

FORM ADV Uniform Application for Investment Adviser Registration
Part 2A: Investment Adviser Brochure and Brochure Supplements
Item 1: Cover Page



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**www.focusedwealthmgmt.com
SEC File # 801-71860
Firm CRD# 154828**

March 2012

This brochure provides information about the qualifications and business practices of Focused Wealth Management, Inc and its supervised personnel. If you have any questions about the contents of this brochure, please contact us at the phone number listed above.

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. Please note, where this brochure may use the terms “registered investment adviser” and/or “registered”, registration itself does not imply a certain level of skill or training.

Additional information about the firm is also available on the SEC’s website at www.adviserinfo.sec.gov

Item 2: Material Changes

Due to a series of recent changes in securities regulation, investment advisers are now required to deliver disclosure information in this new narrative format. This brochure incorporates much of the same information previously provided within the Form ADV Part II but with expanded disclosures designed to provide further information about the firm, its practices, and its personnel. Material updates to the information contained within this brochure will be provided to clients on an immediate basis. This section is designed to reflect such changes in summary form. Questions regarding the new brochure and/or the information contained herein may be directed to the firm and its representatives.

In August of 2010, Passante Associates, LLC, (“Passante”), itself a registered investment adviser was purchased by Philip J. DeAngelo, a former investment adviser representative of Passante from the firm’s owners, Richard Passante and Barry Brett. The firm was then renamed Focused Wealth Management, Inc (“FWM”). Former representatives of Passante are now associated with FWM.

Additional information about FWM and its representatives is also available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

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Item 4: Investment Advisory Business

Established in 2010 by firm Principal Philip J. DeAngelo, Focused Wealth Management, Inc. ("FWM"), offers several different advisory services to individuals, charities, pension and profit sharing plans, trusts, municipal entities, and corporations.

Financial Advisors Program and LifeGuide Program

FWM provides investment advisory services through two programs offered by Securities America Advisers, Inc. ("SAA"), a SEC registered investment adviser. The Financial Advisors Program (FAP) and/or LifeGuide Program (LifeGuide) are *wrap-fee*¹ programs providing investment advisory services, custody, execution, and clearing services for one inclusive fee. These services are all included in the stated investment management fee.

In both programs, FWM will assist the client in establishing an FAP or LifeGuide Account with SAA. A complete description of the FAP and LifeGuide investment services and related fees are described in their respective Wrap Fee Brochures. These disclosure documents will be presented to each client prior to or at the time an FAP or LifeGuide Account is established.

All brokerage transactions in these programs will be processed by Securities America, Inc. ("SAI"), an affiliated registered broker-dealer and then cleared and held custody with National Financial Services, LLC ("NFS"). SAA has also entered into agreements with various insurance companies that allow for the management and valuation of client variable annuity accounts within SAA's FAP and/or LifeGuide programs. At no time will FWM, SAA or SAI have possession or act as custodian of client accounts.

Focused Wealth Wrap Fee Program

The firm also offers similar portfolio management services as a sponsor of a wrap fee arrangement with TD Ameritrade, Inc., a FINRA registered broker-dealer. Within the program, accounts are continuously monitored by the Focused Wealth's in-house portfolio managers. Primarily consisting of Exchange Traded Funds and similar types of investments, the program is offered to those accounts with a minimum of \$25,000. Focused Wealth's fee is based on a percentage of the client's assets under firm management. Where the account incurs certain brokerage-related costs, such costs are absorbed by the firm and paid to TD Ameritrade from a specified portion of the firm's management fee. Participating accounts will be held custody with TD Ameritrade, and may be subject to additional charges not covered by the wrap fee arrangement. Questions

¹ *Wrap Fee*: Any one fee charged for a bundle of services, including brokerage, management, and administrative costs.

related to this program and others may be addressed directly with the firm and its personnel.

Investment Management Services

FWM provides investment advisory services to clients on a discretionary and non-discretionary basis through TD Ameritrade Institutional program, Charles Schwab, & Company, Inc. ("Charles Schwab"), and various variable annuity providers. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade") member FINRA/SIPC/NFA. TD Ameritrade is an independent SEC-registered broker-dealer.

The firm's investment management strategy is implemented in conjunction with client's investment objectives, risk tolerance level, liquidity needs, tax and/or legal implications and other concerns where applicable.

FWM will assist the client in establishing an account with TD Ameritrade, Charles Schwab, and/or various variable annuity companies. Clients may place reasonable restrictions and investment guidelines on transactions in certain types of securities or industries. A minimum of \$25,000 in total assets under management per household is typically required to establish an account, although exceptions may be granted to this minimum at the firm's discretion. At no time will FWM act as custodian of any client account, nor will the firm have access to a client's funds and/or securities.

The Genworth Program

The Genworth Program (Genworth) is sponsored by Genworth Financial Wealth Management, Inc., a SEC registered investment adviser. Genworth sponsors two offerings.

Asset Allocation System Program

This program offers a diverse range of model portfolios which was created by the program's institutional investment strategists. FWM will invest client assets in the appropriate model portfolio. FWM initially will assist clients in establishing a Genworth account and completing an investment profile questionnaire. Based on the responses, an investment strategy is determined and a model portfolio is selected.

Private Managed Account Program

In this program, FWM introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities. After determining the most appropriate investment strategy for the

client, FWM selects a manager they believe to be the most properly suited to manage the account.

Financial Planning

FWM also offers financial planning services in the form of written or oral, comprehensive or modular financial plans. A comprehensive plan can include, but is not limited to, the areas of retirement planning, estate planning, insurance planning and analysis, education planning and analysis, long term care planning and analysis and benefit plan analysis. Fees for financial plans can be either hourly or fixed, at the client's discretion. At the initial meeting, for which there is no charge, FWM will gather information from the client regarding his/her current financial situation and goals and objectives. If the client elects to proceed with a written or oral plan and selects an hourly fee, the FWM will inform the client of the estimated hours it will take to complete the service. Terms and conditions will be agreed to in writing.

Consultations/Ongoing Consultations

Clients not wishing to purchase a financial plan may also contract with the firm for consultations on any topic of interest to them. Fees will be charged on an hourly basis. The client and FWM will jointly determine how many hours are required to complete the requested consultation services.

Clients desiring more than two consultations on financial planning, investment or other matters may contract with FWM for ongoing consultation services. These services will be provided on a semi-annual basis, renewable on each six-month anniversary date if the client elects to do so. The associated person will provide the client with an estimate of the hours needed during the six month contract period to complete the requested services; the client will also assist in determining the time required.

Clients desiring ongoing consultations on 401(k), qualified or other benefit plans will be charged on a fixed fee basis that is negotiable based upon the complexity of the client's situation and the actual services provided.

Newsletters

FWM prepares several periodic newsletters about the economy and markets for clients. Firm representative Michael Passante prepares a market commentary each day which is sent out to clients via the internet. The firm also sends out a monthly and annual newsletter to clients reviewing market conditions and performance of the respective prior month and year.

Jerry Schwartz, also a firm representative, periodically prepares general, educational and informational newsletters for his clients. Newsletters are provided to his clients, as well as other FWM clients.

All Newsletters are provided free of charge to clients.

As of January 26, 2012, FWM maintains assets under management of approximately \$216,139,085.

Item 5: Fees and Compensation

ASSET MANAGEMENT PROGRAM FEES

Financial Advisors Program and LifeGuide Program

The annual management fee charged for this service will be negotiated with each client, with 3% being the maximum management fee that may be charged to clients, unless the Account only has mutual funds and then the maximum will be 2.25%. SAA retains up to 20 basis points (0.20%) of the annual management fee for FAP accounts and up to 15% of the annual management fee for LifeGuide accounts.

Focused Wealth Wrap Fee Program (TD Ameritrade)

Participating accounts are charged up to 2.0% annually. The fee is charged on a monthly basis and automatically deducted from the clients account as held with TD Ameritrade. This fee includes Focused Wealth's management fee and covers certain brokerage-related costs. Clients are encouraged to review Appendix 1 of this brochure for further information related to this program.

Investment Management Services

The annual management fee charged for this service will be negotiated, with each client based upon the complexity of the client's financial situation, the complexity of the services provided and the dollar amount of assets under management. The maximum annual fee charged for this service will be 2% annually. FWM will quote an exact percentage to clients for services being provided.

Genworth

The maximum advisory fee charged to clients will not exceed 2.25% per year. Custodian fees may be charged separately from the Genworth client fees. Client fees are for Genworth are payable quarterly, in advance, based on the average assets under management during the previous quarter.

A complete description of Genworth's programs and related fees and charges are

described in Genworth Financial Wealth Management, Inc.'s Wrap Fee Disclosure Brochure, which will be given to all clients prior to or at the time an account is established.

Additional Fee Disclosure

Investment Management fees are directly debited from the clients account pursuant to the client's written authorization within the advisory agreement.

Where clients may incur additional expense (that not covered by the wrap fee) from brokerage-based activities, clients should be aware that all custodial and execution fees remain separate and distinct from those fees charged by FWM for its asset management services.

All fees paid to FWM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or variable annuities to their shareholders (FWM clients). These fees and expenses are described in each fund's and annuity's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution or trailer fee. If the fund or annuity imposes sales charges, a client may pay an initial or deferred sales charge.

Clients should note that the firm and its representatives may receive additional compensation in the form of commissions and 12b-1 distribution fees from the respective mutual fund and variable annuity investments made through SAI.

Accordingly, clients should review both the fees charged by the mutual funds and variable annuities and the advisory fees charged by FWM to fully appreciate the total amount of fees to be paid by the client.

FWM and/or the client may terminate the account agreement, in whole or in part, at any time with written notice. Upon termination, any fees paid in advance will be prorated to the date of termination and any excess shall be refunded. The Client's advisory agreement with FWM is non-transferable unless consented-to in writing by the client.

Financial Planning

If the client elects to proceed with a written or oral plan and selects an hourly fee, the representative of record will inform the client of the estimated hours it will take to complete the service at a rate not to exceed \$150 per hour. The hourly rate is negotiable based upon the complexity of the client's situation and the actual services provided. These factors are also considered when estimating the hours needed to complete the requested services.

The firm's hourly fee will be negotiated and agreed upon by the parties in advance. Hourly fee-based clients are billed on a monthly basis upon completion of the work performed.

FWM may charge a fixed fee for comprehensive financial planning services that will range from \$100 to \$1,000 per plan depending upon the complexity of the client's financial situation and the actual services to be provided. Fixed fees may be negotiated in advance based on the sole discretion of the firm.

Whether hourly or fixed, all fees will be disclosed to the client prior to any services being provided. For hourly fees, clients will be billed for the actual time expended. If less time is needed than the original estimate, the client will be charged for the actual time expended by the associated person. Either FWM or the client may terminate services by providing written notice to the other party, and the notice will be effective upon receipt.

Consultations/Ongoing Consultations

The hourly rate for consultations/ongoing consultations will not exceed \$150 per hour and is negotiable based upon the complexity of the client's situation and the actual services to be provided. All fees will be disclosed to the client prior to any services being provided. For consultation services that will be completed with one or two meetings, payment is due at the time the agreement for services is signed. Both parties may terminate services by providing written notice to the other party, and the notice will be effective upon receipt.

Clients desiring ongoing consultations on 401(k), qualified or other benefit plans will be charged on a fixed fee basis that is negotiable based upon the complexity of the client's situation and the actual services provided. The fixed fee will be billed quarterly in advance and will generally not exceed \$3,000 per quarter. Fees will be disclosed to clients prior to any services being provided. Fees are billed quarterly in advance.

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

As FWM's advisory services do not incorporate performance fees or the offering of any additional investment services, side-by-side management does not apply to those services rendered by FWM.

Item 7: Types of Clients

FWM provides investment advisory services to individuals, charities, pension and profit sharing plans, municipal entities, trusts, and corporations.

FWM requires its investment management clients to maintain a minimum account size of \$25,000. This minimum account size remains negotiable, under certain circumstances, and at the sole discretion of the firm.

SAA's recommended minimum investment amount for establishing and maintaining a FAP and LifeGuide Account is \$25,000 and \$50,000, respectively. Exceptions may be granted to these minimums upon request.

The firm's sponsored Wrap Fee program with TD Ameritrade requires participating accounts to maintain a minimum of \$25,000 at all times. Exceptions may be made on a limited basis.

Genworth requires a minimum investment of \$50,000 in the Asset Allocation System Program and \$250,000 for Private Managed Account Program. Exceptions may be granted at the sole discretion of Genworth.

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

FWM utilizes a fully integrated and comprehensive Investment Manager and Investment Product search to identify, select, and monitor the best-in-class asset managers and exchange traded funds (ETF's) for each asset class and style to be represented. This is conducted quarterly.

The process begins by utilizing proprietary and quantitative screening methodology designed to narrow the field of investment choices to only those funds and ETF's meeting standards set by the firm's Investment Selection and Monitoring Committee. Factors considered in this analysis may include:

- Trading platform availability: Investment Managers or ETF's must trade with no loads and should use a common trading platform to eliminate transaction costs and wiring fees.
- Regulatory oversight: Each Investment Manager or ETF should be part of a regulated bank, an insurance company, a mutual fund organization, or a registered investment adviser.
- Correlation to style or peer group: Investment Managers or ETF's should consistently correlate to its stated investment style.
- Performance relative to a peer group: The product's performance is evaluated against its peer group's average annualized return for 1-, 3- and 5-year periods and, in addition; take into account year-by-year performance.
- Performance relative to assumed risk: The Investment Manager's portfolio or ETF's risk will be evaluated against its peers and the overall market the manager is attempting to represent

- **Manager tenure:** The Investment Manager should have several years managing the fund or a fund with similar investment characteristics.
- **Assets under management:** The Investment Manager must meet minimum assets under management size within each asset class.
- **Stability of the organization:** The firm looks for stable and consistent management; the same portfolio management team should be in place for at least two years.

The Committee then further reviews all funds and ETF's applying additional analytical and subjective measures to narrow its investment recommendations for each investment style.

Other variables considered in this analysis may include:

- Growth in assets the previous two quarters and one year
- Shifting from its designated style
- Name recognition
- Other statistical risk measurements
- Review of analyst's commentary

Recommended funds and ETF's are placed on a formal Investment Product Selection List outlining all the statistical data utilized in the selection of fund(s) within each style group. It is then distributed to FWM for use in the selection of investment fund(s) and ETF's for their clients.

The Suitability of the investment products and investment managers will be monitored on a quarterly basis and it is at the Committee's discretion to take corrective action by replacing a manager, or ETF if deemed appropriate.

Risk of Loss: Investing in securities involves a certain amount of risk of loss that clients should be prepared to bear. Where short term trading methods are employed, the cost of more frequent trades can often incur more expense than that of a more conservative or long term purchase approach. Questions regarding these risks and/or increased costs may be directed to the firm and its representatives.

<h2>Item 9: Disciplinary Information</h2>
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Rule 206(4)-4 of the Investment Advisers Act of 1940 requires investment advisers to provide clients with disclosures as to any legal or disciplinary activities deemed material to the client's evaluation of the adviser. Please note, neither the firm nor its personnel have any disciplinary, regulatory, criminal, civil, or otherwise reportable history to disclose at this time.

Item 10: Other Financial Industry Activities and Affiliations

FWM's investment adviser representatives are also registered representatives with SAI, a FINRA registered broker/dealer. Through this arrangement, registered representatives may purchase or sell securities for SAI client accounts for additional commission based compensation.

Clients should note that the firm and its representatives may receive additional compensation from mutual fund sales loads and 12(b)-1 distribution fees made through SAI. Additionally, they may receive additional compensation from variable annuity sales or trail commissions made through SAI or other firms for various variable annuity investments.

Investment adviser representatives serve as separately licensed insurance agents and, as such, are involved with the sale and servicing of life and health insurance products on behalf of various insurance providers. If a client elects to purchase insurance products through representatives associated with FWM, these individuals will be compensated by the provider on a commission basis.

The firm maintains a fiduciary obligation to place its clients' interests first. However, clients should be aware that the receipt of additional compensation itself can create a conflict of interest, and may affect the judgment of this individual when making investment recommendations. In order to properly handle such potential conflicts of interest, the firm has adopted a Code of Ethics. Please see Item 11 (below) for further discussion related to the firm's Code of Ethics.

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

Pursuant to Rule 204 (A)-1 of the Investment Advisers Act of 1940, FWM has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the firm. FWM and/or its representatives may purchase or sell investments for their personal accounts that they have similarly recommended to clients.

The Code of Ethics describes the firm's fiduciary duties and obligations to clients, and sets forth the firm's practice of supervising the personal securities transactions of employees who maintain access to client information.

FWM collects and maintains records of securities holdings and transactions made by employees. The firm reviews the personal trading practices of its employees to identify and resolve any potential or realized conflicts of interest. The firm's Code of Ethics is available upon request.

Item 12: Brokerage Practices

FWM maintains the investment discretion to place transactions and select brokers without prior approval of clients. Accordingly, the firm seeks to obtain the most favorable net results for client's price, execution quality, services and commissions. FWM does not allow clients to direct brokerage to other broker-dealers than the custodians typically used by the firm for trade execution.

FWM maintains a fiduciary duty to seek best execution pricing for client transactions. While best execution is difficult to define and challenging to measure, there is some consensus that it does not solely mean the achievement of the best price on a given transaction. Rather, it appears to be a collective consideration of factors concerning the trade in question. Such factors include the security being traded, the price of the trade, the speed of the execution, apparent conditions in the market, and the specific needs of the client.

All accounts are managed separately. FWM does not employ any blocking or bunching techniques in the management of accounts. In addition, the firm does not receive any research, products, client referrals, or other services from a broker-dealer or third party in connection with client-based securities transactions (i.e. no soft dollars).

The custody of all funds and securities are maintained by NFS, Pershing, TD Ameritrade, Schwab or other custodians.

Item 13: Review of Accounts

The firm's FAP modules are reviewed daily by the firm's Chief Compliance Officer, Barry Brett. Investment Accounts are monitored on a monthly basis by FWM's Investment Committee. Accounts will be reviewed more frequently as necessary to respond to significant changes in client circumstances or changes in market conditions. Triggering factors to warrant more in depth review could include the following;

- Awareness of a change in investment objective
- change in market conditions
- change in employment status
- re-balancing of assets to maintain proper asset allocation
- other activity discovered as the account is normally reviewed.

FWM periodically reviews reports provided to the client and contacts the client at least annually to review the client's financial situation and objectives. As a result of this contact, the firm may communicate information to the third party investment adviser as necessary. Clients are encouraged to notify FWM of any changes in their financial

situation, investment objective or account restrictions. Clients do not have contact with the third party adviser managing their account.

Clients will receive written brokerage or custodial statements each month. Reporting by third party advisers may vary, but typically is quarterly.

Item 14: Client Referrals and Other Compensation

FWM and its associated persons may select and monitor third-party money managers to manage client assets in the Genworth's Private Managed Account Program. When referring clients to third-party money managers, FWM will receive a portion of the fees paid to the money manager. This arrangement is fully disclosed to clients in their investment advisory agreement.

Item 15: Custody

Other than the client authorized direct deductions of fees from accounts, FWM does not maintain or accept custody* of client funds or securities.

*Custody means holding, directly or indirectly, client funds or securities, or having any authority to obtain possession of them. *Rule 206(4)-2 Investment Advisers Act of 1940.*

Item 16: Investment Discretion

FWM maintains limited discretionary authority over the selection and amount of securities to be bought or sold in client accounts without obtaining prior consent or approval from clients. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by the firm.

Discretionary authority will only be authorized upon full disclosure to the client. The granting of such authority will be evidenced by the client's execution of an agreement containing all applicable limitations to such authority. All discretionary trades made by FWM will be in accordance with each client's investment objectives and goals.

FWM does maintain client accounts in which they do not exercise discretion and all recommendations can only be executed with the consent or approval of the client. These purchases and/or sales are also subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by the firm.

Item 17: Voting Client Securities

FWM will not vote, nor advise clients how to vote, proxies for securities held in client accounts. The client maintains the authority and responsibility for the voting of these proxies. The firm and its clients agree to this by contract. Clients will receive such proxies or other similar solicitations directly from the transfer agent or other third party designee where applicable.

Item 18: Financial Information

Under Rule 206(4)-4 of the Investment Advisers Act of 1940, investment advisers are required to disclose certain information about their business practices that might serve as material to the client's decision in choosing an investment adviser.

As of the date of this filing, FWM does not require the pre-payment of any fees or maintain any financial hardships or other conditions that might impair its ability to meet its contractual obligations to clients.

FORM ADV Uniform Application for Investment Adviser Registration
Appendix 1: Sponsored Wrap Fee Program
Item 1: Cover Page



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March 2012

This wrap fee program brochure provides information about the qualifications and business practices of Focused Wealth Management, Inc. If you have any questions about the contents of this brochure, please contact us directly using the contact information listed above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Regulatory Authority. Additional information about the firm and its supervised personnel is also available on the SEC's website at www.adviserinfo.sec.gov. Please note; where this brochure may reference the terms "registered investment adviser" or "registered", such status does not imply that the firm or its personnel have attained a certain level of skill or training. Questions relative to same may be addressed directly with the firm and its personnel.

Item 2: Material Changes

This brochure should be reviewed carefully to fully understand those services offered within the program. This information remains effective as of April 2010.

Item 3: Table of Contents

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Item 4: Services, Fees, and Compensation

Pursuant to a contract with TD Ameritrade, Inc., Focused Wealth Management (“FWM”) provides investment management services to participating clients on a wrap fee basis. Where TD Ameritrade offers a host of exchange traded and other mutual fund investment selections, Focused Wealth will create and manage an investment portfolio in concert with each client’s investment objectives and other factors.

The firm’s management expertise is provided for an annual 2.0% fee. This fee is derived from a percentage of the client’s assets under management and charged quarterly in advance. In tandem with that quarterly schedule, the fee is automatically deducted from the clients account by TD Ameritrade, the custodian. The fee remains negotiable but only under the rarest of circumstances. All fee negotiations are subject to the firm’s discretion.

All accounts are managed internally by firm personnel. Such persons are compensated for their involvement with client accounts. The terms of such compensation is reflected in a written employment contract between the firm and the employee. Clients should note that such persons may have additional business interests that could present a conflict of interest. Please see Part 2A, Item 10 of this brochure for further information.

Where the firm provides investment management and brokerage services for one inclusive fee, clients should note that such services may be found elsewhere at a reduced rate. However, clients may also benefit from the bundling of services (trading, custody, and other administrative services as provided by TD Ameritrade) for one inclusive fee.

Where mutual funds and other investments may charge certain expenses to their shareholders, such costs are charged to the client's account-exclusive of the wrapped fee. Accordingly, each client is strongly encouraged to review all disclosure brochures, prospectus materials and monthly/quarterly account statements for a full appreciation of the total cost. Questions relative to same may be addressed directly with firm personnel.

Item 5: Account Requirements and Types of Clients

FWM provides investment advisory services to individuals, charities, pension and profit sharing plans, municipal entities, trusts, and corporations. Participation in the program is limited to those accounts with a minimum of \$25,000 in value. This amount must be maintained within the account on an ongoing basis. In certain cases the firm may make exceptions to this requirement. Such exceptions remain at the discretion of the firm.

Item 6: Portfolio Manager Selection and Evaluation

Accounts are managed internally by firm personnel. Such persons are assigned to accounts based upon their expertise and ongoing performance. Performance is reviewed by the firm's Investment Selection and Monitoring Committee on a quarterly basis to ensure that accounts are managed according to stated objectives. Questions relative to the management of accounts may be addressed with the Committee directly.

Item 7: Client Information Provided to Portfolio Managers

As accounts are managed internally by firm personnel, the firm retains a duty to ensure that each client is served according to their investment objectives and appropriate level of risk tolerance. Accordingly, the firm strongly encourages clients to provide the firm with regular updates as to financial status and other issues-particularly where such information may impact the status of the investment plan.

Item 8: Client Contact with Portfolio Managers

As previously mentioned throughout this brochure, clients are encouraged to communicate with their respective account managers on a regular basis.

Item 9: Additional Information

As mentioned in Item of Part 2A (this brochure) neither the firm nor its personnel have any disciplinary, regulatory, criminal, civil, or otherwise reportable history to disclose at this time. Where firm personnel are involved in a variety of other investment related activities, clients should review Part 2A of this brochure, particularly Items 10, 11, 13, 14 and 18 for a full understanding of how such activities might conflict with those services

rendered via the wrap fee arrangement. Questions related to same may be addressed directly with firm personnel.

FORM ADV Uniform Application for Investment Adviser Registration
Part 2B: Brochure Supplements
Investment Adviser Representatives and/or Supervised Persons: Supplemental information
Item 1: Cover Page



Philip J. DeAngelo, Managing Director
Barry H. Brett, Chief Compliance Officer
Jerry S. Schwartz, Managing Director of Wealth Management
Robert B. Klein, Representative
David Speranza, Vice President
Michael R. Passante, Portfolio Manager
Charles S. Yarnold, Vice President
Glenn S. Goldstein, Senior Portfolio Manager
Jacob M. Brett, Investment Adviser Representative

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SEC File # 801-71860
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March 2012

This brochure supplement provides information about the qualifications and business practices of Focused Wealth Management, Inc. and the personnel listed above. This information is provided as a supplement to the Form ADV Part 2A which has been provided for your review. Should you have any questions about this supplement, or if you have not received the Form ADV Part 2A please contact the firm immediately.

The information in this brochure supplement has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Please note, where this brochure supplement may use the terms "registered investment adviser" and/or "registered", registration itself does not imply a certain level of skill or training.

Additional information about the firm and its representatives is also available on the SEC's website at www.adviserinfo.sec.gov

Item 2: Education and Background and Business Experience

Barry H. Brett, CCO

Year Born: 1947

Education:

- SUNY College at New Paltz, B.A., Biology, 1977

Licenses/Professional Designations: Series 6, 63 and 65

Business Background

- September 2010 to Present, Focused Wealth Management, Inc., Assistant Executive Director and Chief Compliance Officer
- 1997-2010, Passante Associates, LLC, Assistant Executive Director and Chief Compliance Officer

Item 3: Disciplinary Information

Mr. Brett's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org>. or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Brett is a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer; however, Mr. Brett does not engage in the sale of securities.

Item 6: Supervision

As Managing Director, Philip DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Philip J. DeAngelo, Managing Director

Year Born: 1977

Education:

- Pace University, B.A., Economics, 2000

Licenses/Professional Designations:

- Series 7, 66 and 24 Licenses
- Life Insurance License

Business Background

- September 2010 to Present, Focused Wealth Management, Inc., Managing Director/ Principal
- 2000-2010, Passante Associates, LLC, Investment Adviser Representative

Item 3: Disciplinary Information

Mr. DeAngelo's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org>. or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. DeAngelo serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer.. . As a registered representative, Mr. DeAngelo may sell securities and insurance products to clients and receive commission. This practice gives Mr. DeAngelo an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Jerry S. Schwartz, Managing Director of Wealth Management

Year Born: 1945

Education:

- George Washington University, B.A., Political Science/International Affairs
- New York University, Masters, Public Administration

Licenses/Professional Designations:

- Certified Financial Planner, 1988
 - **CFP™** - The Certified Financial Planner designation is awarded by the Certified Financial Planner Board of Standards (www.cfp.net) to those candidates that have successfully completed a rigorous course of study. The Board further requires charter holders to maintain certain ethical and professional standards of excellence.
- FINRA Licenses: Series 7, 63, 65
- Life, Accident and Health Insurance Licenses

Business Background:

- September 2010 to Present, Focused Wealth Management, Inc., Managing Director of Wealth Management
- 2004-2010, Passante Associates, LLC, Investment Adviser Representative

Item 3: Disciplinary Information

Mr. Schwartz does not maintain any legal, civil, criminal, regulatory, disciplinary, or otherwise reportable history at this time.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Schwartz serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a registered representative, Mr. Schwartz may sell securities and insurance products to clients and receive commission. This practice gives Mr. Schwartz an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Mr. Schwartz is also actively involved in a real estate rental business. Accordingly, his ownership interests in the real estate venture allow him to share in a portion of the profits.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Robert B. Klein, Representative

Year Born: 1938

Education:

- City College of NY Bernard M. Baruch School of Business, BBA, Public Administration, 1963
- SUNY at Albany Rockefeller College, MPA, Public administration, 1966

Licenses/Professional Designations:

- CPA, Certified Public Accountant
 - **Certified Public Accountant (CPA):** CPAs are licensed and regulated by their state boards of accountancy. While state laws and regulations vary, the education, experience and testing requirements for licensure as a CPA generally include minimum college [education](#) (typically 150 credit hours with at least a baccalaureate degree and a concentration in accounting), minimum [experience](#) levels (most states require at least one year of experience providing services that involve the use of accounting, attest, compilation, management advisory, financial advisory, tax or consulting skills, all of which must be achieved under the supervision of or verification by a CPA), and successful passage of the Uniform CPA Examination. In order to maintain a CPA license, states generally require the completion of 40 hours of continuing professional education (CPE) each year (or 80 hours over a two year period or 120 hours over a three year period). Additionally, all American Institute of Certified Public Accountants (AICPA) members are required to follow a rigorous *Code of Professional Conduct* which requires that they act with integrity, objectivity, due care, competence, fully disclose any conflicts of interest (and obtain client consent if a conflict exists), maintain client confidentiality, disclose to the client any commission or referral fees, and serve the public interest when providing financial services. The vast majority of state boards of accountancy have adopted the AICPA's *Code of Professional Conduct* within their state accountancy laws or have created their own.
- CLTC, Certified Long term Care
 - Requires successful completion of state-required Life, Accident, and Health Insurance course and passing of the corresponding examination. Holders of this designation are certified by the Corporation

for Long Term Care Certification as qualified to offer clients long term care insurance and are subject to continuing education requirements.

- Series 7, 63 and 65
- Life, Accident and Health Insurance Licenses

Business Background

- September 2010 to Present, Focused Wealth Management, Inc., Investment Adviser Representative
- 2004-2010, Passante Associates, LLC, Investment Adviser Representative
- 1998-2004, Pirrone & Co., Registered Representative

Item 3: Disciplinary Information

Mr. Klein's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org>. or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Klein serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a registered representative, Mr. Klein may sell securities and insurance products to clients and receive commission. This practice gives Mr. Klein an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Mr. Klein also provides tax preparation services to clients under the name of Robert B. Klein, CPA. Tax preparation services may be available to advisory clients. Advisory clients are under no obligation to utilize the tax preparation services offered by Mr. Klein. If the client decides to use Mr. Klein's services, a separate fee will be charged.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

David A Speranza, Vice President

Year Born: 1971

Education:

- Queens Borough Community College/SUNY-Empire State College, Studied Economics and Human Development College for FP in 2001

Licenses/Professional Designations:

- FINRA Licenses: 7, 63, 65
- Life, Accident and Health Insurance Licenses
- Accredited Asset Management SpecialistSM or AAMS[®]

Individuals who hold the AAMS[®] designation have completed a course of study encompassing investments, insurance, tax, retirement, and estate planning issues. Additionally, individuals must pass an end-of-course examination that tests their ability to synthesize complex concepts and apply theoretical concepts to real-life situations.

All designees have agreed to adhere to **Standards of Professional Conduct** and are subject to a disciplinary process.

Designees renew their designation every two-years by completing 16 hours of continuing education, reaffirming adherence to the Standards of Professional Conduct and complying with self-disclosure requirements.

Business Background

- September 2010 to present, Focused Wealth Management, Inc, Vice President/Investment Adviser Representative
- 2005-2010, Passante Associates, LLC, Investment Adviser Representative
- 2000-2005, A.G. Edwards & Sons., Financial Consultant

Item 3: Disciplinary Information

Mr. Speranza does not maintain any legal, civil, criminal, regulatory, disciplinary, or otherwise reportable history at this time.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Speranza serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a

registered representative, Mr. Speranza may sell securities and insurance products to clients and receive commission. This practice gives Mr. Speranza an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Mr. Speranza has also been the owner and president of DACA International, an e-commerce business, since 2004. Mr. Speranza is compensated by DACA to serve in this capacity. Mr. Speranza's involvement in this activity poses no conflict of interest to clients of the firm.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Michael R. Passante, Portfolio Manager

Year Born: 1984

Education:

- Rensselaer Polytechnic Institute, B.S., Business Management, 2006
- Rensselaer Polytechnic Institute, M.S., Business Management, 2007

Licenses/Professional Designations:

- FINRA Licenses: 7, 66 and 24
- Life, Accident and Health Insurance Licenses
- CFP, 2011
 - **CFP™** - The Certified Financial Planner designation is awarded by the Certified Financial Planner Board of Standards (www.cfp.net) to those candidates that have successfully completed a rigorous course of study. The Board further requires charter holders to maintain certain ethical and professional standards of excellence.

Business Background

- September 2010 to present, Focused Wealth Management, Inc., Asst.Chief Compliance Officer/Portfolio Manager
- 2007-2010, Passante Associates, LLC, Investment Adviser Representative

Item 3: Disciplinary Information

Mr. Passante's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org>. or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov. Items 4 and 5: Other Business Activities and Additional Compensation..

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Passante serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a registered representative, Mr. Passante may sell securities and insurance products to clients and receive commission. This practice gives Mr. Passante an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Charles S. Yarnold, Vice President

Year Born: 1984

Education:

- Rensselaer Polytechnic Institute, B.S., 2006

Licenses/Professional Designations:

- FINRA Licenses: 6, 7, 63, 66
- Life, Accident and Health Insurance Licenses

Business Background

- September 2010 to present, Focused Wealth Management, Inc., Vice President/Investment Adviser Representative
- 2007-2010, Passante Associates, LLC, Investment Adviser Representative
- 2006-2007, Waddell & Reed, Registered Representative

Item 3: Disciplinary Information

Mr. Yarnold's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org> or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Yarnold serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a registered representative, Mr. Yarnold may sell securities and insurance products to clients and receive commission. This practice gives Mr. Yarnold an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Glenn S. Goldstein, Senior Portfolio Manager

Year Born: 1955

Education:

- University of Pennsylvania - Wharton School of Business, B.S., Business, 1976

Licenses/Professional Designations:

- FINRA Licenses: 7, 66
- Life, Accident and Health Insurance Licenses

Business Background

- September 2010 to present, Focused Wealth Management, Inc., Investment Adviser Representative
- January 2010- September 2010, Passante Associates, LLC, Investment Adviser Representative
- January 2007-January 2010, Walnut Street Securities

Item 3: Disciplinary Information

Mr. Goldstein's disciplinary history may be found on FINRA's Brokercheck database <http://brokercheck.finra.org>. or the SEC's Investment Adviser Public Disclosure website www.adviserinfo.sec.gov.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Goldstein serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer. As a registered representative, Mr. Goldstein may sell securities and insurance products to clients and receive commission. This practice gives Mr. Goldstein an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.

Item 2: Education and Background and Business Experience

Jacob M. Brett, Investment Adviser Representative

Year Born: 1984

Education:

- The College of Saint Rose, B.S., Business Administration

Licenses/Professional Designations:

- FINRA Licenses: 7, 66

Business Background

- July 2007 – October 2007, Trustco Bank, Assistant Manager
- February 2008 – June 2011, Pitney Bowes Inc., Statistical Business Analyst
- June 2011 – Present, Focused Wealth Management, Inc., Investment Adviser Representative

Item 3: Disciplinary Information

Mr. Brett does not maintain any legal, civil, criminal, regulatory, disciplinary, or otherwise reportable history at this time.

Items 4 and 5: Other Business Activities and Additional Compensation

In addition to his advisory duties, Mr. Brett serves as a separately licensed registered representative with Securities America, Inc. a FINRA registered broker-dealer.

As a registered representative, Mr. Goldstein may sell securities and insurance products to clients and receive commission. This practice gives Mr. Goldstein an incentive to recommend investment products based on the compensation received rather than on the client's needs. All advisers of the firm have a fiduciary duty to act in the best interest of the firm's clients.

Item 6: Supervision

As Managing Director, Mr. DeAngelo remains responsible for the supervision of firm personnel. This supervision extends to reviewing their business practices and monitoring any advice given to clients. Questions related to the activities of any employee may be addressed with Mr. DeAngelo directly.