

Align Wealth Management, LLC

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December 12, 2014

FORM ADV PART 2A BROCHURE

This brochure provides information about the qualifications and business practices of Align Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at 405.607.4820. 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 Align Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Align Wealth Management, LLC is 131482.

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 Summary of Material Changes

Since the filing of our last Annual Updating Amendment on February 11, 2013 we have made certain material changes to this Disclosure Brochure. In particular we extended to one year the time within which you have to decide to terminate the Agreement to receive a full refund of all management fees paid to Align Wealth Management, LLC. See **Right to Terminate and Request a Refund** in Item 4.

Additionally, we revised Item 7 to increase the minimum to open a new advisory account with us to \$500,000.

Finally, we revised Item 12 to disclose that, in addition to recommending TD Ameritrade Institutional, a division of TD Ameritrade, Inc., as a broker-dealer, we also recommend Charles Schwab Co., Inc., among others.

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Item 4 Advisory Business

Align Wealth Management, LLC is a registered investment advisor headquartered in Oklahoma City, Oklahoma with an office in St. Petersburg, Florida. We are organized as a limited liability company under the laws of the State of Oklahoma. We have been providing investment advisory services since 1993. W. Brian Puckett, Managing Member and Chief Compliance Officer, is our principal owner. Our advisory representatives are Certified Financial Planners who can help you manage your investments, plan your retirement, reduce your taxes, minimize your risks, and leave a legacy to your loved ones.

As used in this brochure, the words "we", "our" and "us" refer to Align Wealth Management, LLC and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm. Also, you may see the term Associated Person throughout this Brochure. As used in this Brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs.

Currently, we offer portfolio management services, financial planning, and pension consulting.

Portfolio Management Services

We offer discretionary portfolio management services. Our investment advice is tailored to meet our clients' needs and investment objectives. If you retain our firm for portfolio management services, we meet with you to determine your investment objectives, risk tolerance, and other relevant information at the beginning of our advisory relationship. We use the information we gather to develop a strategy that enables our firm to give you continuous and focused investment advice and/or to make investments on your behalf. As part of our portfolio management services, we customize an investment portfolio for you in accordance with your risk tolerance and investing objectives. Once we construct an investment portfolio for you, we monitor your portfolio's performance on an ongoing basis, and will rebalance your portfolio as required by changes in market conditions and in your financial circumstances.

As a client of our discretionary portfolio management services, we require you to grant our firm discretionary authority to manage your account. Discretionary authorization will allow our firm to determine the specific securities, and the amount of securities, to be purchased or sold for your account without your approval prior to each transaction, but will be done according to the agreed upon Investment Policy Statement. Discretionary authority is typically granted by the investment advisory agreement you sign with our firm, a power of attorney, or trading authorization forms. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with your restrictions and guidelines in writing.

Financial Planning Services

As part of our portfolio management service, we offer financial planning services at no additional charge. Financial planning typically involves providing a variety of advisory services to clients regarding the management of their financial resources based upon an analysis of their individual needs. These services can range from broad, comprehensive, financial planning to consultative or single subject planning such as retirement income planning. If you need financial planning services, we will meet with you to gather information about your financial circumstances and objectives. We may also use financial planning software to determine your current financial position and to define and quantify your long-term goals and objectives. Once we specify those long-term objectives (both financial and non-financial), we will develop shorter-term, targeted objectives. Once we review and

analyze the information you provide to our firm and the data derived from our financial planning software, we will deliver a written plan to you, designed to help you achieve your stated financial goals and objectives.

Financial plans are based on your financial situation at the time we present the plan to you, and on the financial information you provide to us. You must promptly notify our firm if your financial situation, goals, objectives, or needs change.

You are under no obligation to act on our financial planning recommendations. Should you choose to act on any of our recommendations, you are not obligated to implement the financial plan through any of our other investment advisory services. Moreover, you may act on our recommendations by placing securities transactions with any brokerage firm.

Pension Consulting Services

We offer pension consulting services to employee benefit plans (such as 401(k) plans) and their fiduciaries based upon the needs of the plan and the services requested by the plan sponsor or named fiduciary. In general, these services may include an existing plan review and analysis, plan-level advice regarding fund selection and investment options, education services to plan participants, investment performance monitoring, and/or ongoing consulting. Depending on the agreement entered into with the plan fiduciary, we may act as a 3(38) fiduciary and make investments decisions on behalf of the plan, including providing access to our managed portfolios. Such services are considered discretionary in nature.

We may also assist with participant enrollment meetings and provide investment-related educational seminars to plan participants on such topics as:

- Diversification
- Asset allocation
- Risk tolerance
- Time horizon

Our educational seminars may include other investment-related topics specific to the particular plan.

We may also provide additional types of pension consulting services to plans on an individually negotiated basis. All services, whether discussed above or customized for the plan based upon requirements from the plan fiduciaries (which may include additional plan-level or participant-level services) shall be detailed in a written agreement and be consistent with the parameters set forth in the plan documents.

Use of Third Party Service Provider

Forum Financial Management, LLC. We have engaged Forum Financial Management, LLC ("Forum") as a third party service provider for the provision of back office services for the benefit of Clients' accounts. We pay Forum a fee for its services, which include, but are not limited to, account administration, technology, and trading. Clients are not charged any additional fees for Forum's services. We share relevant Client information with Forum. Forum maintains a privacy policy whereby Forum does not disclose non-public information obtained from us to any non-affiliated third parties, except as required to process transactions on Client's behalf.

Types of Investments

We primarily offer advice on institutional asset class funds and exchange traded funds ("ETFs").

Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship.

You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

Wrap Fee Program(s) - CLOSED PROGRAM- NOT AVAILABLE TO NEW CLIENTS

We offer a wrap fee program through TD Ameritrade, Inc. ("TD Ameritrade") and Charles Schwab & Co., Inc. ("Schwab"). A wrap fee program is a type of investment program that provides clients with portfolio management services and/or access to several money managers or mutual fund asset allocation models for a single fee that includes administrative fees, management fees, and transaction costs. If you participate in our wrap fee program, you will pay a single fee, which includes our portfolio management fees, certain transaction costs, and custodial and administrative costs. We will receive a portion of the wrap fee for our services. The overall cost you will incur if you participate in the wrap fee program may be higher or lower than you might incur by separately purchasing the types of securities available in the program.

Transactions for your account must be executed by TD Ameritrade or Schwab, securities broker-dealers and a members of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. To compare the cost of the wrap fee program with non-wrap fee portfolio management services, you should consider the frequency of trading activity associated with our investment strategies and the brokerage commissions charged by TD Ameritrade, Schwab, or other broker-dealers, and the advisory fees charged by investment advisers. Please refer to Form ADV Part 2A Appendix 1 for further information on this program.

Right to Terminate and Request a Refund

Either party may terminate the Investment Advisory Agreement ("Agreement"), without penalty, at any time by giving written notice to the other party. If you decide to terminate the Agreement within one year after the effective date, you will receive a full refund of all management fees paid to Align Wealth Management, LLC. Termination is effective upon our actual receipt of written notice. The death, disability, or incompetency of Client will not terminate or change the terms of the Agreement. However, in such case, your executor, guardian, attorney-in-fact or other authorized representative may terminate the Agreement by giving written notice to us. Upon termination (after the initial year), our management fees will be pro-rated through the date of termination and you will authorize us to deduct same from your Account. Termination will not preclude the consummation of any transaction initiated prior to our actual receipt of written termination. Upon termination, all parties are relieved of all obligations and we will have no duty to take any action with regard to your Account.

Assets Under Management

As of December 31, 2013, we manage \$183,600,000 in client assets on a discretionary basis, and \$1,500,000 in client assets on a non-discretionary basis.

Item 5 Fees and Compensation

Portfolio Management Services

Our fees are billed on a quarterly basis in arrears and are calculated on the total portfolio value of the assets under management. Fees are calculated in accordance with the following tiered schedule:

Combined Account Size	Annual Fee
\$500,000 - \$1,000,000	1.00%
Next \$2,000,000	0.90%

Next \$2,000,000	0.75%
Next \$5,000,000	0.60%
Over \$10,000,000	0.40%

Households under \$500,000 may be accepted on a case by case basis and Align's annual fee in such cases is 1.20%.

Please refer to the "Advisory Business" section in this Brochure for additional information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer.

Pension Consulting Services

Our fees are billed on a quarterly basis in arrears and are calculated on the plan size in accordance with the following tiered schedule:

Plan Size	Annual Fee
First \$1,000,000	0.60%
Next \$2,000,000	0.50%
Next \$2,000,000	0.45%
Next \$5,000,000	0.40%
Over \$10,000,000	0.30%

The recommended plan minimum is \$500,000. If a plan is less than \$500,000 at the end of a calendar quarter, the Advisor management fee for that quarter will be \$750. A plan sponsor may elect to subsidize any part of our advisory management fee.

Our advisor management fee is not included in the expense ratio of the plan mutual funds. We do not receive commissions from any party other than the plan participants and/or the plan sponsor.

Additional Fees and Expenses

As part of our investment advisory services to you, we may invest, or recommend that you invest, in mutual funds and exchange traded funds. The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. We do not receive any compensation from mutual funds or exchange traded funds. You may also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. **We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian .** We pay very close attention to the total cost of our investments and can provide that information upon request. For information on our brokerage practices, please refer to the "Brokerage Practices" section of this Disclosure Brochure.

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

We do not accept performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the *Advisory Business* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account.

Item 7 Types of Clients

We offer investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, 401(k) plans and other business entities.

In general, we require a minimum of \$500,000 to open a new advisory account with us. At our discretion, we may waive or lower this minimum account size. We may also combine account values for you and your minor children, joint accounts with your spouse, and other types of related accounts to meet the stated minimum.

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

Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.

We may use one or more of the following methods of analysis when formulating investment advice:

- Fundamental Analysis - involves analyzing asset classes and/or individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value.
- Modern Portfolio Theory (MPT) is a theory of investment which attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, by carefully diversifying the proportions of various assets.

Associated Risks

Fundamental Analysis - The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

We generally utilize investment strategies involving long term purchases with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than three years.

Tax Considerations

For taxable accounts, we take a number of steps to maximize after-tax returns. During our investment screening process, we assess the tax efficiency of each potential holding. Our objective is to identify investments that will deliver solid after-tax returns. We consider carefully whether it makes sense to continue to hold investments that we might otherwise sell once they have built up large capital gains. Using our portfolio trading software, we assess the opportunity cost of holding an existing position with a significant unrealized gain vs. selling and generating capital gain taxes. We review a variety of scenarios before making a final sell decision. When the markets are volatile on the downside, we look for opportunities to harvest capital losses by selling investments, or specific tax lots, that have unrealized losses that could be used to offset gains on a client's tax return.

If we are planning on selling an investment position with a gain, we will first consider the holding period and if we are close to creating a long-term capital gain, (after a one year holding period), then we may consider holding the position for a few more days or weeks in order to allow the client to take advantage of lower tax rates on long-term capital gains. For our taxable accounts that include fixed income, municipal tax-free bonds are often used in lieu of taxable bonds.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Our firm will instruct the custodian to use the highest cost tax basis accounting method for calculating and reporting the cost basis of your investments, although other methods may be used on a transaction by transaction basis. Any such method would be discussed with you prior to executing the transaction.

Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

As disclosed under the "Advisory Business" section in this Brochure, we primarily recommend institutional *asset class funds* and *exchange traded funds ("ETFs")*. Further, we utilize only pure no load funds and ETF with no 12b-1 fees and no surrender fees. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely.

Mutual funds are professionally managed collective investment companies that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual or exchange traded funds, other securities or any combination thereof. The fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. Other fund risks include foreign securities and currency risk, emerging markets risk, small-cap, mid-cap and large-cap risk, trading risk, and turnover risk that can increase fund expenses and may decrease fund performance. Brokerage and transactions costs incurred by the fund will reduce returns.

An ETF is an investment fund traded on stock exchanges, much like stocks or equities. An ETF holds assets such as stocks, commodities, or bonds and trades at approximately the same price as the net asset value of its underlying assets over the course of the trading day. Most ETFs track an index, such as the S&P 500. However, some ETFs are fully transparent actively managed funds. Market risk is, perhaps, the most significant risk associated with ETFs. This risk is defined by the day to day fluctuations associated with any exchange traded security, where fluctuations occur in part based on the perception of investors.

Item 9 Disciplinary Information

Align Wealth Management, LLC has been registered and providing investment advisory services since 1993. Neither our firm, nor any of our management persons have any material legal or disciplinary events to disclose.

Item 10 Other Financial Industry Activities and Affiliations

W. Brian Puckett, Managing Member/CCO is a Certified Public Accountant ("CPA"). Mr. Puckett is also president and sole owner of the Puckett Law Firm, P.C., a law firm specializing in estate planning and tax law. Mr. Puckett currently spends approximately less than 5% of his professional time on behalf of the Puckett Law Firm as an attorney and/or providing tax advice as a CPA. Clients of Align may also be clients of the Puckett Law Firm. Fees charged by the Puckett Law Firm for legal services and/or tax services are separate and distinct from investment advisory fees charged by our firm. You are under no obligation to engage Mr. Puckett for legal or tax services.

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

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our Associated Persons are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Our Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting us at the telephone number displayed on the cover page of this brochure.

Participation or Interest in Client Transactions

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this Brochure. However, as noted below we may invest in the same investments as our clients.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities.

Item 12 Brokerage Practices

We endeavor to select brokers or dealers that provide quality services at reasonable commission rates and fees. We believe that recommended broker-dealers provide quality execution services for our clients at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by recommended broker-dealers including the value of research provided, the firm's reputation and financial stability, execution capabilities, commission rates, and responsiveness to our clients and our firm.

We typically recommend that you establish brokerage accounts with TD Ameritrade Institutional, a division of TD Ameritrade, Inc., member FINRA/SIPC (hereinafter "TD Ameritrade") or Charles Schwab & Co., Inc., member FINRA/SIPC (hereinafter "Schwab"), among others, to maintain custody of the client's assets and to effect trades for your accounts.

We participate in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade") member FINRA/SIPC/NFA. TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through our participation in the program.

We participate in TD Ameritrade's institutional customer program and we may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between our participation in the program and the investment advice we give to our Clients, although we receive economic benefits through our participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving our participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to us by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by our related persons. Some of the products and services made available by TD Ameritrade through the program may benefit us but may not benefit our Client accounts. These products or services may assist us in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop our business enterprise. The benefits received by us or our personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of our fiduciary duties to clients, we endeavor at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by us or our related persons in and of itself creates a potential conflict of interest and may indirectly influence the our choice of TD Ameritrade for custody and brokerage services.

We may also recommend that clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. The final decision to custody assets with Schwab is at your discretion, including those accounts under ERISA or IRA rules and regulations, in which case you are acting as either the plan sponsor or IRA accountholder. We are independently owned and operated and not affiliated with Schwab. Schwab provides us with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets are maintained in accounts at Schwab Advisor Services. Schwab's services include brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions or other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab also makes available to us other products and services that benefit us but may not benefit our clients' accounts. These benefits may include national, regional or advisor specific educational events organized and/or sponsored by Schwab Advisor Services. Other potential benefits may include occasional business entertainment of personnel of ours by Schwab Advisor Services personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist us in managing and administering clients' accounts. These include software and other technology (and related technological training) that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of our fees from clients' accounts, and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of our accounts, including accounts not maintained at Schwab Advisor Services. Schwab Advisor Services also makes available to us other services intended to help us manage and further develop our business enterprise. These services may include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, human capital consultants, insurance and marketing. In addition, Schwab may make available, arrange and/or pay vendors for these types of services rendered to us by independent third parties. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to us. While, as a fiduciary, we endeavor to act in our clients' best interests, our recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to us of the availability of some of the foregoing products and services and other arrangements and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Block Trades

We typically combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account; however, smaller clients may bear higher charges if they fail to meet the minimum account sizes set by the broker. This practice is not based on account performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13 Review of Accounts

W. Brian Puckett, Managing Member/CCO and Dennis Packard, Member/IAR, will conduct a weekly policy investment meeting. They will monitor your accounts and holdings on a daily basis. We typically recommend formal in-person meetings 2 - 4 times per year with our clients who live in the Oklahoma City and Tampa Bay areas, based upon each client's preference. For our clients who live outside of these areas, we suggest regular updates via email, phone, web-conferencing and in-person meetings as appropriate. Additional reviews may be conducted based on various circumstances, including, but not limited to:

- contributions and withdrawals,
- year-end tax planning,
- changes in your goals,
- security specific events, and/or,
- changes in your risk/return objectives.

We will send you a detailed performance report each quarter that compares your portfolio's performance to a series of relevant benchmarks. You will also receive trade confirmations and monthly or quarterly statements from your account custodian(s).

Item 14 Client Referrals and Other Compensation

We have solicitor arrangements whereby we directly compensate non-employee (outside) consultants, individuals, and/or entities (Solicitors) for client referrals. In order to receive a cash referral fee from our firm, Solicitors must comply with the requirements of the jurisdictions in which they operate. If you were referred to our firm by a Solicitor, you should have received a copy of this Disclosure Brochure along with the Solicitor's disclosure statement at the time of the referral. If you become a client, the Solicitor that referred you to our firm will receive a percentage of the advisory fee you pay our firm for as long as you are a client with our firm, or until such time as our agreement with the Solicitor expires.

You will not pay additional or higher fees because of this referral arrangement. Referral fees paid to a Solicitor are contingent upon your entering into an advisory agreement with our firm. Therefore, a Solicitor has a financial incentive to recommend our firm to you for advisory services.

We do not receive any economic benefit, compensation or kickback from a non-client in connection with providing investment advice or other advisory services to you.

Item 15 Custody

Provided we receive your written authorization, we will instruct your custodian to directly debit your account(s) for the payment of our advisory fees. This ability to deduct our advisory fees from your accounts causes our firm to exercise limited custody over your funds or securities. We do not have physical custody of any of your funds and/or securities.

Your funds and securities will be held with a bank, broker-dealer, or other qualified custodian. You will receive account statements from the qualified custodian(s) holding your funds and securities at least quarterly. The account statements from your custodian(s) will indicate the amount of our advisory fees deducted from your account(s) each billing period. You should carefully review account statements for accuracy. We will also provide statements to you reflecting the amount of advisory fee deducted from your account. If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact us at (405) 607-4820.

Item 16 Investment Discretion

All accounts are handled on a discretionary basis pursuant to an investment policy statement defining your goals and objectives, including asset allocation parameters. You may grant our firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. Before we can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a power of attorney, and/or trading authorization forms.

You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. Please refer to the "Advisory Business" section in this brochure for more information on our discretionary management services.

Item 17 Voting Client Securities

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Item 18 Financial Information

Our firm does not have any financial conditions or impairments that would prevent us from meeting our contractual commitments to you. We **do not** take physical custody of client funds or securities, or serve as trustee or signatory for client accounts, and we do not require the prepayment of fees six or more months in advance and in excess of \$1,200. Therefore, we are not required to include a financial statement with this brochure.

Item 19 Requirements for State Registered Investment Advisers

We are a federally registered investment adviser; therefore, we are not required to respond to this item.

Item 20 Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact us at (405) 607-4820 if you have any questions regarding this policy.

Trade Errors

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account. If a trade error results in a profit, you will keep the profit.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.