

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

### **CPA Wealth Management Services, P.A. dba FirstWave Financial**

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8/25/2015

This brochure provides information about the qualifications and business practices of CPA Wealth Management Services, P.A. dba FirstWave Financial. If you have any questions about the contents of this brochure, please contact us at 321-773-7773 or [info@firstwavefinancial.com](mailto:info@firstwavefinancial.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 CPA Wealth Management Services, P.A. is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, 111044 (known as our "CRD number").

## **Item 2    Material Changes**

This Firm Brochure, dated 08/25/2015, is FirstWave Financial's ("FWF") disclosure document prepared according to the SEC's requirements and rules.

Since our last annual amendment dated March 9, 2015, we have not had any material changes.

Consistent with SEC rules, we will ensure that clients receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year.

Furthermore, we will provide clients with other interim disclosures about material changes as necessary.

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## **Item 4    Advisory Business**

CPA Wealth Management Services, P.A. is an SEC-registered investment adviser with its principal place of business located in Florida. CPA Wealth Management Services, P.A. is doing business as *FirstWave Financial* (FWF) beginning June 4, 2012.

CPA Wealth Management Services, PA. began conducting business in 1995.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Thomas L. Kirk, President, Vice President, Secretary, Treasurer

FWF offers portfolio management, participant-directed employee benefit services, miscellaneous financial planning and other services to its clients. These services are explained below.

### **PORTFOLIO MANAGEMENT**

FWF provides portfolio management services.

We provide continuous advice to a client regarding the investment of client funds based on the individual needs of the client.

Through personal discussions where goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy and create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs.

As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background.

We will manage advisory accounts on a discretionary basis which means that we will implement transactions without seeking prior client consent.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Our investment recommendations consist mainly of mutual fund shares. However, clients may have other types of securities included in their portfolios when they become FWF clients. Therefore, we may also offer advice on the following securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Variable annuities
- Variable life insurance
- United States governmental securities

FWF primarily recommends model portfolios consisting of mutual funds offered by Dimensional Fund Advisors (DFA).

DFA sponsored mutual funds follow a passive asset class investment philosophy with low turnover.

Consequently, the DFA fund fees are generally lower than fees and expenses charged by other types of funds. DFA fund fees are disclosed in each fund's prospectus. We may also recommend fixed income securities to our advisory clients.

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

## **PARTICIPANT-DIRECTED EMPLOYEE BENEFIT PLAN SERVICES**

FWF also provides advisory services to participant-directed employee benefit plans through a five step process called The Retirement Plan Optimizer™. FWF will develop an understanding of the plan and based on in-depth interviews with company personnel and reading of plan documents, will work to assist the plan sponsor in achieving their goals and objectives. A written report is provided summarizing these findings.

FWF will analyze the plan's current investment platform, and assist the plan in creating an investment policy statement defining the types of investments to be offered and the restrictions that may be imposed.

FWF will recommend investment options to achieve the plan's objectives, provide participant education meetings, and monitor the performance of the plan's investment vehicles. FWF will recommend changes in the plan's investment vehicles as may be appropriate from time to time. FWF will review the plan's investment vehicles and investment policy as necessary.

FWF utilizes the services of outside third party administrators who offer administrative services to the plans, These services are separate and distinct from the advisory service of FWF and are offered for separate and typical compensation, not included in FWF's advisory fees.

## **MISCELLANEOUS**

**Financial planning and Non-Investment Consulting/Implementation Services.** To the extent agreed upon with the client, FWF will provide consulting services regarding non-investment related matters such as estate planning, tax planning, insurance, etc. The initial planning and consulting engagement shall be set forth in a separate written agreement between the client and FWF. The scope of the planning and consulting service to be provided shall depend upon the client's individual situation and instructions.

Financial planning is an integrated evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans.

The key defining aspect of financial planning is that through the financial planning process, questions, information and analysis will be considered as they impact and are impacted by the overall financial and life situation of the client.

As part of The WealthCare Solution™, clients receive a written report, providing them with a detailed financial plan designed to achieve their stated financial goals and objectives.

A financial planning engagement can address any or all of the following areas:

- **PERSONAL:** We review family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** We analyze the client's income tax and spending and planning for past, current and future years; then illustrate the impact of various strategies on the client's current income tax and future tax liability.
- **INVESTMENTS:** We analyze investment alternatives and their effect on the client's portfolio. We do this by performing in-depth client interviews and collecting any necessary and related documents from the client.
- **RETIREMENT:** We analyze current strategies and investment plans to help the client achieve his or her retirement goals.
- **ESTATE PLANNING:** We review the client's cash needs at death, income needs of surviving dependents and estate taxes that may be due.
- **RISK MANAGEMENT & ASSET PROTECTION:** We determine appropriate strategies to address health, property and professional risks a client may face.



FWF gathers the required information to develop a client's financial plan through in-depth personal interviews. Information gathered includes the client's current financial status, future goals and attitude towards risk. We carefully analyze documents supplied by the client, including a questionnaire completed by the client, and prepare a written report.

FWF works together with the client and other professional advisers such as attorney, accountant, insurance agent, etc. to implement the recommendations contained in the plan. The client is under no obligation to engage the services of any recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from FWF. **Please Note:** If the client engages any such recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional.

**Client Obligations.** In performing its services, FWF shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify FWF if there is ever any change in her/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising FWF's previous recommendations and/or services.

**Please Note: Investment Risk.** Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by FWF) will be profitable or equal to any specific performance level(s).

## **AMOUNT OF MANAGED ASSETS**

As of 12/31/2014, we were managing \$327,168,000 of clients' assets on a discretionary basis and monitoring \$81,141,000 of clients' assets through our participant-directed employee benefit plan services.

### **Item 5 Fees and Compensation**

#### **PORTFOLIO MANAGEMENT FEES**

FWF's fee for portfolio management services, as well as the monitoring and updating of the financial plan, will be charged as a percentage of assets under management, according to the following schedule:

<i>Assets Under Management</i>	<i>Annual Fee (%)</i>
Up to \$1,000,000	1.50%
The next \$1,000,001 - \$3,000,000	1.25%
The next \$3,000,001 - \$5,000,000	1.00%
The next \$5,000,001 - \$10,000,000	0.75%
The next \$10,000,001 - \$20,000,000	0.50%
The next \$20,000,001 and above	0.25%

Our fees are billed quarterly, in advance, at the beginning of each calendar quarter based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of the previous quarter.

A new client may get billed in arrears for the first billing period. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement.

## **PARTICIPANT-DIRECTED EMPLOYEE BENEFIT PLAN SERVICES FEES**

The annual fee for participant-directed employee benefit plan services will be charged as a percentage of assets within the plan according to the following schedule:

<i>Assets Under Management</i>	<i>Annual Fee (%)</i>
The first \$3,000,000	.995%
The next \$3,000,001 - \$5,000,000	.750%
The next \$5,000,001 - \$10,000,000	.500%
The next \$10,000,001 and over	.250 %

## **FINANCIAL PLANNING FEES**

FWF' financial planning fee will be determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Typically, the fee for an initial financial plan is \$4,000. Financial planning fees are due and payable at the time the client agreement is executed. Typically the financial plan will be presented to the client within 90 days of the contract date, provided that all the information needed to prepare the financial plan has been promptly provided by the client. After the initial financial plan is prepared, the fee charged for portfolio management services will include the monitoring and updating of the client's financial plan.

## GENERAL INFORMATION REGARDING FEES

The principal executive officer, the company and other employees of FWF are separately licensed as insurance agents. As such, these individuals/entity, in their separate capacities as registered representatives and/or insurance agents, will be able to purchase insurance products for clients. As a result, FWF will receive separate, yet customary compensation (i.e., commissions or other sales-related forms of compensation). These individuals may spend as much as 5% of their time on this related activity.

A conflict of interest exists as a result of these individuals receiving commissions from insurance companies; however FWF selects insurance products from a vast array of companies and keeps the clients' needs in mind before recommending an insurance product. Clients are under no obligation to act upon any recommendation of insurance products.

***Limited Negotiability of Advisory Fees:*** Although FWF has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs will be considered in determining the fee schedule. These include the complexity of the client, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, reports, among other factors. The specific annual fee schedule will be identified in the contract between the adviser and each client.

Discounts, not generally available to our advisory clients, may be offered to family members and friends of associated persons of our firm.

***Termination of the Advisory Relationship:*** A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days notice. As disclosed above, certain fees are paid in advance of services provided. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, fees will be refunded pro rata to Client based upon the number of days the Client used FWF during the period back to the first day of that month.

**Mutual Fund Fees:** All fees paid to FWF for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus.

These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client could invest in a mutual fund directly, without our services.

In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives.

Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

**Additional Fees and Expenses:** In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s).

Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

**Grandfathering of Minimum Account Requirements:** Pre-existing advisory clients are subject to FWF' minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements may differ among clients.

**ERISA Accounts:** FWF is deemed to be a fiduciary to advisory clients that are employer retirement plans pursuant to the Employee Retirement Income and Securities Act ("ERISA"). As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation.

**Advisory Fees in General:** Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

**Limited Prepayment of Fees:** Under no circumstances do we require or solicit payment of fees in excess of \$1,200 more than six months in advance of services rendered.

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

FWF does not charge performance-based fees.

Fees are not charged on the basis of a share of capital gains or capital appreciation of the funds or any portion of the funds of an advisory client.

## Item 7 Types of Clients

FWF provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Pension and profit sharing plans (other than plan participants)
- Corporations or other businesses not listed above

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

### METHODS OF ANALYSIS

FWF' security analysis is based on a number of factors including those derived from commercially available software technology, securities rating services, general market and financial information, due diligence reviews and specific investment analysis that clients may request.

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

***Fundamental Analysis.*** We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

**Technical Analysis.** We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

**Mutual Fund and/or ETF Analysis.** We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.



***Risks for all forms of analysis.*** Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

## ***INVESTMENT STRATEGIES***

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

FWF' investment advice is based on long-term investment strategies incorporating the belief that markets are efficient and that investors' returns are determined principally by asset allocation decisions, not by market timing or stock picking.

FWF focuses on developing model diversified portfolios, principally through the use of passively managed, asset class mutual funds that are available only to institutional investors and clients of a network of selected investment advisers.

FWF may also recommend the use of long-term investment techniques such as dollar-cost averaging.

Clients should understand that investing in any securities, including mutual funds, involves a risk of loss of both income and principal.

## **Item 9     Disciplinary Information**

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

## **Item 10    Other Financial Industry Activities and Affiliations**

In addition to FWF being a registered investment adviser, our firm is also a public accounting firm. We typically limit our accounting services to financial planning, including retirement, tax and estate planning that we perform in the capacity of investment advisers for our advisory clients.

Additionally, certain of FWF's representatives and the company are licensed insurance agents. As referenced in Item 4 above, clients can engage certain of FWF's representatives to purchase insurance products on a commission basis. Generally, FWF's representatives refer the client to an unaffiliated experienced insurance professional. In the event that the client purchases an insurance product from the unaffiliated insurance professional, FWF shall generally receive a portion of the insurance commission.

The recommendation by FWF's representatives that a client purchase an insurance commission product presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's needs.

No client is under any obligation to purchase any commission products from FWF and/or any recommended unaffiliated insurance professional. Clients are reminded that they may purchase insurance products recommended by FWF through other, non-affiliated agents.

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

FWF and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Our code also provides for oversight, enforcement and recordkeeping provisions.

FWF's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information.

While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to [info@firstwavefinancial.com](mailto:info@firstwavefinancial.com), or by calling us at 321-773-7773.

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

## **Item 12 Brokerage Practices**

FWF does not have any formal soft-dollar arrangements and does not contract with any broker dealer to receive soft-dollar benefits. This means that we do not receive research or gain access to industry analysts or conferences in return for paying higher commissions for client trades to a particular broker dealer.

We do not request or accept the discretionary authority to determine the broker dealer to be used for client accounts.

Clients must direct us as to the broker dealer to be used for all client securities transactions. In directing the use of a particular broker or dealer, it should be understood that we will not have authority to negotiate commissions among various brokers, and best execution may not be achieved, resulting in higher transaction costs for clients.

We currently recommend our clients to direct our firm to use Charles Schwab & Co., Inc. (“Schwab”), unaffiliated FINRA-registered broker dealers for the implementation of all portfolio transactions. Not all advisers require their clients to direct brokerage.

FWF may monitor client accounts at other custodians and may trade on these accounts and record transactions periodically for reporting purposes. FWF does not take fees directly from these accounts or have signatory or general power of attorney over these accounts.

As part of its fiduciary duty to act in the best interest of the client, prior to recommending a broker dealer to a client, FWF will annually consider the full range and quality of a broker’s services, including among other things, the value of research provided as well as execution capability, commission rate, financial responsibility, and responsiveness to the adviser.

FWF receives benefits from Schwab, including access to Schwab’s institutional trading and custody services which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser’s clients’ assets are maintained in accounts at Schwab Institutional. Schwab’s brokerage services include the execution of securities transactions, custody, research, 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 our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab's products and services that assist us in managing and administering our clients' accounts include software and other technology that:

- (i) provide access to client account data (such as trade confirmations and account statements);
- (ii) facilitate trade execution;
- (iii) provide research, pricing and other market data;
- (iv) facilitate payment of our fees from clients' accounts; and
- (v) assist with back-office functions, recordkeeping and client reporting.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to FWF. Schwab Institutional 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 our firm. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of our personnel. In evaluating whether to recommend that clients custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which creates a potential conflict of interest.

## **Item 13    Review of Accounts**

### Financial Planning Services

#### Reviews

Clients who pay for financial plans receive updated projections as needed, with no additional financial planning fee. In between financial plan updates, the strategies developed for the client are reviewed and implemented.

#### Reports

Clients receive reports when their original financial plan is developed and whenever they receive an update to the plan.

### Portfolio Management Services

#### Reviews

Account assets are supervised continuously and formally reviewed at least annually.

Accounts are reviewed for consistency with client investment strategy, asset allocation, and risk tolerance.

#### Reports

In addition to the monthly statements and confirmations of transactions that these clients receive from their broker dealer and/or custodian(s), we will provide quarterly reports summarizing account performance, balances and holdings.

### Participant-Directed Employee Benefit Plan Services

#### Reviews

Retirement plan assets are reviewed on an annual basis for consistency with the client's investment policy statement.

## Reports

In addition to the monthly statements the client receives from their broker/custodian, we, or one of our strategic alliances, provide quarterly reports for each of the participants in the plan as well as a summary for the plan as a whole. We also prepare annual reports consisting of an executive summary of the assets, a review of the decision to offer specific investments and use a particular custodian, and an updated investment policy statement.

All accounts are reviewed by either Thomas L. Kirk, Laura K. Chiesman, or Robert M. DeVries, who are all registered investment adviser representatives of the firm.

## **Item 14 Client Referrals and Other Compensation**

FWF does not receive any sales awards or other prizes.

We do not compensate any person for client referrals.

## **Item 15 Custody**

Custody is defined as any legal or actual ability by our firm to access client funds or securities. As all client funds and securities are maintained with a qualified custodian, we do not take physical possession of client assets. Accounts can be viewed online by the client at any time.

However, we previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts.



As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

## **Item 16 Investment Discretion**

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

## **Item 17    Voting Client Securities**

We vote proxies for all client accounts; however, clients always have the right to vote proxies themselves.

Clients can exercise this right by instructing us in writing to not vote proxies in their account.

We will vote proxies in the best interests of our clients and in accordance with our established policies and procedures.

Our firm will retain all proxy voting books and records for the requisite period of time, including a copy of each proxy statement received, a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies.

If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients may obtain a copy of our complete proxy voting policies and procedures by contacting Laura Chiesman, Chief Compliance Officer, by telephone, email, or in writing.

Clients may request, in writing, information on how proxies for their shares were voted.

If any client requests a copy of our complete proxy policies and procedures or how we voted proxies for their account(s), we will promptly provide such information to the client.

If desired, clients may direct us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

With respect to ERISA accounts, we offer to vote proxies unless the plan documents specifically reserve the plan sponsor's right to vote proxies. To direct us to vote a proxy in a particular manner, clients should contact Laura Chiesman by telephone, email, or in writing.

Clients can instruct us to vote proxies according to particular criteria (for example, to always vote with management, or to vote for or against a proposal to allow a so-called "poison pill" defense against a possible takeover).

These requests must be made in writing.

Clients can also instruct us on how to cast their vote in a particular proxy contest by contacting us at 1300 Highway A1A, Suite 103, Satellite Beach, FL 32937 or by phone at 321-773-7773.

## **Item 18 Financial Information**

FWF has no additional or financial circumstances to report.

Under no circumstances do we require or solicit payment of fees in excess of \$1200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

FWF has not been the subject of a bankruptcy petition at any time during the past ten years.