

Strong City Advisors LLC

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This brochure provides information about the qualifications and business practices of Strong City Advisors LLC. If you have any questions about the contents of this brochure please contact us at (201) 274-5741 or dcaruso@strongcitysecurities.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about Strong City Advisors LLC is available on the SEC's website at www.adviserinfo.sec.gov

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Item 3 Material Changes

Not applicable

Item 4 Advisory Business

Strong City Advisors LLC (“SCA”) was formed in August 2010. David J. Caruso is the sole member. SCA offers consulting services to beneficial owners of securities with a focus on optimizing their securities lending revenue by evaluating their program and making recommendations to improve their returns. SCA is paid a negotiated monthly fee based on total lendable assets under management.

In addition, clients may choose to have SCA lend their assets through the Directed Lending Program, whereby the client’s lendable assets remain at their custodian bank while SCA brings the advantage of active individual account management. SCA, in conjunction with the client, directs the custodian bank in all aspects of the transaction, including to whom the securities are loaned, the terms of the transaction, acceptable collateral, and collateral delivery. SCA is compensated by receiving a negotiated portion of the rebates on securities loaned. Clients will be billed monthly for rebates earned on securities loaned during the prior month.

Item 5 Fees and Compensation

Consulting Services

SCA is paid a negotiated monthly fee based on total lendable assets under management.

Directed Lending Program

SCA is compensated by receiving a negotiated portion of the rebates on securities loaned. Clients will be billed monthly for rebates earned on securities loaned during the prior month.

Item 6 *Performance-Based Fees* and Side-By-Side Management

If clients choose to have SCA lend their assets through the Directed Lending Program, SCA is compensated by receiving a negotiated portion of the rebates on securities loaned. Since the Directed Lending Program is solely a performance based program, which does not offer a fee-based version, the potential for conflicts of interest has been eradicated.

Item 7 Types of *Clients*

SCA's services are offered only to institutional investors such as pension and endowment plans, banks, mutual funds and hedge funds.

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

SCA does not offer investment advice. It advises clients solely on the intrinsic value of the securities within their portfolio, in the securities lending marketplace. The value within that marketplace is gathered through market intelligence and securities lending data vendors. The main risk associated with securities lending is the risk of counterparty default. Since SCA only directs loans to counterparties approved by the client, the counterparty risk is mitigated by the client's counterparty approval policies and procedures.

Item 9 Disciplinary Information

Neither SCA nor its sole member David J. Caruso, was the subject of any legal or disciplinary events, material or otherwise

Item 10 Other Financial Industry Activities and Affiliations

Neither SCA nor its sole member David J. Caruso is affiliated with a broker-dealer or engages in any other investment activity.

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

SCA has adopted a written Code of Ethics (“the Code”) in accordance with Rule 204A-1 of the Investment Advisers Act of 1940. The Code sets forth SCA’s expected standard of business conduct for its personnel, expectations with regard to compliance with Federal securities law, rules and procedures with respect to personal trading, procedures to report and resolve violations of the Code and record keeping requirements. Clients may obtain the complete Code by written request to SCA.

Item 12 Brokerage Practices

Loans are only directed to broker-dealers approved by the client, in accordance with the client's credit and risk parameters.

Item 13 Review of Accounts

As part of SCA's consulting services, the account may be reviewed to determine the intrinsic loan value of lendable assets within the portfolio. The review is usually done at the genesis of the consulting arrangement by Mr. Caruso. To the extent a security is loaned, the value of the loan is monitored daily.

Clients will receive monthly reports showing securities out on loan and the rebate earned on the securities on loan.

Item 14 *Client* Referrals and Other Compensation

SCA may pay fees to individuals or entities who introduce clients to SCA. Such fees may be based upon a fixed payment or a percentage of profits earned.

Item 15 *Custody*

SCA does have custody of clients' funds or securities.

Item 16 Investment Discretion

SCA does not have discretionary authority to manage securities accounts on behalf of clients.

Item 17 Voting *Client* Securities

SCA will not accept authority to vote client securities.

Item 18 Financial Information

SCA does not require or solicit prepayment of fees from clients. In Addition, SCA neither has custody of nor discretionary authority of clients' funds or securities.

Item 19 Requirements for State-Registered Advisers

Not applicable.

