

Strategic Financial Partners, Ltd.

121 SW Morrison Street Suite 1550

Portland, OR 97204

www.advisoryfirm.com

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

March 31, 2013

This brochure provides information about the qualifications and business practices of Strategic Financial Partners, Ltd. If you have any questions about the contents of this brochure, please contact us at (503) 242-9047, or by email at carroll@advisoryfirm.com. 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.

Additional information about Strategic Financial Partners, Ltd. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Material Changes to Part 2A Appendix 1 (Wrap Fee Program Brochure)

Strategic Financial Partners, Ltd (“SFP”) is required to advise you of any material changes to our Wrap Fee Program Brochure (“Wrap Brochure”) from our last annual update, identify those changes on the cover page of our Wrap Brochure or on the page immediately following the cover page, or in a separate communication accompanying our Wrap Brochure. We must state clearly that we are discussing only material changes since the last annual update of our Wrap Brochure, and we must provide the date of the last annual update of our Wrap Brochure.

SFP has not had any material changes to its Wrap Fee Program at this time.

Item 3: Table of Contents

ITEM 2: MATERIAL CHANGES TO PART 2A APPENDIX 1 (WRAP FEE PROGRAM BROCHURE).....	2
ITEM 3: TABLE OF CONTENTS.....	3
ITEM 4: SERVICES, FEES & COMPENSATION.....	4
ITEM 5: ACCOUNT REQUIREMENTS & TYPES OF CLIENTS	5
ITEM 6: PORTFOLIO MANAGER SELECTION & EVALUATION	5
ITEM 7: CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGER(S).....	8
ITEM 8: CLIENT CONTACT WITH PORTFOLIO MANAGER(S)	8
ITEM 9: ADDITIONAL INFORMATION.....	8

Item 4: Services, Fees & Compensation

We are required to provide a description of our services, including the types of portfolio management services, provided under each program. We must indicate the wrap fee charged for each program, or, if fees vary according to a schedule, provide such schedule.

We offer wrap fee programs as described in this Wrap Fee Program Brochure. Our wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

Advisory Services Wrap Fee Program:

SFPs advisory services wrap fee program provides clients with asset management and ongoing in-depth advice and life planning. All aspects of the client's financial affairs are reviewed, monitored, and updated on an ongoing basis. Realistic and measurable goals are set and objectives to reach those goals are defined. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis. The program includes: determining a clients investment risk tolerance, recommending and managing investment portfolios of mutual funds, exchanged traded funds, individual stocks, individual bonds and other securities; cash flow management; insurance review; investment management (including performance reporting); portfolio management; education planning; retirement planning; estate planning; employee benefits review; and tax planning, as well as the implementation of recommendations within each area.

Advisory Services Wrap Fee Program Fee Schedule:

Assets under management	Maximum Annual Percentage Fee:
Less than \$249,999	2.25%
\$250,000 to \$499,999	2.00%
\$1,000,000 to \$1,999,999	1.25%
\$2,000,000 to 4,999,999	0.90%
Over \$5,000,000	Negotiable

Fees are billed on a pro-rata annualized basis quarterly in advance based on the value of your account on the last day of the previous quarter.

A wrap fee program allows our clients to pay a specified fee for investment advisory services and the execution of transactions. The advisory services may include portfolio management and/or advice concerning selection of other advisers, and the fee is not based directly upon transactions in your account. Your fee is bundled with our costs for executing transactions in your account(s). This results in a higher advisory fee to you. We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our

trading activities in your account(s) because we are charged for executed trades. By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by the executing broker.

You may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. These fees are not included within the wrap-fee you are charged by our firm.

Our investment advisory representatives receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee or as their salary from our firm. In cases where our investment advisory representatives are paid a percentage of your overall advisory fee, this may create an incentive to recommend that you participate in a wrap fee program rather than a non-wrap fee program (where you would pay for trade execution costs) or brokerage account where commissions are charged. This is because, in some cases, we may stand to earn more compensation from advisory fees paid to us through a wrap fee program arrangement if your account is not actively traded.

Item 5: Account Requirements & Types of Clients

SFP provides advisory and financial planning services to individuals, families, trusts, estates, businesses, pension/profit sharing plans, and foundations/charitable organizations.

Item 6: Portfolio Manager Selection & Evaluation

SFP does not select outside portfolio managers for our wrap fee program. The clients IAR is responsible for knowing the client and managing accounts.

SFP and its IARs act as portfolio managers for the wrap fee program. Please note that other investment advisory firms may charge the same or lower fees than our firm for similar services.

If our firm, or any of our supervised persons covered under or investment adviser registration, act as a portfolio manager for a wrap fee program described in the wrap fee program brochure, we must respond to Items 4.B, 4.C, 4.D (Advisory Business), 6 (Performance-Based Fees and Side- By-Side Management), 8.A (Methods of Analysis, Investment Strategies and Risk of Loss) and 17 (Voting Client Securities) of Part 2A of Form ADV (Firm Brochure).

Advisory Business

See Item 4 of this Wrap Fee Program Brochure for information about our wrap fee advisory services.

Individual Tailoring of Advice to Clients:

SFP actively provides services to clients based on their individual needs, objectives and risk tolerances. We will ask questions and collect data about you, then tailor your portfolio and/or financial plan accordingly.

Ability of Clients to Impose Restrictions on Investing in Certain Securities or Types of Securities

You may impose restrictions limiting investments in certain securities or types of securities in your accounts with us.

Participation in wrap fee programs

Our wrap fee and non-wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc. We do not manage wrap fee accounts in a different fashion than non-wrap fee accounts.

Performance-based fees and side-by-side management

We do not charge performance fees and side-by-side management fees to our clients.

Methods of Analysis, Investment Strategies, and Risk of Loss

SFP utilizes fundamental analysis in our decision making process. We gather information from resources, including, but not limited to, financial newspapers and magazines; inspections of corporate records; research materials prepared by broker-dealers and other analysts; corporate rating services; annual reports, prospectuses, filings with the SEC; and company press releases.

SFP investment strategies are guided by a client's objectives and vary accordingly. We may utilize long-term purchases, short-term purchases and sales, margin transactions, option writing programs, bond purchases, and other investment strategies.

All investments (including CDs, T-Bills and Cash) have some degree of risk. Different types of investments involve varying degrees of risk, and there can be no assurance that any specific investment will be profitable for a client's investment portfolio. Investing in securities involves the risk of losing part or all of a client's initial investment. Mutual funds, stocks, and bonds are not guaranteed or insured by the FDIC or any other government agency. A client should be aware of and be able to bear these risks.

For mutual funds, past performance is no guarantee of future performance. All mutual funds have costs, known as 'operating expenses', which reduce investment returns. Each mutual fund also has its own 'market risk' based on the investments held.

Purchasing individual bonds or bond mutual funds also involves risks. Three major risks of owning bonds are: Credit Risk (the ability of the borrower to repay), Interest-Rate Risk (the chance that higher rates will make fixed-rate bonds worth less), and Buying-Power Risk (the loss of buying power of the currency in which the bonds are denominated).

Other investments (such as alternative investments, managed accounts, exchange traded funds etc.) may have market risk, currency risk, commodity risk and custodian risk, as well as other risks. And some investment strategies (such as option writing) may involve more active trading which may increase transaction costs and affect investment performance.

We try to limit the risks of investing for you by learning your investment objectives and by discussing your risk tolerance. We also try to communicate with you in a clear, understandable way. It is your responsibility to have a general understanding of how we invest for you, so we encourage you to contact us for any questions or concerns you may have.

Voting client securities

As a matter of firm policy, we do not vote proxies on behalf of clients. Therefore, although our firm may provide investment advisory services relative to client investment assets, clients maintain exclusive responsibility for directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted and making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Clients are responsible for instructing each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

We may provide clients with consulting assistance regarding proxy issues if they contact us with questions at our principal place of business.

Item 7: Client Information Provided to Portfolio Manager(s)

We are required to describe the information about you that we communicate to your portfolio manager(s), and how often or under what circumstances we provide updated information. Our firm communicates with your portfolio manager(s) on a regular basis as needed (daily, weekly, monthly, etc) to ensure your most current investment goals and objectives are understood by your portfolio manager(s). In most cases, we will communicate such information as part of our regular investment management duties. Nevertheless, we will also communicate information to your portfolio manager(s) when you ask us to, when market or economic conditions make it prudent to do so, etc.

Item 8: Client Contact with Portfolio Manager(s)

Clients are always free to directly contact their portfolio manager(s) with any questions or concerns they have about their portfolios or other matters.

Item 9: Additional Information

Disciplinary Information

SFP and its advisors have not been involved in legal or disciplinary events related to past or present financial planning or investment management clients.

Other Financial Industry Activities and Affiliations

SFP is not registered as a broker dealer, futures commission merchant, commodity pool operator or commodity-trading adviser.

Registered Advisors of SFP in their individual capacities may be Registered Representatives of LPL Financial LLC, a registered broker-dealer. In their capacity as Registered Representatives of LPL Financial LLC our advisors can transact security purchases and sales of stocks, bonds, mutual funds, ETFs, annuities, insurance contracts, limited partnerships, and alternative investments. LPL Financial LLC pays sales commissions to their Registered Representatives for transacting that type of brokerage business.

Registered Advisors of SFP in their individual capacities may be agents for various insurance companies. As such, these individuals are able to receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory clients. Clients, however, are not under any obligation to engage these individuals when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

Code of Ethics, Participation or Interest in Client Transactions & Personal Trading

This Code of Ethics ("Code") has been adopted by SFP and is designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 ("Advisers Act").

This Code establishes rules of conduct for all employees of SFP and is designed to, among other things, govern personal securities trading activities in the accounts of employees, immediate family/household accounts and accounts in which an employee has a beneficial interest. The Code is based upon the principle that SFP and its employees owe a fiduciary duty to SFP's clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position with the firm and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility.

The Code is designed to ensure that the high ethical standards long maintained by SFP continue to be applied. The purpose of the Code is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading and other forms of prohibited or unethical business conduct. The excellent name and reputation of our firm continues to be a direct reflection of the conduct of each employee.

Pursuant to Section 206 of the Advisers Act, both SFP and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. Compliance with this section involves more than acting with honesty and good faith alone. It means that the SFP has an affirmative duty of utmost good faith to act solely in the best interest of its clients.

You may request a copy of our Code of Ethics either by phone at (503) 242-9047, or via email at carroll@advisoryfirm.com.

Interest in Client Transactions

SFP does not recommend, buy or sell any investments for you in which we or related persons have a material financial interest.

Personal Trading

Employees of SFP may buy or sell securities for their personal accounts identical to or different than those recommended to you. Adhering to our Code of Ethics and our fiduciary responsibility to you, no person employed by SFP will put his/her interest or a related person's interest ahead of yours. If buying or selling securities should happen simultaneously with client transactions, our fiduciary duty prevents us from putting our interest in front of yours.

Review of Accounts

Account reviews are performed by a clients IAR and take into account changes in tax laws, new investment information, and changes in a client's own situation. SFP performs quarterly reviews of client accounts to document account positions with stated client objectives. Advisory services wrap fee program clients receive quarterly account statements from the custodian and have online access to their personal financial situation that may include net worth statements, account overviews, asset allocations, cash flow reports, income and expense statements, and a summary of objectives and progress towards meeting those objectives.

Client Referrals & Other Compensation

Client Referrals

SFP works with many other professionals in the financial industry: accountants, attorneys, trust officers, mortgage brokers, etc. SFP does not receive compensation when referring clients to these individuals or entities, and SFP does not compensate those individuals or entities for providing SFP with client referrals.

Advisory Referral Fees

As previously disclosed, we recommend the services of various registered investment advisers to its clients. In exchange for this recommendation, we receive a referral fee from the selected investment adviser. The fee received by us is typically a percentage of the fee charged by that investment adviser to the referred client. The portion of the advisory fee paid to us does not increase the total advisory fee paid to the selected investment adviser by the client.

We are aware of the special considerations required under Rule 206(4)-3 of the Investment Advisers Act of 1940. At the time of conducting the advisory solicitation, all appropriate disclosures shall be made and all applicable Federal and State laws will be observed.

Financial Information

Under no circumstances do we require or solicit payment of fees in excess of \$500 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement. Though we do not foresee any financial condition that would impair our ability to meet our contractual commitments to you, there is a risk that your assets may not be managed properly

on a continuous basis if SFP becomes insolvent, ceases to do business, or endures other drastic financial situations.