

Advanced Financial Strategies Inc.

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As of March 31, 2015

This Brochure provides information about the qualifications and business practices of Advanced Financial Strategies Inc. (“AFS”). If you have any questions about the contents of this Brochure; please contact us at 949-502-5333 or Pierre@afs1.com.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about AFS also is available on the SEC’s website at www.adviserinfo.sec.gov.

References to our firm as a “registered investment adviser” or any reference to being “registered” does not imply a certain level of skill or training.

ITEM 2: MATERIAL CHANGES

Changes Since the Last Update

This Item of the Brochure will discuss only specific changes that are made to the Brochure and provide clients with a summary of such changes. The last update of our brochure was March 31, 2014. This version of AFS' disclosure brochure, dated March 31, 2015, simply updates AFS' assets under management in Item 4, expansion of Item 5, enhancements and clarifications throughout. Changes in Item 10, discontinuance of Everbank and Real Estate Loan Origination services. This reflects a change and expansion of disclosure and not a change in practice.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: (949)502-5333 or by e-mail at: Pierre@afs1.com.

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ITEM 4: ADVISORY BUSINESS

TYPE OF ENTITY AND SERVICES PROVIDED.

AFS is a California corporation formed on January 2, 1997. It is owned by Pierre Ngo, who has been in the financial services practice since 1986. Pierre Ngo also serves as the President and Chief Executive Officer of AFS.

As of December 31, 2014, AFS managed \$94,000,429 of which \$80,728,582 is managed on a discretionary basis and \$13,271,847 is managed on a non-discretionary basis.

As discussed below, we offer financial planning and related consulting services, non-investment consulting services, as well as other advisory services, including portfolio management, to a variety of clients. Our clients may include individuals, business entities, trusts, estates, and charitable organizations. You may engage personnel of ours, in their individual capacities as registered representatives and investment adviser representatives, or as independent insurance agents to implement our financial planning and consulting services, on a commission bases. More particularly, AFS provides Comprehensive and/or Modular Financial Planning; Business and Estate Planning; and, Investment Advisory Services as detailed below.

Comprehensive Financial Planning

We may provide financial planning and/or consulting services on a stand-alone basis. These services include advice on investment and non-investment related matters such as estate planning and insurance planning. If you engage us for these services, you enter into an agreement with us setting forth the terms and conditions of our arrangement and you will receive a written report and/or a detailed financial plan.

The process of creating a financial plan usually involves, but is not limited to: (1) establishing and defining your advisor relationship; (2) gathering relevant data about you, including your goals and objectives; (3) analyzing and evaluating your current financial status; (4) developing and presenting financial planning recommendations or alternatives; (5) implementing the financial planning recommendations approved by you; (6) monitoring the implementation of the financial planning recommendations approved by you; and (7) periodically reviewing and adjusting the financial planning recommendations.

We gather required information through in-depth personal interviews. Information gathered includes details about your current financial status, your short-term goals and objectives, your retirement goals and ambitions, and your attitudes towards risk of loss in your investments. We also evaluate your anticipated cash needs at death, your income in the event of your disability, and the income needs of your surviving dependents. We may review your family records, budget, personal liabilities, and income tax records. We review the documents you supply carefully and in confidence. We then prepare a written summary of a comprehensive financial and investment plan for you.

It is entirely up to you to decide whether or not to implement some or all of the proposed financial plan. If you so desire, however, we can implement those advisory recommendations for a separate and customary compensation. Pierre Ngo will assist you acting in his separate capacity as a registered representative of Capital Synergy Partners, Inc. AFS, doing business as: Aspen Financial and Insurance Services will assist you with insurance matters. Should you choose to implement the recommendations contained in the plan, we can also provide advice on non-securities matters. Generally, we do this in connection with rendering estate planning, estate administration, business planning, and insurance services. However, any utilization of these individuals, in their separate capacity as registered representatives and/or as independent insurance agents is completely at your discretion.

Modular Financial Planning: Apart from or in addition to the comprehensive financial planning services described above, AFS provides modular, in-depth, analysis of the following:

- 1. Cash Flow Management Analysis:** Reviewing income and expense items with the objective of meeting your goals, which may involve making adjustments, changing priorities, or establishing a new monthly budget.
- 2. Estate Planning:** Identifying assets that might be included in your estate and analyzing the control, disposition, and taxation of those assets. Proposing changes for review with your attorney and or tax counsel to strive to accomplish the following:
 - Coordinating an effective method of disposition of your estate.
 - Minimizing the impact of income, estate, and gift taxes.
 - Ensuring that your estate will have sufficient liquidity to pay taxes.
 - Minimizing the emotional and financial burden of your beneficiaries.
 - Providing for the administration of your estate.
- 3. Risk Management:** Analyzing your financial exposure relative to mortality, disability, or long-term care needs. We will also work in conjunction with your other insurance brokers or advisors regarding liability, business, and property insurances. We will assess your insurance needs, review insurance policies and summarize costs and benefits to ensure up-to-date coverage of risk and that your needs are met. AFS may also refer clients to a specialist; or, work with your current agent/broker for advice pertaining to liability, business, and/or property insurance policy coverage. AFS does not receive compensation for the referral to a specialist.
- 4. Retirement Planning:** We will assess your income needs during retirement and develop a plan to meet those needs. The process involves the following steps:

- Estimating future needs in today's dollars;
 - Calculating that amount in future dollars based on inflation rate assumption;
 - Estimating your expected income from social security, employee retirement plan and other sources;
 - Calculating the additional amount needed to provide you with adequate income for the future;
 - Analyzing the alternatives and tax implications of various retirement plans and their funding vehicles and/or distributions at retirement age; and
 - Recommending appropriate investment vehicles to meet your goals.
5. **College Planning:** We will analyze the expected financial requirements of the future cost of college and establish a plan to pay those expenses.
6. **Real Estate:** Assisting you in analyzing economic and tax reasons for buying, selling, or financing property in which you have an interest.
7. **Business Planning:** Analyzing and recommending the form of business entity (*e.g.*, S or C corporation, partnership, limited liability company, *etc.*) best suited for your current or future business, analyzing your current and possible future business needs in conjunction with your attorneys and tax advisors (*e.g.*, buy-sell agreements, shareholder agreements, employment agreements, deferred compensation arrangements, *etc.*), analyzing your employee benefit needs (*e.g.*, company group health, life, long-term care and disability insurance, 401(k) and retirement plans, employee stock option plans, *etc.*), and evaluating the possible tax consequences and economic impact of the foregoing on your business.

OTHER ADVISORY SERVICES

AFS Asset Management Services.

You may contract directly with AFS to provide direct investment management services. Such services consist of analyzing your assets, goals, and risk tolerance and directing the investment of your assets in order to achieve those goals.

AFS utilizes long-term, strategic asset allocation to assist you in meeting your investment objectives. We then make short-term, tactical changes to the amount we invest on your behalf in different classes of assets as market conditions dictate. You will complete an Investor Risk Profile Questionnaire to determine which of the following Five (5) investment profiles are appropriate for you: (1) Aggressive Growth, (2) Growth, (3) Moderate Growth, (4) Conservative Growth, and (5) Emphasis on Income. Each investment profile defines a different time horizon, return goal, and risk tolerance. In turn, your investment profile dictates the portfolio structure. Each of the foregoing investment profiles are described within the Risk Profile Questionnaire. Additionally, we may also customize your investment strategy and profile to achieve your specific needs and desires. Your investment account(s) will then be managed in accordance with the asset allocation investment strategy and investment profile(s).

Strategic asset allocation consists of diversifying your portfolio among various asset classes specifically including, but not limited to: stocks, bonds, mutual funds (including exchange traded funds (ETF)), and money market instruments. We monitor your portfolio, and tactically allocate the amount invested in various asset classes in response to the changing market environments and in accordance with your own, personal degree of risk tolerance and investment objective(s).

Selection and Due Diligence of Third-Party Money Managers

In addition to direct asset management services, AFS also provides personal advisory services with respect to certain qualified clients who participate in investments via third-party money management services. AFS will formulate a comprehensive investment strategy tailored to meet your own, personal goals and objectives. AFS then selects the money manager who can best implement your investment strategy. AFS will periodically review the performance and investment style of your money managers and, when appropriate, may recommend other managers. For a full description of the services offered by a third-party money manager we select, clients should refer to that money manager's Firm Brochure, advisory contract, or other disclosure documents.

Investnet Custody Solutions Program

AFS accesses its third-party money manager program through Investnet Custody Solutions Program that is provided by TD Ameritrade Institutional as a service to independent advisors using the brokerage, execution and custody services of TD Ameritrade Institutional. Investnet Asset Management, Inc. (Investnet) participates in this program which provides our clients with access to institutional third-party money managers and their expertise. These managers (using their own proprietary methodologies) invest in a wide range of asset classes and use multiple investment strategies. AFS will provide clients a copy of Investnet's Wrap-Fee Brochure and other institutional third-party money manager disclosure documents prior to or concurrently with any asset allocations through the Investnet platform.

Qualified Plan Consulting Services

AFS provides qualified plan consulting services to certain qualified retirement plans. As part of this advisory service, AFS typically provides the following consulting to plan sponsor/trustee(s) (although some plan clients may select only a few of these options):

- Define the plan sponsor/trustee(s) goals and objectives.
- Research and provide recommendations of other service providers to the plan sponsor/trustee(s) for selections to set up a qualified plan.
- Assist the plan sponsor/trustee(s) in designing the plan with a third-party administrator ("TPA").
- Assist the plan sponsor/trustee(s) on the selection of the investments that are offered through a menu of investment choices by the service providers.
- Assist the plan sponsor/trustee(s) to monitor the services of other service providers.
- Provide support to the plan sponsor/trustee(s) for Department of Labor (DOL) and IRS audits.
- Provide relevant information to the plan sponsor/trustee(s) and assist in monitoring the plan's investment options.
- Assist the plan sponsor/trustee(s) by conducting enrollment meetings and education seminars for plan participants.
- Assist the plan sponsor/trustee(s) in meeting participants needs and suggest recommendations for changes when necessary.

For a select number of qualified plan clients, AFS also provides a separate service whereby it assists the plan sponsor/trustee(s) in the collection of year-end reporting data and provides such data to the plan's third-party administrator ("TPA") to enable the TPA to file certain required tax documents on behalf of the plan.

Investment Alternatives

Where necessary and appropriate, AFS investment advisory representatives ("IARs"), in their capacity as registered representatives of Capital Synergy Partners, Inc., a FINRA-Registered Broker-Dealer, may recommend to you a wide range of investment alternatives including a variety of variable annuities. AFS will assist you in evaluating how a particular variable annuity and its features fit your individual needs and objectives. An important component of any variable annuity screening and selection process includes carefully reading the variable annuity product prospectus and the variable annuity investment sub account prospectuses before making a purchase decision. Each prospectus contains important information which will help you make an informed choice.

AFS will provide you with the variable annuity product prospectus and literature containing the variable annuity investment sub account prospectuses. AFS will also answer your questions such as how the variable annuity investment sub accounts are priced, questions regarding the guaranteed benefits and optional riders available as well as all fees and related expense associated with purchasing and owning a variable annuity as an investment vehicle.

If we manage your money through a variable annuity contract, we will receive compensation from the annuity companies or their affiliates which sponsor the variable annuity contract. The payments from these companies to AFS are intended to cover expenses associated with servicing and managing your accounts. Clients will not be billed for any additional investment management fees by AFS other than the internal variable contract fees and related expenses. You should also be aware that different share classes of variable annuities will usually have different associated ongoing expenses. AFS may receive more or less initial and ongoing compensation depending on the variable annuity share class you elect.

You should consider the investment objectives, risks, charges, and expenses of variable annuities carefully before investing. The prospectus for each annuity contract contains this and other important information. Prospectuses for both the variable annuity contract and the underlying funds are available from AFS. You should read them carefully before investing.

Variable Annuities, issued by insurance companies, are long-term investment alternatives designed for retirement purposes. Withdrawals of taxable amounts are subject to income tax and, if made prior to age 59 ½, may be subject to a 10% federal tax penalty. An investment in variable annuities involves risk, including possible loss of principal. The contracts, when redeemed, may be worth more or less than the original investment.

ITEM 5: FEES AND COMPENSATION

Comprehensive and Modular Financial Planning, Business and Estate Planning

1. We will charge you for all Comprehensive and Modular Financial Planning, Business and Estate Planning services at the following rates:
 - \$250.00 per hour for all work performed by Pierre Ngo
 - \$150.00 per hour for all work performed by a Certified Financial Planner
 - \$100.00 per hour for all work performed by Registered Paraplanners, and
 - \$65.00 per hour for all work performed by Administrative Staff
2. We will inform you of the total number of hours anticipated to complete the project. All outstanding fees shall be due and payable within thirty (30) days from the date when we present the plan to you. In the event that you do not pay all fees billed within such thirty (30) days, a late fee of 1% per month (or the maximum legal rate, whichever is less) will be added to your statement on the unpaid balance. You or we may terminate our service at any time by written notice, but you will remain liable for all services rendered through the effective date of the termination.

AFS Asset Management Services

The AFS asset management fee shall be computed in accordance with the following schedule:

Applicable to the following Portfolios: Aggressive Growth, Growth, and Moderate Growth

Account Size	Annual Fee	Quarterly Fee
First \$250,000	1.000%	0.250%
Next \$250,000	0.875%	0.219%
Next \$500,000	0.750%	0.188%
Next \$1,000,000	0.625%	0.156%
Next \$3,000,000 + over	0.500%	0.125%

Applicable to the following Portfolios: Conservative Growth

Account Size	Annual Fee	Quarterly Fee
First \$250,000	0.625%	0.156%
Next \$250,000	0.500%	0.125%
Next \$500,000+ over	0.375%	0.094%

Applicable to the following Portfolio: Emphasis on Income

Account Size	Annual Fee	Quarterly Fee
First \$500,000	0.375%	0.094%
Over \$500,000 +	0.250%	0.0625%

Third-Party Money Managers

AFS participates in solicitation agreements in “Wrap Programs” such as the Envestment Custody Solutions Program that is provided by TD Ameritrade Institutional as a service to independent advisors using the brokerage, execution and custody services of TD Ameritrade Institutional. AFS, TD Ameritrade, Inc., and Envestnet are separate unaffiliated companies.

We charge clients who invest in Wrap Programs an investment management fee for services which include: client profiling, strategic asset allocation, style allocation, research and evaluation of asset managers, ongoing monitoring of manager and account performance, asset manager hiring and termination, account rebalancing, account reporting, and other operational and administrative services.

In addition to the fees charged by the third-party money managers, AFS will also layer its fees for due diligence, selection, and ongoing monitoring of any third-party money managers

recommended to clients. Such fees generally range from 0.375% to 1.00% of assets under management.

If you choose to invest any of your assets through a third-party money manager, AFS will give you the third-party money manager's brochure and any other disclosure related documents.

We strongly urge that you read such documents and that you ensure that you understand them before you approve the use of any third-party program which we may recommend. The particular investment profiles used by the institutional money managers and the fees they charge and share with AFS are detailed in such disclosures.

Qualified Plan Consulting Services

AFS typically receives a service fee ranging up to 0.50% of the plan asset for its qualified plan consulting services. The fee agreed upon between the client and AFS and the formula for determining the amount of asset base service fee and the manner of payment are disclosed in the selected custodian's Plan Services Agreement/Supplemental Information Guide.

If a plan client has opted to utilize AFS to assist in the collection of year-end data for the plans TPA, AFS charges an hourly fee ranging from \$65/hour to \$250/hour, depending on the AFS individual performing the work. Such fees are due and payable in arrears upon completion of the service.

GENERAL INFORMATION ABOUT FEES

AFS Asset Management Services

As provided for in the advisory agreement that you sign with AFS, AFS deducts its advisory fees from your custodial account. Management fees, which are payable quarterly in arrears, are calculated as a percentage of each account(s). This fee will be based upon the total value of each account(s) under management, computed as of the last business day of the calendar quarter. Valuations are provided to AFS from the underlying custodian by direct download from the custodian and/or client statements. We will usually deduct those fees from your account(s) in the first week after the preceding billable quarter.

The fees which we charge are not calculated charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory Client (SEC Rule 205(a)(1)). We will not make any pro rata adjustments for additions or withdrawals during the quarter, but we will prorate the fees if the entire account is opened in the middle of the quarter. With client authorization, we will typically withdraw our management fee automatically from the client's account each quarter upon instruction to the client's independent custodian. All clients will receive brokerage statements from the

custodian no less frequently than quarterly. The custodian statement will show the deduction of the management fee.

Either party may terminate the investment management services agreement at any time by providing written notice to the other party. The client may terminate the agreement at any time in writing.

TD Ameritrade and Fidelity may have transaction fees on the purchase and sale of stocks, bonds and certain mutual funds or exchange traded funds ("ETF"). Also, TD Ameritrade and some mutual funds impose a short term redemption fee based upon their specified holding period. Please refer to the TD Ameritrade fee schedule and the fund's prospectus for a more complete description. These transaction fees and short term redemption fees, if any, are separate and distinct from the management fees we charge. You should review the fees charged by the custodian, mutual funds and the fees charged by AFS to fully understand the total amount of fees which you will paid and to evaluate the nature and cost of the advisory services being provided.

Third-Party Money Managers

For a description of the fees charged and methodologies used by third-party money managers, you must refer to their separate ADV Part 2A and/or other applicable Wrap Program Disclosure Documents (i.e. from Envestnet and/or other institutional third-party money managers), TD Ameritrade Institutional's Disclosure documents and brochure listing their custody fees. We do not make any warranties that the disclosures by any third parties are accurate or complete.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

We do not charge any performance-based fee (separate fees charged on a share of capital gains in addition to asset-based fees) on accounts "side-by-side" with asset-based fee accounts.

ITEM 7: TYPES OF CLIENTS

We provide portfolio management services to individuals, including high net worth individuals, as well as pension and profit-sharing plans. We generally require a minimum account size of \$250,000. We may, however, make exceptions to the minimum account size on a case by case basis.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

Methods of Analysis and Investment Strategies

We will attempt to respond to various market conditions utilizing macro economics, technical analysis, and other analytical methods we deem appropriate in order to take advantage of opportunities and reduce volatility through different market conditions, while optimizing the risk adjusted return. AFS utilizes mutual funds (including ETFs) as the primary investment vehicle to accomplish this goal. You should not assume that future performance of any of your specific investments, including those which we recommend, will be profitable or equal any specific performance levels.

While the goal is to achieve your investment profile objective, AFS may, at its discretion, utilize mutual funds and Exchange Traded Funds (ETFs) which move inversely to the market as part of a hedging strategy, either to reduce volatility in a down market or to have an inverse position in an attempt to profit in a down market. Inverse mutual funds and ETFs seek to provide the opposite of the performance of the index or benchmark they track. As with any investment strategy, there is a risk in hedging or having an inverse position. This is because, if the market increases, the portfolio using this strategy, instead of making a profit, may stay neutral or may even suffer a loss.

Changes in your financial situation, family circumstances, goals, or investment objectives might cause us to review, reevaluate, or revise our previous recommendations and/or the services we provide to you. Fluctuations in the value of your assets are normal. Even extreme fluctuations are not uncommon. Therefore, we cannot determine whether any adjustment is actually needed unless and until you notify us of a material change in your circumstances. You are solely responsible for promptly notifying us of such changes.

Risk of Loss

INVESTING IN SECURITIES INVOLVES INHERENT RISKS OF LOSS WHICH YOU SHOULD BE PREPARED TO BEAR.

Investing in securities involves risk of loss that you should be prepared to bear. Investing in securities such as the types of securities used by us in managing your portfolio or providing advice involves the potential risk of loss. The risk of loss of principal, *i.e.*, the risk that the value of securities (mutual funds, ETFs, stocks and bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment. The degree of risk depends upon the type of securities or strategies involved. We cannot guarantee the profitability of any investment strategy.

Additional risks involved in the securities recommended by AFS may include, among others:

- *Stock Market Risk*, which is the chance that stock prices overall will decline. The market value of equity securities will generally fluctuate with market conditions. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Prices of equity securities tend to fluctuate over the short term as a result of factors affecting the individual companies, industries or the securities market as a whole. Equity securities generally have greater price volatility than fixed income securities.
- *Foreign (non-U.S.) Investment Risk*, which is the risk that investing in foreign securities may result in the portfolio experiencing more rapid and extreme changes in value than a portfolio that invests exclusively in securities of U.S. companies. Investments in emerging markets are generally more volatile than investments in developed foreign markets.
- *Interest Rate Risk*, which is the chance that prices of fixed income securities will decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.
- *Credit Risk*, which is the chance that an issuer of a fixed income security will fail to pay interest and principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that fixed income security to decline.
- *Political Risk*, which is the risk that an investment's returns could suffer as a result of political changes or instability in a country. Instability affecting investment returns could stem from a change in government, legislative bodies, other foreign policy makers, or military control. Political risk is also known as "geopolitical risk."
- *Inflation Risk*, which is the uncertainty over the future real value (after inflation) of your investment.
- *Liquidity Risk*, which is the risk stemming from the lack of marketability of an investment that cannot be bought or sold quickly enough to prevent or minimize a loss. Liquidity risk is typically reflected in unusually wide bid-ask spreads or large price movements (especially to the downside). The rule of thumb is that the smaller the size of the security or its issuer, the larger the liquidity risk.
- *Exchange Traded Fund (ETF) Risk*, which is the risk of an investment in an ETF, including the possible loss of principal. ETFs typically trade on a securities exchange and the prices of their shares fluctuate throughout the day based on supply and demand, which may not correlate to their net asset values. Although ETF shares will be listed on an exchange, there can be no guarantee that an active trading market will develop or continue. Owning an ETF generally reflects the risks of owning the underlying securities it is designed to track. ETFs are also subject to secondary market trading risks. In addition, an ETF may not replicate exactly the performance of the index it seeks to track for a number of reasons, including transaction costs incurred by the ETF, the temporary unavailability of certain securities in the secondary market, or discrepancies between the ETF and the index with respect to weighting of securities or number of securities held.

- *Management Risk*, which is the risk that the investment techniques and risk analyses applied by AFS may not produce the desired results and that legislative, regulatory, or tax developments, may affect the investment techniques available to AFS. There is no guarantee that a client's investment objectives will be achieved.
- *Real Estate Risk*, which is the risk that an investor's investments in Real Estate Investment Trusts ("REITs") or real estate-linked derivative instruments will subject the investor to risks similar to those associated with direct ownership of real estate, including losses from casualty or condemnation, and changes in local and general economic conditions, supply and demand, interest rates, zoning laws, regulatory limitations on rents, property taxes and operating expenses. An investment in REITs or real estate-linked derivative instruments subject the investor to management and tax risks.
- *Investment Companies ("Mutual Funds") Risk*, when an investor invests in mutual funds, the investor will bear additional expenses based on his/her pro rata share of the mutual fund's operating expenses, including the management fees. The risk of owning a mutual fund generally reflects the risks of owning the underlying investments the mutual fund holds.
- *Inverse Funds Risk*, Inverse funds use derivative instruments to achieve their stated investment objectives. As such, these funds can be extremely volatile and carry a high risk. Inverse funds "reset" daily, meaning that they are designed to achieve their stated objectives on a daily basis. Due to the effect of compounding, the return for investors who invest for a period different than one trading day may vary significantly from the fund's stated goal as well as the target benchmark's performance. Inverse funds require active monitoring and management, as frequently as daily. They are not suitable for all investors and are not designed for long-term investment.
- *Commodity Risk*, generally commodity prices fluctuate for many reasons, including changes in market and economic conditions or political circumstances (especially of key energy-producing and consuming countries), the impact of weather on demand, levels of domestic production and imported commodities, energy conservation, domestic and foreign governmental regulation (agricultural, trade, fiscal, monetary and exchange control), international politics, policies of OPEC taxation and the availability of local, intrastate and interstate transportation systems and the emotions of the marketplace. The risk of loss in trading commodities can be substantial.

Securities and investments are not guaranteed and clients may lose money on their investments. We require that clients work with us to help us understand their risk tolerance in structuring their portfolio(s).

Additional information about the risks of any particular investment should be reviewed in that specific investment vehicle's disclosure documents and prospectus.

ITEM 9: DISCIPLINARY INFORMATION

AFS is required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of AFS or the integrity of AFS 'management. Our firm has no disciplinary information to disclose.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Capital Synergy Partners, Inc., a FINRA-Registered Broker-Dealer

Pierre Ngo, President of AFS, is a registered representative of Capital Synergy Partners, Inc., a FINRA-registered broker-dealer. (FINRA stands for the **F**inancial **I**ndustry **R**egulatory **A**uthority, an independent regulator for all securities firms doing business in the United States.) As a registered representative, Mr. Ngo is licensed to sell general securities through Capital Synergy Partners, Inc. Accordingly, FINRA rules together with Capital Synergy Partners, Inc.'s policies require that the purchase or sale of any securities or variable products by Mr. Ngo must be placed exclusively through Capital Synergy Partners, Inc. In this capacity, Mr. Ngo can implement securities transactions for clients, for which Mr. Ngo may receive customary compensation from Capital Synergy Partners, Inc. that is in addition to the compensation Mr. Ngo receives from you.

You may decide to use Mr. Ngo and Capital Synergy Partners, Inc. to implement transactions in variable life and/or annuity or other securities products, for which Mr. Ngo will receive customary industry commissions.

These commissions create a potential conflict of interest in AFS and/or Mr. Ngo recommending that you purchase or sell securities through Capital Synergy Partners, Inc. You are not, however, ever obligated to use Mr. Ngo and/or Capital Synergy Partners, Inc. to implement these transactions.

Aspen Financial & Insurance Services

Pierre Ngo (as an individual) and AFS (doing business as Aspen Financial & Insurance Services) are both licensed by the California Department of Insurance and certain other state insurance departments to sell the insurance products of any insurance company licensed by those states, for which Mr. Ngo and/or AFS, as the case may be, would receive customary industry commissions. The insurance commissions received are separate from and in addition to any investment management services and/or advisory services that a client may pay to AFS. This presents a conflict of interest because AFS and/or Mr. Ngo may have an incentive to recommend insurance products as a result of the commission. When recommending commissionable products to clients, AFS has a duty to only recommend products that are suitable for the client. Clients are not obligated to act on any insurance recommendations or place any transactions through AFS and/or Mr. Ngo if they decide to follow the recommendations.

**ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS,
AND PERSONAL TRADING**

We have adopted a Code of Ethics expressing our commitment to ethical conduct. Our Code of Ethics describes the fiduciary duties and responsibilities which AFS and its employees owe to clients. It sets forth AFS's practice of supervising the personal securities transactions of employees with access to client information. Our Code of Ethics also requires our representatives to comply with federal securities laws, safeguard material non-public information about client transactions and to report their personal securities holdings. Our Code of Ethics is based upon the fundamental principles of openness, integrity, honesty, and trust. We will provide a copy of our Code of Ethics upon request. We also maintain and enforce written policies to help prevent the misuse of material non-public information by us and our associated persons.

We do not, nor do any of our representatives, recommend, buy, or sell for client accounts, securities in which we or any related person has a material financial interest.

We and our representatives may buy or sell securities we recommend to you. This practice could create a conflict of interest since we and our representatives are in a position to materially benefit from the sale or purchase of those securities. Abusive practices, such as "scalping" and "front-running," could take place if we did not have adequate policies and procedures in place to detect such activities. Scalping is selling a security for a profit immediately after a recommendation to purchase that security. Front-running is trading personal accounts prior to trading client accounts. Individuals associated with AFS may buy or sell securities for their personal accounts identical or different than those recommended to clients. It is the express policy of AFS, however, that no director, officer, or employee of AFS shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, AFS requires that anyone associated with this advisory practice who makes or has access to advisory recommendations provide annual securities holding reports and quarterly transaction reports to the firm's principal. AFS also requires such access persons to receive approval from Mr. Ngo prior to investing in any IPO's or private placements (limited offerings).

A director, officer, or employee of AFS shall not buy or sell securities for his or her personal portfolio(s) where the decision is substantially derived, in whole or in part, by reason of his or her employment, unless the information is also available to the investing public on reasonable inquiry. No director, officer, or employee of AFS shall prefer his or her own interest to that of the advisory client.

We maintain a list of all securities holdings for ourselves and anyone associated with this advisory practice who makes or has access to advisory recommendations. These holdings are reviewed on a regular basis by an appropriate officer/individual of AFS.

1. All clients are fully informed that AFS and certain individuals may receive separate compensation when effecting transactions during the implementation process.
2. We emphasize your unrestricted right to decline to implement any advice rendered, except in situations where we are granted discretionary authority of your account.
3. We require that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
4. Any individual not in observance of the above may be subject to termination.
5. Our Code of Ethics further includes the firm's policy prohibiting the use of material non-public information and protecting the confidentiality of client information. We require that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to discipline, including termination.

We will provide a complete copy of our Code of Ethics to you upon request.

ITEM 12: BROKERAGE PRACTICES

Broker-Dealer /Custodian

AFS requests that clients direct advisor to place accounts transaction through TD Ameritrade. TD Ameritrade is a registered broker-dealer, member SIPC, as the qualified custodian. AFS is independently owned and operated, and unaffiliated with TD Ameritrade. TD Ameritrade will hold client assets in a brokerage account, and buy and sell securities when AFS instructs them to. By requesting clients to use TD Ameritrade, AFS believes we may be able to more effectively manage the client's portfolio, achieve favorable execution of client transactions, and overall lower the costs to the portfolio.

Selection of Broker-Dealer /Custodian

AFS seeks to recommend a Broker-Dealer/Custodian who will hold client assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. AFS considers a wide range of factors, including, among others:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for client accounts)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)

- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds, etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, other fees, etc.)
- Reputation, financial strength, and stability

TD Ameritrade Institutional

AFS participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. (“TD Ameritrade”), a member of 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. AFS receives some benefits from TD Ameritrade through its participation in the program.

Assets in the Envestnet Custody Solutions Program are usually held at TD Ameritrade. This firm has been selected due to its competitive commission rates as well as services which it provides to independent investment advisors. Our clients may benefit from lower commission charges than are available to this company’s own retail clients. AFS does not have the authority to change the commission rates which are set by “load” mutual fund companies.

AFS generally does not aggregate any client transactions in mutual fund or other securities. Client accounts are individually reviewed and managed, and transaction costs are not saved by aggregating orders in almost all circumstances in which AFS arranges transactions.

Although you are not required to use a custodian recommended by AFS, your choices may impact our ability to serve you. By directing us to use a particular broker or dealer, you should understand that we do not have authority to negotiate commissions, best execution may not be achieved, and a disparity in commission charges may exist between the commissions charged to other clients of AFS or the broker.

ITEM 13: REVIEW OF ACCOUNTS

Reviews: Asset Management Services

Your account is individually reviewed by trained staff on a regular basis. Additionally, your account is reviewed when there is a change in your needs or financial goals. Mr. Ngo is responsible for reviewing all accounts on a continuous basis. AFS reviews all Asset Management accounts regularly to ensure that the investments reflect your goals and risk tolerance.

While we review all accounts, we do not direct the day-to-day investment decisions of the institutional money managers which you or we may select. You will receive periodic statements from the custodian, which will include all transactions in their account, the current investments owned, and the total value of investments.

Upon request to AFS, we will provide you with comprehensive performance updates, which includes a breakdown of AFS' fees. We recommend that you verify and reconcile any portfolio information which we send to you with the account statements which you receive from their third-party designated custodian.

Reviews: Third-Party Management Services

We monitor the performance reports of all third-party money managers in order to ensure that they continue to meet their performance benchmarks as well as the investment goals, objectives and risk tolerance of our clients.

REPORTS:

Asset Management Services

You will receive trade confirmations as well as monthly and/or quarterly statements from the custodian, which will include all transactions, the current investments owned, and the total value of investments. Upon request, we will provide you with periodic comprehensive performance updates.

Third-Party Money Managers

You will receive trade confirmations, account statements, and portfolio appraisal reports as provided by the various third-party money managers and/or their custodians.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

Cash Payments for Client Solicitations

Although we do not compensate individuals as "Solicitors" (as defined in SEC Rule 206(4)-3), Mr. Pierre Ngo, the owner of AFS, also owns a business interest in Hubble, LLC, the owner of the business building where AFS is located. The owners of Abregov Parrino, LLP, a CPA firm, also own a business interest in Hubble, LLC and reside at the same location. Abregov Parrino, LLP and AFS occasionally refer clients to each other when appropriate. Referred clients are not obligated to engage Abregov Parrino, LLP or AFS at any time. AFS does not compensate Abregov Parrino, LLP for any referral of its clients nor does Abregov Parrino, LLP compensate AFS for any clients which it refers.

OTHER COMPENSATION

TD Ameritrade's Institutional Customer Program

As disclosed above, AFS participates in TD Ameritrade's institutional customer program and your Advisor may recommend TD Ameritrade to you for custody and brokerage services. There is no direct link between our participation in the program and the investment advice we give you, 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 the clients of AFS; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to the accounts of our clients); the ability to have advisory fees deducted directly from our clients' accounts; access to an electronic communications network for our client's 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 AFS by third-party vendors.

TD Ameritrade may also have paid for business consulting and professional services received by AFS' related persons. Some of the products and services made available by TD Ameritrade through the program may benefit AFS but may not benefit you. These products or services may assist AFS in managing and administering the account of our clients, 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 AFS or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade.

As part of its fiduciary duties to clients, AFS endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by AFS or its related persons in and of itself creates a potential conflict of interest and has the potential to indirectly influence our choice of TD Ameritrade for custody and brokerage services.

In addition, where appropriate, AFS may recommend products of various companies, whereby AFS may receive any of the following goods or services: research materials, account record keeping, on-line financial information, publications, data processing, and receipt of duplicate client confirmations. The benefits received through participation in these programs do not depend upon the number of transactions directed to these firms.

Companies may, from time to time, grant incentive awards to our President based upon his recommendation/introduction of investment and insurance products, as well as

commissions from investments by the clients of AFS in variable products. Our investment advice to you will be based upon your specific needs. In such instances, however, our receipt of these goods and services may be deemed to affect AFS's judgment in recommending products to you. Persons related to AFS, or employees of AFS, may have positions in, or buy or sell securities identical to those recommended to you for your personal accounts. Client purchases and sales are usually, but not always, completed concurrently with purchases and sales by the foregoing persons and entities.

ITEM 15: CUSTODY

You will receive statements from the broker dealer, bank, or other qualified custodian which holds and maintains your investment assets at least once every quarter. We urge you to review such statements carefully and to compare such official custodial records to the account statements which we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. AFS does not maintain custody of client funds or securities.

ITEM 16: INVESTMENT DISCRETION

While you always have the right to select the securities to be managed in consultation with us, you may also give us written authority to determine the securities to be bought or sold and the amount of the securities to be bought or sold on your behalf without our first obtaining your specific consent to any such particular transaction. Any limits on this discretionary authority must be included in a written authority statement. You may change or amend these limitations at any time by giving written notice of the changes to AFS.

ITEM 17: VOTING CLIENT SECURITIES

As a matter of firm policy and practice, AFS does not vote proxies on behalf of its advisory clients. Such clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. AFS may, however, provide advice to clients regarding your voting.

ITEM 18: FINANCIAL INFORMATION

We do not solicit fees of more than \$1,200.00/per client six (6) months or more in advance. We have no financial commitment which impairs our ability to meet contractual and fiduciary commitments to clients as they become due. We have not been the subject of a bankruptcy proceeding.

PRIVACY STATEMENT

AFS is committed to safeguarding the confidential information of its clients. We hold all personal information provided to our firm in the strictest confidence. These records include all personal information that we collect from you in connection with any of the services provided by AFS. We have never disclosed client's personal information to non-affiliated third parties, except as permitted by law, and do not anticipate doing so in the future. If we were to anticipate such a change in company policy, we would be prohibited under the law from doing so without advising you first. As you know, we use the health and financial information that you provide to us to help you meet your personal financial goals while guarding against any real or perceived infringements of your rights of privacy. Our policy with respect to personal information about you is listed below.

- We limit employee and agent access to your personal information to only those who have a legitimate business or professional reason for knowing, and only to non-affiliated parties as permitted by law. (For example, federal regulations permit us to share a limited amount of information about you with a brokerage firm in order to execute securities transactions on your behalf, or so that our company can discuss your financial status with your accountant or lawyer.)*
- We maintain a secure office and computer environment to ensure that your information is not placed at unreasonable risk.*
- The categories of non-public personal information that we collect from our clients depends upon the scope of your engagement. It will include information about your personal finances, information about your health (to the extent that it is necessary for the planning process or insurance purposes), information about transactions between you and third parties, and information from consumer reporting agencies.*
- For non-affiliated third parties who require access to your personal information, including financial services companies, consultants, and auditors, we also require strict confidentiality in our agreements with them and expect them to keep this information private. Federal and state regulators may review our records when and as permitted by law. As permitted by law, we may disclose your personal information to brokerage companies, insurance companies, banks and financial institutions, and other non-affiliated third parties in order to effect, administer, or enforce a transaction that you request or authorize.*
- We never provide your personally identifiable information to mailing list vendors or solicitors.*
- Personally identifiable information about you will be maintained during the time you are our client and for the time thereafter that such records are required to be maintained by federal and state securities laws, consistent with CFP Board Code of Ethics and Professional Responsibility. After this required period of record retention, we will destroy all such information.*

You have the right to request that we not share any information with anyone else except when required by law. If you desire that we refrain from sharing such information, you must notify us in writing to our business address or via e-mail to Pierre@afs1.com.