, Additional Information, we updated the section on Brokerage Practices to add information on Pershing and more accurately reflect that the research and other benefits derived from our relationship with Fidelity/National Financial Services are no longer part of a soft dollar arrangement.
- (7) Item 9, Additional Information, we added language regarding Financial Industry Activities and Affiliations.