

Item 1: Cover Page



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February 2013

FORM ADV PART 2A
FIRM BROCHURE

This brochure provides information about the qualifications and business practices of Storey & Associates. If you have any questions about the contents of this brochure, please contact us at 330-526-8944. 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 Storey & Associates is available on the SEC's website at www.adviserinfo.sec.gov. You can view information on this website by searching for Storey & Associates' name or using the firm's CRD number: 150673.

Storey & Associates is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2: Material Changes

This filing is to report the addition of Michael J. Klinzing as a supervised person of Storey & Associates, as of February 2013.

We will ensure that you receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends September 30, so you will receive the summary of material changes, if any, no later than January 28th each year. At that time we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes, as necessary.

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Item 4: Advisory Business

Storey & Associates is a privately owned Ohio corporation that provides fee-only, full financial planning and investment advisory services to individuals, couples, families, trusts, estates, and corporations. The firm, founded in 2009, is owned 100% by Harlan G. Storey.

Financial Planning Services

Storey & Associates provides full financial planning services to individuals and their families. Areas that may be addressed by our financial planning services include retirement, tax, risk management (insurance), investment, cash flow, college savings, and estate planning. Each plan is developed based on the client's unique circumstances.

Our planning services begin by gathering personal and financial data and establishing the client's goals and objectives. The data is processed and analyzed and a written plan is developed to assist the client as they work towards their goals and objectives. The written plan may include specific recommendations for each area of planning covered and, where applicable, multiple planning scenarios for a client to review.

Clients that engage us for financial planning services are required to sign a letter of agreement, outlining the scope of the engagement. In many cases, a client will engage us to first go through the financial planning process before hiring us for investment advisory services, or they may hire us for financial planning, but not ongoing investment advisory services. If hired to provide financial planning services only, the letter of agreement is valid for a one-year period from the effective date of the original letter of agreement. At that time, clients may sign a new agreement or ongoing services will be terminated.

Investment Advisory Services

If a client elects to engage us for ongoing investment advisory services, we will charge fees on either a flat fee or percentage of assets under management basis, as stated in the letter of agreement. This service provides ongoing investment analysis, allocation, account updates, and monitoring of the client's portfolio, as well as quarterly reporting of investment performance.

Clients that engage us to only perform ongoing investment advisory services will also sign a letter of agreement, which will state that only investment advisory services are provided. If, at a later date, the client requests financial planning services, a new letter of agreement will be signed that combines investment advisory and financial planning services.

As discussed in Item 16, investment advisory services can be provided on a discretionary or non-discretionary basis. If provided on a discretionary basis, we make all decisions to buy, sell, or hold securities, cash, or other investments in the managed account in our sole discretion without consulting with the client before implementing any transactions. The client must provide us with written authorization to exercise this discretionary authority. Such authorization is provided by initialing the appropriate section of our letter of agreement and by signing a Schwab account agreement. In those cases where Schwab is not the qualified custodian used, the client must sign a Discretionary Authority Agreement for us to have discretionary authority on the account, as discussed below. A client may revoke these authorizations at any time by contacting Schwab or notifying us in writing of their decision to remove our discretionary authority on their Schwab account, or their account held at an outside qualified custodian.

If a client requests us to manage their participant account in a retirement plan, or any other account, held outside of Schwab, they will be required to sign a Discretionary Authority Agreement. By signing a Discretionary Authority Agreement, the client grants Storey & Associates authority to:

1. Buy and sell available securities within the account(s)
2. Obtain account valuations and other information as often as necessary

Because Storey & Associates does not take custody of client assets, this Discretionary Authority Agreement does not give us power to execute withdrawals or change beneficiary designations on the account(s) covered by the Discretionary Authority Agreement.

When discretionary authority is granted, it is limited. We do not have access to client funds and/or securities, with the exception of having advisory fees deducted from client accounts and paid to us by the account custodian. Any fee paid to Storey & Associates will be pursuant to your prior written authorization provided to the account custodian.

As a client, you have the ability to place reasonable restrictions on the types of investments that may be purchased in an account. You may also place reasonable limitations on the discretionary power granted to us so long as the limitations are specifically stated in the letter of agreement.

If management services are provided on a non-discretionary basis, we will contact you before implementing any transactions in an account. You must accept or reject our investment recommendations, including (1) the security being recommended, (2) the

number of shares or units and (3) whether to buy or sell. Once these factors are agreed upon, we are responsible for making decisions regarding the timing of the purchase or sale and the price at which it is bought or sold. You should know that if we are not able to reach you, or you are slow to respond to our request, there may be an impact on the timing of implementing trades and you may not achieve the desired trading price.

As of September 30, 2012, discretionary assets under management were \$156,287,233.

As of September 30, 2012, non-discretionary assets under management were \$47,679.

Combined Financial Planning and Investment Advisory Services

Most clients engage us for both financial planning and investment advisory services. We typically charge our fees as a flat fee for a combination of both services, as stated in a letter of agreement.

Item 5: Fees and Compensation

Financial Planning Only Fees

Storey & Associates charges a flat fee for financial planning services, typically ranging from \$1,500 to \$5,000. This fee is negotiable, depending on the complexity of the services required. Financial planning may include retirement, tax, risk management (insurance), investment, cash flow, college savings, and estate planning. Financial planning only agreements are valid for one year from the effective date of the letter of agreement. During that time, we are available to review, update, and discuss the original plan as often as necessary, without further charge, at the request of the client.

Financial planning fees are billed quarterly in advance and typically do not begin until the quarter following the quarter the plan was delivered. In this case, delivery consists of Storey & Associates providing a written plan to the client. For example, if a client engages us in July and receives their written plan in August, they would receive an invoice for one-fourth of the agreed upon fee October 1st with one-fourth (1/4) invoiced each quarter thereafter for the remaining three quarters. Payment is expected immediately upon receipt of the invoice.

We reserve the right to adjust fee proposals from the typical fee mentioned above, on a case by case basis. In all cases, the agreed upon fee will be stated in a letter of agreement.

Combined Financial Planning and Investment Advisory Fees

For clients that engage us for combined, ongoing financial planning and investment advisory services, we also charge a flat fee. This fee is negotiable, depending on the complexity of the services required, but our general fee schedule is as follows:

Assets under management (AUM)*	Quarterly	Annually
\$0-\$250,000	\$625	\$2,500
\$250,001-\$500,000	\$1,250	\$5,000
\$500,001-\$750,000	\$1,875	\$7,500
\$750,001-\$1,000,000	\$2,500	\$10,000

*AUM includes investment accounts, annuities, 401(k)s, 403(b)s, stock options, etc.

For each additional \$250,000 of AUM from \$1,000,000 to \$5,000,000 the fee will be an additional \$250 per quarter (\$1,000 annually). For each additional \$500,000 of AUM over \$5,000,000 the fee will be an additional \$250 per quarter (\$1,000 annually).

The above fees are based on the AUM at the time of the engagement, and ongoing financial planning and investment advisory agreements are valid until revised or terminated by the parties. This agreement may be cancelled by either party at any time without restriction.

Fees for ongoing investment advisory and financial planning services are billed quarterly in advance. The flat fee is generally deducted directly from the client's investment account, provided enough assets are held at Charles Schwab or another qualified custodian. Alternatively, the client may choose to pay by check and, in such cases, payment of the fee is expected immediately upon receipt of the invoice.

Investment advisory services can be provided on a discretionary or non-discretionary basis, as outlined in Item 16. Storey & Associates recommends clients maintain their accounts at Charles Schwab, but are free to select other custodians or brokers. The client may engage us solely for investment advisory services, without financial planning services.

We reserve the right to adjust fee proposals from the general schedule mentioned above, on a case by case basis. In all cases, the agreed upon fee will be stated in a letter of agreement.

Investment Advisory Only Fees

For clients that engage us for ongoing investment advisory services only, our fee is generally as follows:

Assets under management (AUM)*	Quarterly	Annually
First \$500,000	.2250%	.90%
Next \$500,000	.1250%	.50%
Next \$1,000,000	.0750%	.30%
Next \$8,000,000	.0625%	.25%
Assets over \$10,000,000	.0375%	.15%

*AUM includes investment accounts, annuities, 401(k)s, 403(b)s, stock options, etc.

Fees for ongoing investment advisory only services are billed quarterly in advance. Fees are generally deducted directly from the client's investment account, provided enough assets are held at Charles Schwab or another qualified custodian.

Alternatively, the client may choose to pay by check and, in such cases, payment of the fee is expected immediately upon receipt of the invoice.

Investment advisory only quarterly fees are calculated based on the value of the assets as of the last day of the previous quarter. This agreement may be cancelled by either party at any time without restriction.

Investment advisory services can be provided on a discretionary or non-discretionary basis. Storey & Associates recommends clients maintain their accounts at Charles Schwab, but are free to select other custodians or brokers. The client may engage us solely for investment advisory services, without financial planning services.

We reserve the right to adjust fee proposals from the general fee scheduled mentioned above, on a case by case basis. In all cases, the agreed upon fee will be stated in a letter of agreement.

General Information

When a fee is deducted from a client's account, the client must provide Charles Schwab or other qualified custodian with previous written authorization to have fees deducted from their account and paid to Storey & Associates. Charles Schwab or other qualified custodians will provide client statements at least quarterly showing all disbursements from the account, including the amount of the advisory fee, if deducted directly from the account. Storey & Associates recommends you view your statements to verify the accuracy of any advisory fees deducted. All clients will receive an invoice from Storey & Associates showing the amount of the quarterly fee.

All fees deducted from a client account are paid from the cash or money market portion. If the account does not have a sufficient cash or money market balance to pay the quarterly fees billed, Storey & Associates may need to sell one or more positions in the account to provide cash to cover the fees. A sale of a position may incur transaction costs and/or create required tax reporting for the client.

Storey & Associates reserves the right to modify fee schedules at our discretion, subject to notification in accordance with applicable laws and regulations. Fees in excess of \$1,200 are never collected more than six months in advance of services rendered.

Item 12, Brokerage Practices, further describes the factors that Storey & Associates considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation.

Either the client or Storey & Associates may terminate an agreement for financial planning or investment advisory services at any time. Termination will be considered effectively immediately upon receipt or delivery of written notification from or to the client. In the event a client transfers all investment accounts to a new investment advisor and does not notify us, termination will be deemed to occur the day the transfer is complete. When termination occurs during the middle of a quarter, a prorated portion of the quarterly fee shall be refunded to the client.

Brokerage commissions, transaction ticket fees, and other related costs and expenses imposed by custodians, brokers, and other third parties, such as fees charged by fund managers, custodial fees, deferred sales charges, transfer fees, wire transfer and electronic fund fees, and all other fees are billed directly to the client. Such charges, fees, and commissions are exclusive of and in addition to Storey & Associates' fee, and we will not receive any portion of these commissions, fees, and costs. Clients are encouraged to review each fund's prospectus for details regarding the expenses associated with investing in that fund. A client could invest in the funds directly without the services provided by Storey & Associates. In this case, the client would not receive the advice and services provided by Storey & Associates, which are designed, among other things, to assist the client in determining which funds are most appropriate to their financial situation and objectives. Some funds also may not be available to the retail client directly. Accordingly, the client should review both the fees charged by Storey & Associates and the fees charged by the broker, custodian, and/or funds to fully understand the total amount of fees to be paid.

Neither Storey & Associates, nor the client, may assign a letter of agreement without the prior consent of the other party.

A copy of Storey & Associates' brochure shall be provided to each client prior to or at the same time the letter of agreement is executed.

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

Storey & Associates does not have performance-based account arrangements. Not using performance incentives allows us to provide more unbiased advice as we do not favor one client account over another, nor do we assume more risk than a client wishes to take.

Item 7: Types of Clients

Our services are offered to individuals, couples, families, trusts, estates, and corporations. We do not have an investment account minimum for opening or maintaining an account.

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

As previously mentioned, Storey & Associates clients may engage us for financial planning services prior to us providing investment advisory services. We believe the financial planning process is the best way for us to get to know our clients and their need for risk before formulating investment advice. Our planning process begins by gathering personal and financial data and establishing the client's goals and objectives. The data is processed and analyzed and a written plan is developed to assist the client as they work towards their goals and objectives. When appropriate, asset allocation recommendations are made to help the client achieve his or her overall financial objectives while addressing risk exposure.

If a client does not wish to engage us for financial planning services, and instead engages us only to manage his or her investments, a risk tolerance questionnaire must be completed. This risk tolerance questionnaire helps us evaluate our clients' knowledge of investments and how market risk affects the value of investments, as well as how risk can lead to losses. Despite not engaging us for financial planning, we may request some financial information regarding income, pensions, outside investment accounts, retirement plans, other assets, expected inheritance, anticipated employment changes, liabilities, desired standard of living, and other appropriate information. Knowing information regarding these items helps us determine how much risk is appropriate for each client so that we can provide an overall asset allocation recommendation.

Regardless of the service we are engaged to provide, investing in securities involves risk of loss that clients should understand and be able to accept.

Storey & Associates may use the following methods of analysis in formulating investment advice and/or managing client assets:

- **Asset Allocation:** In addition to focusing on security selection, we attempt to identify and invest the portfolio in an appropriate mix of different asset classes (stocks, bonds, cash, etc.) or investment strategies based on the client's objectives. The purpose of asset allocation is to seek to improve overall portfolio performance or reduce volatility over time by diversifying the client's investments consistent with the client's investment objectives and risk tolerance.

A risk, and at times a benefit, of asset allocation is that the client may participate only to a limited extent in sharp increases, or decreases, in a particular security, industry or market sector, because portfolio diversification necessarily limits the portion of the client's account invested in a single security, industry or market sector. Another risk is that the ratio of securities allocated to specific asset classes or investment strategies may change over time due to market movements and, if not corrected, may no longer be appropriate for the client's goals. To seek to mitigate this risk, we monitor the allocation among asset types as valuations fluctuate in the market and periodically readjust the allocations to the intended levels. This monitoring and adjustment is typically called portfolio rebalancing.

- Fundamental Analysis: Typically involves analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.
- Technical Analysis: Involves analyzing past market movements and applying that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.
- Cyclical Analysis: Involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Storey & Associates also utilizes financial newspapers, magazines, and research materials provided by other financial institutions (e.g. Charles Schwab) to assist in making security selection decisions. In addition, two software based tools we use are Morningstar® Advisor Workstation and Fi360™. These software programs are used to evaluate specific due diligence criteria including, but not limited to a fund's management style, style consistency, expense ratios, risk-adjusted returns, and historical returns.

Storey & Associates primarily utilizes investment company products. Assets are primarily invested in no-load mutual funds, and exchange-traded funds, through our custodial arrangement. Our custodial relationship with Schwab enables us to obtain many no-load mutual funds without transaction charges and other no-load and load waived funds at nominal transaction charges as well as access to many institutional funds. Although most trades are mutual funds or exchange-traded funds where trade aggregation does not provide any client benefit, when funds do allow aggregation for purposes of qualifying to purchase institutional shares, our clients do benefit by having access to institutional shares that have lower expense ratios than the retail versions of the same funds.

Item 9: Disciplinary Information

Neither Storey & Associates nor its owner or any associates have ever been the subject of any legal or disciplinary events material to our business.

Item 10: Other Financial Industry Activities and Affiliations

Harlan G. Storey, in his separate individual capacity, is licensed to engage in the practice of law. His legal practice is not material to Storey & Associates investment advisory business or other services. His services are not available to the general public and, unless he has been separately engaged by any Storey & Associates client to provide legal services, absolutely no corresponding attorney-client relationship is established between Harlan G. Storey and any Storey & Associates client.

Justin Rush is a licensed insurance agent with the State of Ohio, however, he has never sold an insurance product or accepted any type of commission.

Storey & Associates may utilize the services of ByAllAccounts, Inc., a financial data aggregation provider, that will allow us to provide additional analysis and financial reports regarding your accounts. The ByAllAccounts aggregation engine automatically captures account information from thousands of financial institutions using on-line services, such as web sites, these firms make available to their customers. Storey & Associates is independently owned and operated and has no affiliation with ByAllAccounts, Inc. When ByAllAccounts is used, no fees that Storey & Associates incurs are passed on to the client.

Storey & Associates also utilizes the services of Tamarac, Inc. which provides us with integrated, web-based portfolio rebalancing and performance reporting capabilities. Store & Associates is independently owned and operated and has no affiliation with Tamarac, Inc. We do not pass on any fees associated with Tamarac, Inc.'s services to our clients.

Item 11: Code of Ethics

Storey & Associates maintains a Code of Ethics that states we will place the client's interests first and will refrain from having outside interests that conflict with the client. The Code of Ethics also requires us to disclose any potential and actual conflicts of interest to clients. We also adhere to the codes of ethics for both the National Association of Personal Financial Advisors (NAPFA) and the Certified Financial Planner (CFP) Board of Standards.

We will provide a copy of our Code of Ethics to clients and prospective clients upon request.

Because our associates sometimes buy and sell the same securities in their personal accounts that we recommend for clients, it is our policy to perform client trades before associate trades.

All Storey & Associates employees must adhere to our policies and procedures regarding insider trading. Employees are prohibited from trading, either personally or on behalf of others, while in possession of material nonpublic information. Employees are also prohibited from communicating material nonpublic information to others.

Item 12: Brokerage Practices

Selecting Custodians

Storey & Associates does not maintain custody of the assets that we manage or advise on behalf of our clients, although we may be deemed to have custody of client's assets if they give us authority to withdraw assets, on their behalf, directly from their account (see Custody section for further information). We recommend our clients use Charles Schwab (Schwab) as their qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold client assets in a brokerage account and buy and sell securities when instructed by Storey & Associates or the client. When appropriate, we will utilize block trading to obtain best execution prices

While we may recommend that the client use Schwab as custodian/broker, the client will decide whether to do so, and will open an account with Schwab by entering into an account agreement directly with them. If clients do not wish to follow our recommendation to use Schwab, they may direct the use of a specific broker(s) or custodian(s). In such cases, we would still be able to provide investment advisory services by utilizing ByAllAccounts, as discussed in Item 10.

We have selected Schwab as our preferred custodian because of the benefits they provide to our clients. When selecting custodians, we weigh such criteria as the custodian's reputation, financial strength, past exhibited service levels, the breadth of available investment products, and the ability to efficiently execute trades in client accounts. We also pay close attention to the expenses paid by our clients to the custodian in return for general account service. We periodically evaluate Schwab against other custodians to compare costs and benefits and to ensure our clients are receiving service levels commensurate with the fees charged by Schwab.

Complimentary Research Material and “Soft Dollars”

Charles Schwab Advisor Services™ (formerly called Charles Schwab Institutional) is Schwab’s business serving independent investment advisory firms like Storey & Associates. They provide us and our clients with access to its institutional brokerage—trading, custody, reporting, and related services—many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts, while others help us manage and grow our business. Schwab’s support services generally are available on an unsolicited basis (we don’t have to request them) and at no charge to us. However, we pay a fee to utilize Schwab’s portfolio performance and reporting software known as PortfolioCenter. This fee is paid in accordance with our agreement with Tamarac, Inc. whose services are discussed in Item 10.

Some investment managers receive “soft dollars,” which are incentives that do not come in the form of direct compensation. An example of soft dollars received by an investment manager might be free participation at an industry conference sponsored by the custodian. Storey & Associates does not accept such incentives from our custodians.

Handling of Trade Errors

Trade errors made either by Storey & Associates or Schwab are handled in a favorable manner for the client, irrespective of the cause of the error. We handle trade errors in the following manner:

1. If Schwab is responsible for the error, they will correct it at no cost to the client and retain all gains or immediately reimburse the account for the full amount of the loss incurred.
2. If Storey & Associates is responsible for the error, we will correct it at no cost to the client. It is Schwab’s policy to keep all gains, and if a loss was incurred it is our policy to immediately reimburse the account for the full amount of the loss incurred.
3. Loss amounts are calculated by both Schwab and Storey & Associates by calculating the difference in market prices between the time the trade was actually executed, or should have been executed, and the time of the correcting trade(s).

Item 13: Review of Accounts

Storey & Associates review portfolios monthly, quarterly, and/or annually. The frequency of this review is determined by such factors as, but not limited to, how many positions a portfolio holds, changes in the economy, changes in clients’ circumstances, concerns regarding investment suitability, or unanticipated cash needs.

Individual investments such as mutual funds, ETFs, stocks, and bonds are monitored continually by Storey & Associates' investment team, which is composed of Harlan G. Storey and Justin G. Rush. Research on investments is delegated to each individual on the investment team. The investment team meets no less than quarterly to review all current holdings and determine whether target allocations remain appropriate. The final decision-making responsibilities fall to Harlan G. Storey.

Harlan G. Storey and Justin G. Rush routinely monitor their assigned clients' portfolios on a quarterly basis. Additional reviews by the financial advisors are often motivated by a specific client request or action such as an unanticipated deposit or withdrawal. Changes in personal circumstances, such as the loss of a spouse or a change in employment status might also trigger a review.

Storey & Associates prepares and distributes quarterly statements to our clients. Clients may receive this statement either by mail or in an electronic format. This quarterly statement shows each account a client has and the value for all the accounts in aggregate as of the end of a specific quarter; it does not show specific transaction activity, which is outlined in the monthly statements that the client receives directly from their custodian.

Item 14: Client Referrals and Other Compensation

Storey & Associates does not participate in any referral programs. We will occasionally refer a client to a third-party individual or firm who has particular expertise in one or more professions such as accounting or law, but we receive no compensation for such referrals. We are grateful if and when someone refers a client to our firm, but we do not offer any compensation for such referrals.

Item 15: Custody

Custody, as it applies to investment advisors, has been defined as having access or control over client funds and/or securities, but does not include the ability to execute transactions in client accounts. Custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody for purposes of the *Investment Advisers Act of 1940* and must ensure proper procedures are implemented. It should be noted that authorization to trade in client accounts is not deemed by regulators to be custody. We are deemed to have custody of client funds and securities whenever we are given the authority to have fees deducted directly from client accounts. However, our procedures do not result in our maintaining custody of client funds and securities.

For accounts where we are deemed to have custody, we have established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the creation of all accounts and therefore are aware of the qualified custodian's name, address, and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statement against reports received from us. When clients have questions about their account statements, they should contact us or the qualified custodian preparing the statement.

Item 16: Investment Discretion

Investment advisory services can be provided on a discretionary or non-discretionary basis. If provided on a discretionary basis, we make all decisions to buy, sell, or hold securities, cash, or other investments in the managed account in our sole discretion without consulting with you before implementing any transactions. The client must provide us with written authorization to exercise this discretionary authority. Such authorization is provided by initialing the appropriate section of our letter of agreement and by signing a Schwab account agreement. In those cases where Schwab is not the qualified custodian used, the client must sign a Discretionary Authority Agreement for us to have discretionary authority on the account, as discussed below. A client may revoke these authorizations at any time by contacting Schwab or notifying us in writing of their decision to remove our discretionary authority on their Schwab account, or their account held at an outside qualified custodian.

If a client requests us to manage their participant account in a retirement plan, or any other account, held outside of Schwab, they will be required to sign a Discretionary Authority Agreement. By signing a Discretionary Authority Agreement, the client grants Storey & Associates authority to:

1. Buy and sell available securities within the account(s)
2. Obtain account valuations and other information as often as necessary

Because Storey & Associates does not take custody of client assets, this Discretionary Authority Agreement does not give us power to execute withdrawals or change beneficiary designations on the account(s) covered by the Discretionary Authority Agreement.

When discretionary authority is granted, it is limited. We do not have access to client funds and/or securities, with the exception of having advisory fees deducted from client accounts and paid to us by the account custodian. Any fee paid to Storey & Associates will be pursuant to your prior written authorization provided to the account custodian.

As a client, you have the ability to place reasonable restrictions on the types of investments that may be purchased in an account. You may also place reasonable limitations on the discretionary power granted to us so long as the limitations are specifically stated in the letter of agreement.

If management services are provided on a non-discretionary basis, we will contact you before implementing any transactions in an account. You must accept or reject our investment recommendations, including (1) the security being recommended, (2) the number of shares or units and (3) whether to buy or sell. Once these factors are agreed upon, we are responsible for making decisions regarding the timing of the purchase or sale and the price at which it is bought or sold. You should know that if we are not able to reach you, or you are slow to respond to our request, there may be an impact on the timing of implementing trades and you may not achieve the desired trading price.

Item 17: Voting Client Securities

As a matter of firm policy and practice, Storey & Associates does not have any authority to and does not vote proxies on behalf of investment advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in their accounts. Storey & Associates may provide advice to clients regarding the clients' voting of proxies, if so requested.

Item 18: Financial Information

Pursuant to the SEC's guidelines, we are not required to furnish a balance sheet because we do not require prepayment of more than \$1200 per client six months or more in advance. We have no financial conditions that we believe are reasonably likely to impair our ability to meet our contractual commitments.

Brochure Supplement



Harlan G Storey, Inc.
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November 2012

FORM ADV PART 2B
BROCHURE SUPPLEMENT

Supervised Persons

Harlan G. Storey and Justin G. Rush

This brochure supplement provides information about Harlan G. Storey and Justin G. Rush that supplements the Storey & Associates brochure (Form ADV Part 2A). You should have received a copy of that brochure. Please contact Storey & Associates if you did not receive the firm's brochure or if you have any questions about the content of this supplement.

Additional information about our advisory associates is available on the SEC's website at www.adviserinfo.sec.gov.

Supervised Persons

Harlan G. Storey, JD, CFP® - Owner, Chief Compliance Officer

Harlan, born in 1953, was the founder of Cornerstone Capital Advisors, a registered investment adviser in Green, Ohio, in 1987. In 2009, he once again founded his own firm, Storey & Associates, located in North Canton, Ohio. He earned degrees in accounting and law from the University of Akron in 1973 and 1979, respectively. He has been a CFP® practitioner since 1988.

Previous Five Years Background: June 2009 – Present, Chief Executive Officer, Chief Compliance Officer, and investment advisor representative of Storey & Associates in North Canton, Ohio; 1987-June 2009, Owner and investment advisor representative of Cornerstone Capital Advisors in Green, Ohio.

Disciplinary Information: None

Other Business Activities: Harlan G. Storey, in his separate individual capacity, is licensed to engage in the practice of law. Harlan's legal practice is not material to Storey & Associates investment advisory business or other services. His services are not available to the general public and, unless he has been separately engaged by any Storey & Associates client to provide legal services, absolutely no corresponding attorney-client relationship is established between Harlan and any Storey & Associates client.

Additional Compensation: None

Supervision: Harlan's investment-related activities are supervised by Justin G. Rush.

Justin G. Rush, CFP® - Financial Advisor

Justin, born in 1985, joined Storey & Associates in 2009 as a Financial Planning Analyst. Justin earned degrees in accounting and business administration from Mount Union College in 2007. He has been a CFP® practitioner since 2010.

Previous Five Years Background: July 2010 – Present, Financial Advisor and investment advisor representative of Storey & Associates in North Canton, Ohio; June 2009 – July 2010, Financial Planning Analyst and investment advisor representative of Storey & Associates in North Canton, Ohio; January 2009-June 2009, Vice President, Chief Compliance Officer, and investment advisor representative of Wilcox Wealth Advisors in Hudson, Ohio; February 2009-June 2009, Registered representative of Purshe Kaplan Sterling Investments in Hudson, Ohio; September 2007-January 2009, Associate Financial Advisor and investment advisor representative of Sequoia Financial Advisors in Akron, Ohio; September 2007-January 2009, Registered representative of Valmark Securities in Akron, Ohio.

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervision: Justin's investment-related activities are supervised by Harlan G. Storey.

Michael J. Klinzing - Financial Advisor

Michael, born in 1970, joined Storey & Associates in 2012 as a Financial Advisor. Michael earned a degree in business administration from Kent State University in 1992.

Previous Five Years Background: August 1995 – Present, Elementary school teacher in the Richmond Heights Local School district in Ohio; July 2000 – Present, Owner and President of Head Start Basketball, Inc. in Strongsville, Ohio.

Disciplinary Information: None

Other Business Activities: Michael is an elementary school teacher in the Richmond Heights Local School district in Ohio, which is a non-investment related

business. However, this business activity provides a substantial source of Michael's income and involves a substantial amount of Michael's time.

Additional Compensation: None

Supervision: Michael's investment-related activities are supervised by Harlan G. Storey.

Harlan G. Storey is the Chief Executive Officer and Chief Compliance Officer for the firm. He is responsible for developing, overseeing, and enforcing the firm's compliance programs that have been established to monitor and supervise the activities and services provided by the firm and its representatives. Justin Rush assists him in some of these duties. Both Harlan and Justin can be contacted at (330) 526-8944.

Professional Certifications

Employees have earned certifications and credentials that we are required to explain in further detail.

CERTIFIED FINANCIAL PLANNER™ (CFP®)

CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). Certain degrees and professional credentials fulfill the educational requirement and allow you to sit for the certification exam. CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning and estate planning. Beginning in 2012, the education requirements also include completion of a financial plan development course registered with CFP Board;

- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year). Or, beginning September 2012, the CFP Board's experience requirement may be satisfied by completing two years full-time of "Apprenticeship Experience"; and
- Ethics – Applicants must pass CFP Board's Fitness Standards for Candidates and Registrants, which describe conduct that will or may bar an individual from being certified. In addition, past or pending litigation or agency proceedings must be disclosed, and you must agree to abide by CFP Board's Code of Ethics and Professional Responsibility, Rules of Conduct, and Financial Planning Practice Standards. A background check will also be conducted.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.