

**ITEM 1: COVER PAGE FOR
PART 2B OF FORM ADV:
BROCHURE SUPPLEMENT
April 26, 2012**

AVELINO CORTINA

**CORTINA ENTERPRISES D.B.A. AC3 CAPITAL
7855 IVANHOE AVENUE, SUITE 460
LA JOLLA, CA 92037**

**FIRM CONTACT:
AVELINO CORTINA III, CHIEF COMPLIANCE OFFICER**

FIRM WEBSITE ADDRESS: WWW.AC3CAPITAL.COM

This brochure supplement provides information about Mr. Cortina that supplements our brochure. You should have received a copy of that brochure. Please contact Mr. Cortina, President and Chief Compliance Officer, at 858-412-5710 if you did not receive our firm's brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Cortina is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Avelino Cortina III

Year of Birth: 1963

Education:

- 1994: San Diego State University; Bachelors of Arts Int'l Bus
- 2002: San Diego State University; Masters of Business Admin

Business Background (for the Past 5 years):

- 06/2011 – Present Cortina Enterprises d.b.a. AC3 Capital
President & Chief Compliance Officer
- 08/2009 – 06/2011 Wells Fargo Advisors, LLC
Financial Advisor
- 08/2002 – 08/2009 CITI Group Global Markets Inc
Financial Advisor
- 02/1996 – 08/2002 Merrill Lynch, Pierce, Fenner & Smith Incorporated
Financial Advisor

Licenses and Other Professional Designations:

- 1996 – Series 7, Series 63 & Series 65
- 2000 – Series 9 & Series 10
- 2004 – Series 31
- 2003 – CIMA

CIMA - Certified Investment Management Analyst:

The CIMA certification signifies that an individual has met initial and on-going experience, ethical, education, and examination requirements for investment management consulting, including advanced investment management theory and application. Prerequisites for the CIMA certification are three years of financial services experience and an acceptable regulatory history. To obtain the CIMA certification, candidates must pass an online Qualification Examination, successfully complete a one-week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school, and pass an online Certification Examination. CIMA designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification. The designation is administered through Investment Management Consultants Association (IMCA).

Item 3 Disciplinary Information

If there are legal or disciplinary events material to your evaluation of Mr. Cortina, we are required to disclose all material facts regarding those events.

We have nothing to disclose in this regard.

Item 4 Other Business Activities

A. If Mr. Cortina is actively engaged in any investment-related business or occupation, including if Mr. Cortina is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

1. If a relationship between the advisory business and Mr. Cortina's other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Mr. Cortina receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Mr. Cortina receives. We must explain that this practice gives Mr. Cortina an incentive to recommend investment products based on the compensation received, rather than on your needs.

We have nothing to disclose in this regard.

B. If Mr. Cortina is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Mr. Cortina's income or involve a substantial amount of Mr.

Cortina's time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Mr. Cortina's time and income, we may presume that they are not substantial.

We have nothing to disclose in this regard.

Item 5 Additional Compensation

If someone who is not a client provides an economic benefit to Mr. Cortina for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Mr. Cortina's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

We have nothing to disclose in this regard.

Item 6 Supervision

We are required to explain how we supervise Mr. Cortina, including how we monitor the advice Mr. Cortina provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Mr. Cortina's advisory activities on behalf of our firm.

Mr. Cortina is the sole principal and Chief Compliance Officer and as such has no internal supervision placed over him. He is, however, bound by our firm's Code of Ethics.

Item 7 Requirements for State-Registered Advisers

A. In addition to the events listed in Item 3 of Part 2B, if Mr. Cortina has been involved in one of the events listed below, we disclose all material facts regarding the event.

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - (a) an investment or an investment-related business or activity;
 - (b) fraud, false statement(s), or omissions;
 - (c) theft, embezzlement, or other wrongful taking of property;
 - (d) bribery, forgery, counterfeiting, or extortion; or
 - (e) dishonest, unfair, or unethical practices.

We have nothing to disclose in this regard.

2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - (a) an investment or an investment-related business or activity;
 - (b) fraud, false statement(s), or omissions;
 - (c) theft, embezzlement, or other wrongful taking of property;
 - (d) bribery, forgery, counterfeiting, or extortion; or
 - (e) dishonest, unfair, or unethical practices.

We have nothing to disclose in this regard.

B. If Mr. Cortina has been the subject of a bankruptcy petition, we must disclose that fact, the date the petition was first brought, and the current status.

We have nothing to disclose in this regard.