

Item 1: Cover Page

**Part 2A of Form ADV
Firm Brochure**

February 12, 2013

ETF Manager Resource, LLC

CRD No. 4563135

130 South Deere Park Dr.
Highland Park, IL 60035

phone: 847-433-8959

email: jeff@etfmr.com

This brochure provides information about the qualifications and business practices of ETF Manager Resource, LLC. If you have any questions about the contents of this brochure, please contact us at 847-433-8959 or jeff@etfmr.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. Registration with the SEC or state regulatory authority does not imply a certain level of skill or expertise.

Additional information about ETF Manager Resource, LLC, is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Material Changes

This Firm Brochure is our disclosure document prepared according to new regulatory requirements and rules. As you will see, this document is a narrative that is substantially different in form and content, and includes some new information that we were not previously required to disclose.

Consistent with the new rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. Furthermore, we will provide you with other interim disclosures about material changes as necessary.

Item 3: Table of Contents

Item 1: Cover Page.....	1
Item 2: Material Changes.....	2
Item 3: Table of Contents.....	3
Item 4: Advisory Business.....	6
A. Description of Your Advisory Firm.....	6
B. Description of Advisory Services Offered.....	6
C. Client-Tailored Services and Client-Imposed Restrictions.....	6
D. Wrap Fee Programs.....	6
E. Client Assets Under Management	7
Item 5: Fees and Compensation	8
A. Methods of Compensation and Fee Schedule	8
B. Client Payment of Fees.....	8
C. Additional Client Fees Charged	8
D. Prepayment of Client Fees.....	8
E. External Compensation for the Sale of Securities to Clients.....	8
Item 6: Performance-Based Fees and Side-by-Side Management.....	9
Item 7: Types of Clients.....	10
Item 8: Methods of Analysis, Investment Strategies, and Risk of Loss	11
Item 9: Disciplinary Information.....	12
A. Criminal or Civil Actions.....	12
B. Administrative Enforcement Proceedings.....	12
C. Self-Regulatory Organization Enforcement Proceedings	12
Item 10: Other Financial Industry Activities and Affiliations	13
A. Broker-Dealer or Representative Registration	13
B. Futures or Commodity Registration.....	13
C. Material Relationships Maintained by this Advisory Business and Conflicts of Interest.....	13
D. Recommendation or Selection of Other Investment Advisors and Conflicts of Interest.....	13

Item 11: Code of Ethics, Participation or Interest in Client Transactions, and Personal Trading	14
A. Code of Ethics Description.....	14
B. Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest	14
C. Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest	14
D. Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest.....	15
Item 12: Brokerage Practices.....	16
A. Factors Used to Select Broker-Dealers for Client Transactions.....	16
B. Aggregating Securities Transactions for Client Accounts.....	16
Item 13: Review of Accounts	17
A. Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved.....	17
B. Review of Client Accounts on Non-Periodic Basis.....	17
C. Content of Client-Provided Reports and Frequency.....	17
Item 14: Client Referrals and Other Compensation.....	18
A. Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest	18
B. Advisory Firm Payments for Client Referrals.....	18
Item 15: Custody	19
Item 16: Investment Discretion.....	20
Item 17: Voting Client Securities.....	21
Item 18: Financial Information	22
A. Balance Sheet.....	22
B. Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients.....	22
C. Bankruptcy Petitions During the Past Ten Years	22
Item 19: Requirements for State-Registered Advisors.....	1
A. Principal Executive Officers and Management Persons.....	1
B. Outside Business Activities Engaged in	1
C. Performance-Based Fee Description.....	1

D. Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons	1
E. Material Relationships Maintained by this Advisory Business or Management Persons with Issuers of Securities	1

Item 4: Advisory Business

A. Description of Your Advisory Firm

ETF Manager Resource, LLC (hereinafter referred to as the "firm"), is an Illinois limited liability company that solicits advisory clients on behalf of MRM Asset Allocation Group, Inc. The firm, which began operations in February 2013, is co-owned by Terrence Geary and Jeffrey Feldman.

B. Description of Advisory Services Offered

The firm is a fee-only investment management firm, offering proprietary investment management and solicitor services. Solicitor services involve the referral of advisory clients to certain unaffiliated investment management firms with whom the firm has a written agreement and where the firm provides certain required disclosures. (Please refer to Item 14 of this brochure.) The firm's business philosophy is to seek to minimize investment risk through careful diversification among various asset classes and careful selection of appropriate investment vehicles within each asset class.

The firm acts as solicitor on behalf of certain exchange-traded funds in which it has a solicitor's agreement in place (herein collectively referred to as "referral partners"). All such referral partners are registered investment advisers and are subject to a written agreement with the firm. The firm is compensated with solicitor fees, which are paid as a percentage of the gross fees earned by the referral partners. The third-party adviser fees are calculated as percentages of assets under management.

With respect to the referral partners, all investment services are provided directly by the referral partners to the client. The firm's role is to act as a liaison between the client and referral partners. For these accounts, the firm is paid a percentage of the fees charged by the third-party adviser. The fee to the client is the same whether the firm is involved or not.

The firm recommends the services of a referral partner who has agreed to share a portion of its management fee with the firm for such referral. Although the firm puts its clients' interests first, there is a conflict of interest in that such referral is conditioned upon the sharing of a portion of the management fees.

C. Client-Tailored Services and Client-Imposed Restrictions

The firm acts solely as a solicitor and does not manage advisory client assets.

D. Wrap Fee Programs

The firm does not participate in wrap fee programs. (Wrap fee programs offer services for one all-inclusive fee.)

E. Client Assets Under Management

The firm acts as a solicitor and will not have any assets under management.

Item 5: Fees and Compensation

A. Methods of Compensation and Fee Schedule

Please refer to Items 4.B.1. and 14 of this brochure for information on the firm's solicitor services.

B. Client Payment of Fees

The solicitor's disclosure provides details on the solicitor's compensation arrangement.

The client is responsible for all transaction, custody, and other brokerage and custodial fees, including any fees levied by mutual fund companies, if applicable. All such fees are in addition to any fees charged or received by the firm.

C. Additional Client Fees Charged

All fees paid for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds, separate account managers, broker-dealers and custodians retained by clients. Such fees and expenses are described in each mutual fund's prospectus, each separate account manager's Form ADV or similar disclosure statement, and by any broker-dealer or custodian retained by a client. If a mutual fund also imposes sales charges, the client may pay an initial or deferred sales charge as further described in the mutual fund's prospectus. The management fees for investment managers are generally disclosed in each investment manager's disclosure document (brochure and brochure supplement) or, in the case of a mutual fund, the mutual fund's prospectus. Clients are advised to read these materials carefully before investing. Please refer to the Brokerage Practices section (Item 12) for additional information regarding the firm's brokerage practices.

A client using the firm may be precluded from using certain mutual funds or separate account managers because they may not be offered by the client's custodian.

D. Prepayment of Client Fees

Please refer to Items 4.B.1. and 14 of this brochure for information on the firm's solicitor services.

E. External Compensation for the Sale of Securities to Clients

Please refer to Items 4.B.1. and 14 of this brochure for information on the firm's solicitor services. The firm's advisors are compensated primarily through advisory fees. Terrence Geary, who is a registered member with TSC Distributors, LLC, may be paid commissions for securities transactions executed through TSC Distributors, LLC. See disclosure in Item 10.A. of this brochure regarding conflicts of interest.

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

Please refer to the applicable discretionary investment manager's disclosure brochure for detailed information on performance-based fees and side-by-side management.

Item 7: Types of Clients

The firm has a written solicitor disclosure agreement with MRM Asset Allocation Group, Inc. ("MRM"), whereby the firm will solicit clients on behalf of MRM and receive ongoing compensation for such referrals, provided that such referrals establish investment advisory relationships with MRM.

MRM may impose restrictions or conditions for managing client assets. It is the client's responsibility to review MRM's Form ADV Part 2 for important information concerning any conditions imposed for managing investment assets.

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

Please refer to the applicable discretionary investment manager's ADV Part 2A, Item 8 for information on that investment manager's specific methods of analysis, investment strategies, and risk of loss.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There is nothing to report for this item.

B. Administrative Enforcement Proceedings

There is nothing to report for this item.

C. Self-Regulatory Organization Enforcement Proceedings

There is nothing to report for this item.

Item 10: Other Financial Industry Activities and Affiliations

A. Broker-Dealer or Representative Registration

Although ETF Manager Resource is not a registered broker-dealer, Terrence Geary, a Managing Member of ETF Manager Resource, is a registered representative with TSC Distributors, LLC, a FINRA-registered broker-dealer and member of SIPC. TSC Distributors, LLC, functions as a distributor for one or more exchange-traded funds. As a result, there may be a conflict in that Mr. Geary may recommend one ETF versus another based upon the firm's economic arrangement with each fund. Please refer to Item 14.A. for information on the firm's solicitation arrangement.

B. Futures or Commodity Registration

Neither the firm nor its affiliates are registered as a commodity firm, futures commission merchant, commodity pool operator, or commodity trading adviser and do not have an application to register pending.

C. Material Relationships Maintained by this Advisory Business and Conflicts of Interest

C.1. Broker-Dealer Activities

Although ETF Manager Resource is not a registered broker-dealer, Terrence Geary, a Managing Member of ETF Manager Resource, is a registered representative with TSC Distributors, LLC, a FINRA-registered broker-dealer and member of SIPC. TSC Distributors, LLC, functions as a distributor for one or more exchange-traded funds. As a result, there may be a conflict in that Mr. Geary may recommend one ETF versus another based upon the firm's economic arrangement with each fund. Please refer to Item 14.A. for information on the firm's solicitation arrangement.

In his capacity as a registered representative of TSC Distributors, LLC, Mr. Geary is subject to the general oversight of TSC Distributors, LLC, and the Financial Industry Regulatory Authority Inc. ("FINRA"). As such, clients of ETF Manager Resource should understand that their personal and account information is available to FINRA and TSC Distributors, LLC, for the fulfillment of their regulatory oversight obligations and duties.

D. Recommendation or Selection of Other Investment Advisors and Conflicts of Interest

The firm recommends separate account managers or other investment products in which it receives compensation from the separate account manager. Please refer to Item 14 of this brochure.

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

A. Code of Ethics Description

In accordance with the Advisers Act, the firm has adopted policies and procedures designed to detect and prevent insider trading. In addition, the firm has adopted a Code of Ethics (the "Code"). Among other things, the Code includes written procedures governing the conduct of the firm's advisory and access persons. The Code also imposes certain reporting obligations on persons subject to the Code. The Code and applicable securities transactions are monitored by the chief compliance officer of the firm. The firm, upon written request from the client, will send to the client a copy of its Code of Ethics.

The firm has policies and procedures in place to ensure that the interests of its clients are given preference over those of the firm, its affiliates and its employees. For example, there are policies in place to prevent the misappropriation of material non-public information, and such other policies and procedures reasonably designed to comply with federal and state securities laws.

B. Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest

The firm does not engage in principal trading (i.e., the practice of selling stock to advisory clients from a firm's inventory or buying stocks from advisory clients into a firm's inventory). In addition, the firm does not recommend any securities to advisory clients in which it has some proprietary or ownership interest.

C. Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

The firm, its affiliates, employees and their families, trusts, estates, charitable organizations, and retirement plans established by it may purchase the same securities as are purchased for clients in accordance with its Code of Ethics policies and procedures. The personal securities transactions by advisory representatives and employees may raise potential conflicts of interest when they trade in a security that is:

- owned by the client, or
- considered for purchase or sale for the client.

Such conflict generally refers to the practice of front-running (trading ahead of the client), which the firm specifically prohibits. The firm has adopted policies and procedures that are intended to address these conflicts of interest. These policies and procedures:

- require our advisory representatives and employees to act in the client's best interest,
- prohibit front-running, and

- provide for the review of transactions to discover and correct any trades that result in an advisory representative or employee benefitting at the expense of a client.

Advisory representatives and employees must follow the firm's procedures when purchasing or selling the same securities purchased or sold for the client.

D. Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

The firm, its affiliates, employees and their families, trusts, estates, charitable organizations, and retirement plans established by it may effect securities transactions for their own accounts that differ from those recommended or effected for other the firm clients. The firm will make a reasonable attempt to trade securities in client accounts at or prior to trading the securities in its affiliate, corporate, employee or employee-related accounts. Trades executed the same day will likely be subject to an average pricing calculation. It is the policy of the firm to place the client's interests above those of the firm and its employees.

Item 12: Brokerage Practices

A. Factors Used to Select Broker-Dealers for Client Transactions

The factors used to select broker-dealers for client transactions by an investment manager referred by the firm will be disclosed in such investment manager's disclosure brochure.

B. Aggregating Securities Transactions for Client Accounts

The firm acts solely as a solicitor and does not manage advisory client assets. Aggregating and allocating securities transactions will be disclosed in the investment manager's disclosure brochure.

Item 13: Review of Accounts

A. Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

The frequency of reviews is determined by the investment manager of the client's portfolio. The client should refer to such investment manager's disclosure brochure for detailed information concerning account reviews.

B. Review of Client Accounts on Non-Periodic Basis

Non-periodic reviews are determined by the investment manager of the client's portfolio. The client should refer to such investment manager's disclosure brochure for detailed information concerning non-periodic account reviews.

C. Content of Client-Provided Reports and Frequency

Reports are provided by the investment manager of the client's portfolio. The client should refer to such investment manager's disclosure brochure for detailed information concerning the content and frequency of reports.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

The firm will enter into contractual agreements to act as a solicitor permitted by Rule 206(4)-3 of the Investment Advisers Act of 1940 ("Act"). Pursuant to these agreements, the firm receives compensation for referring prospective clients to third-party investment managers. Such arrangements will comply with the cash solicitation requirements under the Investment Advisers Act of 1940. Generally, these requirements require the solicitor to have a written agreement with the referral partner. The solicitor must provide the client with a disclosure document describing the fees it receives from the referral partner, whether those fees represent an increase in fees that the referral partner would otherwise charge the client, and whether an affiliation exists between the firm and the referral partner. The firm will provide prospective clients with all applicable written disclosures required by the Act or as otherwise required by state or federal securities regulatory authorities.

The firm has a written solicitor disclosure agreement with MRM Asset Allocation Group, Inc. ("MRM"), whereby the firm will solicit clients on behalf of MRM and receive ongoing compensation for such referrals, provided such referrals establish investment advisory relationships with MRM.

MRM may impose restrictions or conditions for managing client assets. It is the client's responsibility to review MRM's ADV Part 2A and Part 2B for important information concerning any conditions imposed for managing investment assets.

B. Advisory Firm Payments for Client Referrals

The firm does not make payment for client referrals.

Item 15: Custody

Please refer to the applicable investment manager's disclosure brochure for detailed information on custody.

Item 16: Investment Discretion

Please refer to the applicable investment manager's disclosure brochure for detailed information on investment discretion.

Item 17: Voting Client Securities

The firm does not vote proxies on behalf of its clients. All proxy material will be forwarded to the client for the client's review and action.

Item 18: Financial Information

A. Balance Sheet

The firm does not require the prepayment of fees of \$500 or more, six months or more in advance, and as such is not required to file a balance sheet.

B. Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

The firm does not have any financial issues that would impair its ability to provide services to clients.

C. Bankruptcy Petitions During the Past Ten Years

There is nothing to report for this item.

Item 19: Requirements for State-Registered Advisors

A. Principal Executive Officers and Management Persons

Terrence Geary and Jeffrey Feldman are the Managing Members of the firm. Their education and business background are included in the brochure supplement provided with this brochure.

B. Outside Business Activities Engaged in

Other than what has been supplied in response to Item 10 of this brochure, there is no additional information to disclose.

C. Performance-Based Fee Description

The firm does not charge performance-based fees. (See Item 6 of this brochure.)

D. Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

Other than what has been supplied in response to Item 9, there is no additional information to disclose.

E. Material Relationships Maintained by this Advisory Business or Management Persons with Issuers of Securities

Other than what has been supplied in response to Item 10.C. of this brochure, there is no additional information to disclose.