

Successful Portfolios LLC

Client Brochure – SEC Form ADV Part 2

This brochure provides information about the qualifications and business practices of Successful Portfolios LLC. If you have any questions about the contents of this brochure, please contact us at (727) 744-3614 or info@successfulportfolios.com. Neither the U.S. Securities Exchange Commission (SEC) nor any State Regulatory Authority have approved or verified the information contained in this Brochure. Additional information about Successful Portfolios is available on the SEC website at www.adviserinfo.sec.gov.

March 6, 2012

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Table of Contents

1. Advisory Business
2. Fees and Compensation
3. Performance-Based Fees and Side-By-Side Management
4. Types of Clients
5. Methods of Analysis, Investment Strategies and Risk of Loss
6. Disciplinary Information
7. Other Financial Industry Activities and Affiliations
8. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading
9. Brokerage Practices
10. Review of Client Accounts
11. Client Referrals and Other Compensation
12. Custody of Client Assets
13. Investment Discretion
14. Voting of Client Securities
15. Financial Information regarding Successful Portfolios
16. Additional Disclosure Requirements for State-Registered Advisers Including Brochure Supplement and Professional Bios

1. Advisory Business

Successful Portfolios LLC (SP) is an independent investment advisory firm in business since February 2010. Dr. John P. Barrett and H. Parker Evans, CFA, CFP, CMT are the principal owners. Mr. Evans is the principal executive officer and manager. Mr. Evans professional biography appears later in this brochure.

SP services include financial planning and portfolio management. Investment recommendations focus on readily marketable stocks, bonds, options and ETFs (exchange traded funds). SP formulates personalized advice and strategies designed to meet the unique needs of each client. SP provides the Finametrica online risk tolerance quiz and a template to create a personal Investment Policy Statement on its website at www.successfulportfolios.com. Both are free of charge.

As of March 6, 2012, SP managed \$75 million in client assets. Discretionary managed assets were 92% of total managed assets.

2. Fees and Compensation

SP is compensated based on an annualized percentage of client assets under management. SP's standard compensation schedule is presented in the table below.

Assets Managed	Advisor Compensation
\$0 to \$1,000,000	1.1% of account value annualized
\$1,000,001 to \$2,000,000	.95% of account value annualized
\$2,000,001 to \$3,000,000	.80% of account value annualized
\$3,000,001 to \$4,000,000	.70% of account value annualized
\$4,000,001 to \$5,000,000	.60% of account value annualized
\$5,000,001 and above	.50% of account value annualized

SP does not charge fees in advance. Fees are assessed in arrears, prorated on a monthly or daily basis. There is no fee to open or close an account. Please be aware that you may also incur brokerage commissions and account fees as described later in this brochure under the "Brokerage Practices" section.

3. Performance-Based Fees and Side-By-Side Management SP does not charge performance based fees, i.e., fees based on a share of capital gains or capital appreciation of the assets of a client.

4. Types of Clients

SP clients include individuals, trusts, charitable organizations and other entities. SP has no set minimum account size. Account acceptance is subject to case-by-case review.

5. Methods of Analysis, Investment Strategies and Risk of Loss

SP investment process starts by listening to you. SP works hard to understand your risk/return objectives, unique circumstances and preferences. We provide guidance and solutions based on a thorough understanding of your situation and goals.

SP investment recommendations and decisions are based on technical, fundamental and quantitative analysis. SP augments proprietary research and analysis with outside research from Bloomberg Professional, Morningstar, Zacks, Standard & Poor's, Value Line and other sources including leading brokerage firms. SP philosophy is that identifying and managing risk is essential to disciplined investing. SP manages risk through:

- Asset Allocation
- Sector and Industry Diversification
- Position Sizing and Rebalancing
- Fundamental Research
- Technical Analysis
- Quantitative Analysis
- Put and Call Strategies
- Trading Algorithms and Order Management

Typically, we recommend clients hold a well-diversified portfolio of readily marketable stocks, bonds, options and Exchange Trades Funds (ETFs). These types of securities are subject to multiple risk factors including market fluctuation. Securities investors, including clients of SP, should fully expect to incur periodic gains and losses. SP makes no guarantee of investment results.

6. Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of SP or the integrity of SP management.

7. Other Financial Industry Activities and Affiliations

Unlike many Registered Investment Advisor Firms, SP is not a captive affiliate of any broker-dealer, bank or insurance company. We pride ourselves on providing an objective point of view without the distraction of potential conflicts of interest. SP only business is providing objective investment advice. SP is investment manager for two private pooled investment vehicles, Evans Cook LLC (EC) and Barrett Evans Capital LLC (BEC). The principal owners of SP are members of EC and BEC.

8. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

All representatives of SP agree to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct. The complete Code and Standards are available at <http://bit.ly/IlwrN5>. SP is pleased to provide a printed copy upon request. Provided no client is disadvantaged, SP permits its representatives to buy or sell for their own account, securities recommended by SP. All personal trading by representatives is subject to continuous review and scrutiny by SP's Trade Review Committee, which includes H. Parker Evans, Chief Compliance Officer of SP, Dr. John P. Barrett, and Joseph C. Baer. SP strictly prohibits representatives from front running client trades or engaging in any trading activity designed to gain an advantage at the expense of a client.

9. Brokerage Practices

When you open an account with SP, you will choose an independent brokerage firm that SP will use to execute your trades. This brokerage firm will also administer your account and provide custody of your assets. SP recommends brokerage firms based on:

- Company financial strength, stability, and security procedures
- Low transaction costs and account fees
- Speed and quality of trade execution including potential for price improvement
- Analysis of company financial statements, marketing materials and disclosure documents
- Barron's Annual Ranking Of the Best Online Brokers
- Actual experience with using the brokerage firm
- Breadth and quality of investment research services available from the brokerage firm
- Breadth and quality of market destinations and product offerings
- Breadth, quality and transparency of order routing algorithms

Interactive Brokers (IB), Scottrade and TD Ameritrade have each approved SP to participate in their independent investment advisor programs. These programs allow qualifying independent advisors to manage brokerage accounts held by clients at these firms. For complete information regarding these brokerage programs, including commissions and costs, please refer to these links:

- Interactive Brokers - <http://bit.ly/hFYlsz>
- Scottrade - <http://bit.ly/gBQHCa>
- TD Ameritrade - <http://bit.ly/eyJBLn>

SP has a soft dollar research arrangement with IB. Under this arrangement, SP clients pay commissions of up to \$.02 per share on option and equity orders covering 100 shares or more. As defined under the Securities Exchange Act of 1934 section 28(e), brokers can use a portion of client commission dollars to pay for investment research. IB pays research related expenses on the client's behalf directly to vendors who can provide a wide range research related services including fundamental, technical and quantitative analysis; portfolio management, valuation and asset allocation; economic forecasting; and news and quotes. Research services purchased with IB soft dollars benefit all SP clients.

Block Trading Procedures

SP block trading procedures are designed to treat all clients equitably. On aggregated or block securities trades, each client involved receives the average executed price for the overall transaction.

10. Review of Client Accounts

SP uses a team approach to monitor and provide ongoing oversight of client accounts. The team meets weekly to discuss client portfolios and investment policy. At these meetings, team members make recommendations to improve client portfolios. Members of the SP investment team include:

- H. Parker Evans, CFA, CFP, CMT -President & Chief Investment Strategist
- Dr. John P. Barrett -Founder & Chairman
- Joseph C. Baer -Research Analyst & Wealth Advisor

The team uses reports produced by brokerage provided analytic tools, such as the IB Trader Workstation and Risk Navigator, as well as other portfolio management tools including Bloomberg Professional and Beiley Fund Manager Software. At minimum, the SP team, or individual members of the team, review client accounts every week. On a day-to-day basis, the team monitors capital market conditions and changes made by third-party analysts to research opinions on securities followed by SP.

SP recommends clients meet with us at least annually to review their account performance, investment policy and current financial circumstances. Clients of SP retain continuous secure online access to their account information through their brokerage firm. SP encourages clients to maintain an ongoing dialogue with us regarding their portfolio and other financial circumstances. We invite you to call us any time with questions or concerns.

11. Client Referrals and Other Compensation

SP does not pay for client referrals or accept remuneration from non-clients.

12. Custody of Client Assets

The client's brokerage firm, not SP, holds custody of client assets managed by SP. Clients should rely foremost on balances and other information shown in their monthly and quarterly brokerage account statements. The client's brokerage firm will send statements directly to the client via email and regular mail. In addition, SP encourages clients to review their account balances regularly online directly through their brokerage firm's internet site. SP may from time to time provide clients with supplemental account reports as well.

13. Investment Discretion

SP accepts discretionary as well as non-discretionary advisory accounts. In a discretionary account, the client empowers SP to buy and sell securities without consulting the client prior to executing a trade. In a non-discretionary account, SP must get the permission of the client before placing a trade. Clients may set guidelines regarding trading by use of an Investment Policy Statement (IPS). For example, a client's IPS might only permit investments in blue chip U.S. stocks or AAA rated bonds. Clients choose discretionary or nondiscretionary management when executing the SP Investment Advisory Agreement. The Advisory Agreement and a template for an Investment Policy Statement are available at <http://successfulportfolios.com/client-service/>.

14. Voting of Client Securities

Clients of SP retain all right and duty to vote corporate proxy statements. Clients make corporate proxy arrangements directly through their brokerage firm. Clients may call SP at (727) 744-4818 for assistance in voting proxies.

15. Financial Information regarding Successful Portfolios (SP)

SP does not require clients to prepay advisory fees. Thus, a balance sheet for SP is not a required part of this brochure. SP believes that no financial condition exists that is reasonably likely to impair its ability to meet contractual commitments to clients.

16. Additional Disclosure Requirements for State-Registered Advisers including “Brochure Supplement” and Professional Bios

H. Parker Evans, age 52, is the sole “principal executive and management person” for SP. SP “supervised person” is Joseph C. Baer, age 25. The biographies for Evans and Baer appear below.

H. Parker Evans, CFA, CFP, CMT President and Chief Investment Strategist

Parker is a licensed, professional investment advisor with thirty year experience. He holds the Chartered Financial Analyst (CFA), Certified Financial Planner (CFP), Chartered Market Technician (CMT) designations. Parker’s commentary and papers have appeared in the *Journal of Financial Planning*, *CFA Magazine* and the *Journal of Technical Analysis*. He is the former President of First Discount Securities Corp., a pioneering discount brokerage firm acquired by First Union (Wachovia). Parker is a former Vice President of First Union, Smith Barney, and Fifth Third Private Bank. He earned a B.A., with a major in Economics from Eckerd College where he won the Wall Street Journal Award for outstanding academic achievement. Parker received an MBA with Honors from Nova Southeastern University. Over the course of his career, Parker has passed multiple FINRA licensing exams including Registered Options Principal, General Securities Representative (Series 7), Municipal Securities Principal, Financial and Operations Principal, General Securities Principal, and Investment Advisor Representative. For the ten years prior to his current position with SP, Parker was Vice President and Senior Portfolio Manager at Fifth Third Private Bank.

Joseph C. Baer, Research Analyst and Wealth Advisor

Joe Baer joined SP in September 2010 as a Research Analyst. Joe holds the FINRA Series 65 license for Investment Advisor Representatives. He is currently a candidate for the Accredited Portfolio Management Advisor (APMA) designation conferred by the College for Financial Planning. Joe is member of the Financial Planning Association. Joe graduated from the University of South Florida in 2011 with a Bachelor of Science in Business with a major in Finance. For the five years prior to his current position with SP, Joe was a student and worked as an assistant store manager for Brookstone.

Dr. John P. Barrett, Chairman and Founder

Dr. John P. Barrett, a retired Tampa Bay orthopedic surgeon, is an internationally known innovator, investor, philanthropist and entrepreneur. He graduated from the Harvard Orthopedic Program at Massachusetts General Hospital and served as faculty fellow. He is the Founder and President of the Arthritis Research Institute of America (501C3), a long-term epidemiological study of osteoarthritis. Dr. Barrett founded the Florida Knee and Orthopedic center in 1983. He is chairman and founder of Televisual Communications, a provider of hospital efficiency programs. He also serves as chairman of JB Management, a real estate company in Clearwater, Florida. Dr. Barrett’s passion for investment management and research inspired him to create Successful Portfolios. Dr. Barrett is an affiliate member of the Market Technicians Association and a candidate for the Chartered Market Technician (CMT) designation.

For information regarding the professional designations held by SP representatives, please refer to these links:

- Chartered Financial Analyst (CFA) - <http://bit.ly/cfasp>
- Certified Financial Planner (CFP) - <http://bit.ly/guy9a9>
- Chartered Market Technician (CMT) - <http://bit.ly/i9Uflr>

Additional information about Evans and Baer is available on the SEC's website at www.adviserinfo.sec.gov.

Supervision of Representatives

Evans and Baer work side-by-side as a team in the same office location. Mr. Evans supervises Baer. Mr. Evans can be reached at telephone (727) 744-3614. Mr. Evans regularly reviews Baer's communications with client and prospective clients. In addition, Mr. Evans reviews all securities trades executed by Baer and Barrett.

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