

MILLER & ASSOCIATES

John S. Miller

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This brochure provides information about the qualifications and business practices of John Miller. If you have any questions about the contents, please contact us at: (727) 564 9416, or e-mail us at: wallst101@hotmail.com. The information in this brochure has not been approved or verified by the United States Securities & Exchange Commission or by any State Securities authority.

Additional information about John Miller is also available on the SEC's website at www.adviserinfo.sec.gov.

The firm does refer to clients that it is a Registered Investment Advisory firm but be advised that the term registration does not imply a certain level of skill or training.

Item 2. See above address change since last brochure.

Item 3: Table Of Contents:

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Item 4. ADVISORY BUSINESS:

A. John S. Miller, D/B/A, MILLER & ASSOCIATES, is a registered investment Advisory firm, with John Miller as principal. It was approved to conduct business on March 12, 2010. John Miller is also the sold owner of the firm. The firm is an SEC-registered Investment adviser, and there are no intermediate subsidiaries.

B. At the present time, the firm offers only two forms of advice: management of securities (stock) accounts located at Trade PMR, in Gainesville, Florida, and secondly, management of various Allianz variable annuity accounts. Fees are charged clients based on the value of the investment. All clients are charged the same fee regardless of the size of the account.

With regards Trade PMR, I select stocks based on the investment objectives of the client. For the most part, the program invests primarily in precious metals companies.

As for Allianz, the firm utilizes “trend’s analysis” to choose an appropriate investment selection, and then applies a “timing approach”, once the Investment is selected.

C. As far as tailoring my firm’s advisory service to the particular client, I made a concerted effort before hand, to insure that the client is aware of the risks associated with precious metal stock investing. Furthermore, I ask each client if they would like to diversify into other areas beside precious metals, such a rare metals or uranium investments. From time to time, I ask clients if they would like to purchase exchange traded funds (ETF’s) for more diversity.

With regard to the firms Allianz advisory service, each client is asked ahead of time if commodities fit their investing profile. If affirmative, the client is placed in the Pimco Real Commodities sub account. If not, the client is free to choose one or more of the other fifty investment choices.

D. The firm does not employ wrap fee programs of any kind.

E. As of October 15, 2010, the firm manages approximately \$1,000,000 in assets. All clients’ assets are managed on a discretionary basis. No clients are managed on a non-discretionary basis. The amounts in each client’s accounts are calculated and billed at the end of each month. All clients are charged the same fees regardless of the size of the account. For example, at Trade PMR, a \$10,000 account is charged the same fee as a \$500,000 account (3%). At Allianz, the billing procedure is the same,

and all accounts are charged (1%) of the value of the account at the end of each month.

Item 5. Fees and Compensation:

A. The firm is compensation based on the value of the account at the end of each month.

For example: *the fee schedule for Trade PMR is 3% yearly, billed monthly, based on the value of the account at the end of the month. The fees are manually generated each month, and placed in the advisory firm's account (at Trade PMR). The fees are not negotiable.*

The fee schedule for Allianz Annuities is 1% yearly, billed monthly, and based on the value of the account at the end of the month. The firm sends a monthly billing to Allianz, and Allianz subsequently sends the fee to the firm's bank account (Bank Of Hawaii). As with Trade PMR, the fees are not negotiable.

B. *As far as deducting client fees, they are deducted manually at the end of each month, and deposited in the firm's Trade PMR account. With Allianz, the fees are billed to Allianz, with each account's amount. Allianz, then deducts the fee from each client's account, and sends it to the firm's bank in Hawaii.*

C. There are no other fees charged clients, with the exception of Commissions charged by Trade PMR. The firm does not benefit with regards commissions charged clients.

D. Clients are not charged fees in advance, and thus, if the management Contract is terminated, there are no fees required, to be sent back to the client.

E. The firm, nor it's investment adviser, John Miller, receives no compensation for the sale of securities or other investment products, including asset based sales charges or service fees.

1. The fact that the firm nor it's investment adviser, receives no compensation from the sale of investment products, but only on managing the account, should provide the client with the peace of mind, that no conflict of interest would exist.

2. Client's have the option to purchase investment products that the firm recommends through other brokers or agents (that are not affiliated with the RIA).

3. None of the firm's income comes from commissions.

4. The firm does not "mark up" commissions.

Item 6. Performance- Based Fees and Side-by-Side Management.

The firm does not base its fees on performance.

Item 7. Types Of Clients:

As to the nature of the firm's clientele, they are mainly individuals; some having trust accounts. There is a minimum starting investment with regards Trade PMR, and that is \$10,000.

Item 8. Methods Of Analysis, Investment Strategies and Risk Of Loss.

A. I use trend analysis, and relative strength to analyze investments prior to placing them in client's accounts. Despite extraordinary analysis, the investor must realize that investing in stocks, and particularly gold and silver stocks, can be dangerous.

B. With regards trend analysis, trends can change quite rapidly almost overnight; therefore this method is not foolproof. As to relative strength analysis, this function must be checked daily, and often is misleading, but has performed well over the years, and is used quite effectively by market technicians. Although both of these methodologies at times require selling the weak stocks and buying the strong ones, too frequent buying and selling can be detrimental to the overall performance of the portfolio (increased brokerage fees and taxation). Therefore, trading is kept to the bare minimum, if possible.

C. With regards the Trade PMR investment program, definite extra risks are involved as the program involves trading in gold and silver stocks, which have a high beta (movement up and down). Even with the Allianz program, it involves investing in Commodities, which are highly volatile. Thus both programs should be entered into with the full understanding of the risk/ reward ratio. Investing in precious metals and commodities involve risk, and as such, should make up a small percentage of one's overall portfolio.

9. Disciplinary Information

A. *Neither the firm, nor John Miller, has been involved in any legal or disciplinary events, or customer complaints.* Furthermore, the firm, or John Miller, was, and is not involved in any civil or criminal action in a domestic, foreign or military court of competent jurisdiction.

B. *Neither the firm, nor John Miller has been involved in any administrative proceeding before the SEC or any other Federal regulatory agency, any State regulatory agency, or any foreign financial regulatory authority.*

C. Self-regulatory organization (SRO) proceedings. Neither the firm, nor John Miller was ever found to have caused an investment related business to have lost its authorization (to do business). It neither violated any SRO rules.

Item 10. Other Financial Industry Activities & Affiliations

A. Neither the firm nor John Miller has any intention of registering as a broker dealer or as a representative of a broker dealer.

B. The firm nor John Miller has no intention to register as a futures merchant, a commodities pool operator, a commodities trading adviser, or an associated person of the foregoing entities.

C. Possible Conflicts of interests with:

1. Broker dealers – none
2. Investment company – none.
3. Other investment advisers or financial planners – none
4. Future commission merchant, commodity pool operator, or commodity trading adviser – none.
5. Banking or thrift institution – none
6. Accountant or accounting firm – none.
7. Lawyer or law firm.
8. Insurance company or agency – none
9. Pension consultant – none.
10. Real Estate Broker or dealer – none.
11. Sponsor or syndicator of limited partnerships – none.

D. Be advised that neither the firm, nor John Miller, selects or recommends other investment advisers for clients, and has no business relationships with advisers that could possibly create a conflict of interest

Item 11. Code Of Ethics, Participation or interest in client transactions and personal trading.

A. *The firm, and John Miller, have established a code of ethics to set forth standards of conduct expected of advisory personnel (including compliance with Federal Securities Laws).* They have done this to safeguard material non-public information about client transactions and, require “access persons” to report their personal securities transactions. In addition, the activities of an investment adviser and it’s personal must comply with the broad anti-fraud provisions of section 206 of the advisers act.

B. Neither the firm, nor John Miller, has a financial interest in the products or investments that it manages.

C. At times, I (John Miller) buy and sell the same securities, as my clients, but I make certain that I place their orders in prior to placing my orders. I also divulge to them which securities I am buying and selling for my own account.

D. There is no conflict of interest in “C” above, as when purchasing securities at the same time as clients, I place their trades first.

Item 12. Brokerage practices

A. *When selecting a broker dealer in which to place client trades, I consider the integrity of the broker dealer; do I have a person to go to for assistance and advise within the B/D. Are the trades executed in a prompt fashion. Are the commissions reasonable? Are the clients able to access their accounts, seeing the profit or loss for each transaction? The answer to all these questions came out positive when choosing Trade PMR.*

1. Neither the firm, nor John Miller receives any research or soft dollar benefits from any broker dealer used.

(a) No mark-ups or mark-downs, are used to obtain research or other product services.

(b) We have chosen Trade PMR, as we feel it is for the best interest of our clients.

(c) We have not chosen Trade PMR for soft dollar incentives, but because we feel that the firm is best for clients.

(d) Be advised that I do not receive “soft dollar” benefits from trade PMR, or Allianz. (Soft dollar refers to receiving investment advice or materials free of charge from a broker dealer, as an incentive to place trades.

(e) Be further advised that neither the firm nor John Miller, received any products or services from either Trade PMR or Allianz during the last fiscal year.

(f) When I directed my clients to Trade PMR, I did so with the understanding that neither I, nor them, would receive any “soft dollar” benefits, and we have not.

2. Brokerage client referrals. The firm, nor John Miller, has received no referrals from Trade PMR for have selected the broker dealer.

(a) Be advised that Trade PMR has not in the past provided the firm or John Miller, with referrals, not do we anticipate that this will occur in the future.

(b) We did not receive any referrals at all from Trade PMR during the past fiscal year.

3. Directed Brokerage

(a) We direct clients to Trade PMR due to the speed and efficiency of client's transactions.

(b) We do not permit clients to obtain direct brokerage as it may lead to slow or missed transactions.

B. *We do not aggregate client security transactions.* We handle each account on its own merits (personalized portfolio attention).

Item 13. Review Of Accounts.

A. *I, John Miller, personally review all Trade PMR accounts on a daily basis, making appropriate changes if necessary (according to the client's overall plan).* Accounts at Allianz are looked after on a weekly basis by John Miller, and sub accounts changed if appropriate.

B. If it becomes necessary, due to an investment change, or a trend change, or news occurrence, the client is immediately called and options discussed.

C. Trade PMR clients receive weekly performance reports via e-mail, and monthly e-mail. Allianz clients receive monthly statements from Allianz directly. Our firm, comments monthly on these statements (via e-mail).

Item 14. Client Referrals & Other compensation.

A. No other person, either a client or not a client, provides any economic benefit to the firm or John Miller, for investment advice provided.

B. Neither the firm, John Miller, or a related person provides compensation for client referrals.

Item 15. Custody.

The firm does not provide custody of our client's funds.

16. Investment Discretion.

We do use full discretion for all our clients. With regards Trade PMR, The discretionary powers are granted by the client agreement and firm client contract. With regards Allianz, there is a limited power of attorney signed by each client (the document is provided by Allianz).

17. Voting Client Securities.

A. Neither the firm nor John Miller gets involved with stock voting recommendations or directives.

B. We do not have authority to vote client's securities.

18. Financial Information.

A. We do not require or solicit payment in advance of providing service.

1. Because of "A" above, we do not provide a balance sheet to clients.

2. Again, because of "A" above we do not have to show the market or fair value of the securities at cost.

3. Referring to "A" above, there is no need to show the qualifications of the firm's CPA.

B. *To the best of our knowledge, there would be no financial condition (either the firm, or John Miller) that would impair us from meeting our financial responsibilities with regards using discretionary authority.*

C. Neither the firm, nor John Miller, has filed or is considering filing for bankruptcy during the past ten years.

Item 19. Requirements for State-Registered Advisers.

A. *The following principal's accreditations follow:*

John Miller graduated from Georgetown University in 1963 with a B.S. degree in Business' graduated from C.W. Post College, in 1978 with a Masters Degree in Public Administration.

John began his business career in 1967 by working for Hayden Stone, Inc., a brokerage firm in New York. He subsequently worked for many of Wall Street's most prestigious firms such Shields & Company, Dean Witter, Sherman Fitzpatrick & Co., Interstate Securities & Fountain Head Securities.

In 1988, he started his own firm called Miller & Associates in Florida, clearing through Waterford Investor Services. Inc. In March, 2010, he formed his own RIA firm (Miller & Associates) located in Waiheke Island, NZ. (reporting directly to the SEC).

B. *I am not involved in any other business except the investment business.*

C. Our fees are not based on performance.

D. Be advised that neither the firm nor John Miller has ever been found liable in an arbitration claim alleging damages in excess of \$2500 involving any of the below activities:

1. Not guilty of:

- (a) an investment or an investment related activity.
- (b) Fraud, false statements, or omissions.
- (c) Theft, embezzlement, or other wrongful taking of property.
- (d) Bribery, forgery, counterfeiting, or extortion or
- (e) Dishonest, unfair or unethical practices.

2. The firm or John Miller is not guilty of an award, or otherwise being found guilty in a civil, self regulatory organization, or administrative proceeding involving any of the following

- (a) an investment or an investment related activity.
- (b) Fraud, false statements, or omissions.
- (c) Theft, embezzlement, or other wrongful taking of property.
- (d) Bribery, forgery, counterfeiting, or extortion or
- (e) Dishonest, unfair or unethical practices.

E. Be advised that there are no relationship or arrangement that we have made with any issuer of securities that is not listed in 10C of Part 2 A.

Part 2A Appendix 1 of Form ADV: Wrap Fee Program Brochure

Since the firm does not employ a “wrap fee” arrangement, this part of the disclosure brochure will be left out.

Part 2B of Form ADV: Preparing a Brochure Supplement

The firm will not be preparing a Brochure Supplement.