

Part 2A Form ADV

Item 1

RJ Advisor, LLC

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Southampton, NY 11968

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March 9, 2015

This brochure provides information about the qualifications and business practices of RJ Advisor, LLC. If you have any questions about the contents of this brochure, please contact us at 631-871-4945 or [raw1292@optonline.net](mailto:raw1292@optonline.net). 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 RJ Advisor, LLC also is available on the SEC's web site at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

Item 2: Investor may wish to see changes to our services on page 3. As of March 9, 2015, we offer two services asset & portfolio management, and financial and management consulting.

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## **Item 4: Advisory Business**

### *Item 4-A: Firm History*

RJ Advisor, LLC was formed on May 21, 2013 by Robert A. Wilson. On January 1, 2015, Mr. Wilson transferred ownership of the firm to RJ Financial Holding, Inc. a New York Corporation, of which Mr. Wilson is the sole shareholder. As of January 1, 2015, the firm is providing advisory service to about 16 clients with \$602 million in assets.

### *Item 4-B: Advisory Services*

As of March 9, 2015, RJ Advisor provides the following services asset & portfolio management, financial & management consulting, and block trading and advices. Our asset management division provides services to individual, institution and holding companies. Our financial and management consulting services focus on middle market corporation that are or wish to become publicly traded corporation and raises capital through both none register Regulation D private placements and Rule 415 Form S-1 register self-underwritings under the Securities Act of 1933. Our trading advisory services works with owners of larger blocks of both free trading and restricted stock to diversify their holdings through a controlled liquidation. Additionally, we provided traders with recommendation on securities we believe to be under & over valued that may be possible prospects for a profitable trade.

### **Asset & Portfolio Management Services**

Asset management is the process of evaluation and selection of devices to hold and grow the monetary wealth of individuals or institution. Portfolio management is a process, integrating a set of activates in a logical and orderly manner. The process provides a framework and a control over the diverse activities involved, and allows every investor, individual or institution, to be accommodated in a systematic, orderly manner. Portfolio management is an ongoing process by which:

1. Objectives, constraints, and preferences are identified for each investor. This leads to the development of explicit investment policies.
2. Strategies are developed and implemented through the choice of optimal combinations of assets.
3. Asset performance, pricing, and conditions, along with the relative asset mix, and investor circumstances are monitored.
4. Portfolio adjustments are made as necessary to reflect significant changes that have occurred.

The combination of portfolio policies/strategies and asset expectations provides the asset manager with the basis for providing the portfolio manager the necessary information to manage the portfolios construction and revisions.

## **Financial and Management Consulting**

Our Financial and Management Consulting service is focused on preparing middle market corporation for rising capital from the public in both debt and equity offering. We also remain with our client corporation after the capital raise is complete to assist management in the development of plans for improvement and making day-to-day management decision involving finance, corporate & capital structure and operational processes. Client organizations draw upon our services to gain external objective advice and access to our specialized expertise in primary and secondary capital markets matters. Because of our exposure to and relationships with numerous organizations, we are aware of best practices, which provided insight into improvements in products and service needed to obtain competitive advantage and improve market share. We also provide change management assistance, process analysis, technology implementation, strategy development, and operational improvement services. We offer proprietary methodologies, which guide the identification of problems and serve as the basis for recommendations for more efficient ways of operating the business.

### *Item 4-C: Individual Client Needs*

#### Asset & Portfolio Management Services

##### **For Individuals**

Each individuals profile is different; an investment policy must incorporate each individuals unique factors. In effect, preferences become self-imposed constraints incorporated into the client's investment policy and the assets selected for the client's portfolio. For all of our clients, portfolio assets are selected from an approved database. All approved assets have been determined to provide safety of principal and an adequate return. We consider assets with a safety of principle and an adequate return an investment, we consider all else speculation. We use a scientific questionnaire to develop each client's portfolio policy. The questionnaire provides our computer-modeling system the necessary data to determine the following:

- Return requirements;
- Risk tolerance;
- Liquidity requirements;
- Time horizon;
- Effective laws and regulations;
- Taxes consequences on returns;
- Unique preferences, and
- Circumstances.

##### **For Institution**

Given increased legal complexities in institution investing, we insure that a well-defined and effective investment policy is installed and accepted by all stakeholders and advisor before any assets are selected. Such a policy clearly delineates the objective being sought, the institution risk tolerance, and investment constraints and preferences under which the institution must operate. The primary reason for establishing a long-term investment policy for institutional clients is twofold:

1. It prevents arbitrary revisions of a soundly designed investment policy;
2. It helps the portfolio manager to plan and execute on a long-term basis and resist short-term pressures that could derail the plan.

### Financial and Management Consulting Services

#### **Financial Consulting**

There is a close interaction between how a corporation is financed and how stakeholders view the corporation. The capital structure decision must be incorporated into overall corporate strategy and structure. For example, a corporation that wishes to project a reputation as a stable business, which produces quality products, does not want to be too highly leveraged. Similarly, the interaction between the corporation, suppliers, employees and how the business competes within its industry determines capital structure decision. Capital structure influences capital provider's investment decision, which is the key component in implementing any business strategy. We provided customized guidance to Client Corporation and their management on these complexes decision.

#### **Management Consulting**

To provide corporate management with advices we must answer four questions. These questions are:

1. What is the corporation vision?
2. What is the corporation strategy?
3. What is the corporation structure?
4. How has management molded the three parts of corporate structure into a cohesive business operation?

Once we receive management responses to these four questions, we can advises management how we can help them meet and create their stated vision, strategy and structure and mold them into a cohesive business operation.

#### *Item 4-D: Wrap Fee Programs*

As of March 9 2015, RJ Advisor does not participate in any wrap fee programs. The client pays for services provided by our custodian/broker-dealers separately.

#### *Item 4-E: Assets under Management*

As of March 9, 2015, RJ Advisor manages client assets of \$583.75 million on a discretionary basis.

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

#### *Item 5-A: RJ Advisor Fees*

We offer the following services, asset & portfolio management, financial consulting, block trading, at a fee charged on the value of the assets under management monthly or at the time of service. Additionally, we offer management consulting and trading advices for a set monetary fee. The table below sets forth the fee for each service:

<b>Service</b>	<b>Client Type</b>	<b>Monthly Amount</b>	<b>Yearly Amount</b>
Asset & Portfolio Management	Individual	.1%	1.2%
Asset & Portfolio Management	Institutional	.1%	1.2%
Asset & Portfolio Management	Defined Contribution Plans	.183% <sup>(1)</sup>	2.2% <sup>(1)</sup>
Corporate Development Advises	Corporation	\$250,000	Negotiated budget base on our hourly fee
Offering Development Advise	Corporation	\$150,000	Negotiated budget base on our hourly fee
Offering & Listing Management	Corporation	1.5% Fee	Fee is based on 1.5% of the value of the offering or 1.5% of the market value of the securities being listed on a national securities exchange
Ongoing Corporate Advisory	Corporation	\$10,000	Negotiated budget base on our hourly fee

1. Defined contribution plans are charged an additional fee that will not acceded 1% by the custodian broker dealer making the total yearly fee 2.2%;
2. In addition to the monthly asset management fee private equity funds that develop new corporation by using pieces and parts of bankrupt company's, roll-up strategies or reorganization are charged and additional \$100,000 per month in corporate development consulting fees. We also receive a performance fee of 20% see Item 6: Performance-Based Fees and Side-By-Side Management for details;

#### *Item 5-B Fee Deduction*

Fees are deducted from the clients Folio or Interactive Brokers account monthly. Each client receives a monthly statement as to the amount that will be deducted from their account. RJ Advisor does not provide any other method for paying monthly fees. The client will be charged a

fee by Folio which is disclosed in Item 5-C below. Clients with account at Interactive Brokers are charged at fee for each transaction, which also includes our fee.

#### *Item 5-C Other Fees*

Folio the broker dealer used by RJ Advisor charges a yearly fee of .25% or 25 basis points. The fees cover custodian and basket trading brokerage fees. No other fees are charged for basket trading of securities. RJ Advisor only trades through the basket trading process when accounts are custody by Folio.

#### *Item 5-D: Refund Policy*

There are no refunds on monthly fees once charged. Client must send written notice of termination of the management contract by the 15<sup>th</sup> of the month to avoid monthly fees and close their account.

#### *Item 5-E: Compensation for Sale of Securities*

RJ Advisor does not accept compensation for the sale of any securities from any person or organization.

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

Not Applicable

### **Item 7: Types of Clients**

RJ Advisor concentrates on providing services to individuals, middle market corporation and small institution. The account types managed folios are appropriate for include:

- Individual
- Joint
- Trust
- Custodial
- Corporate
- Institutional
- Traditional IRA
- Roth IRA
- Rollover IRA
- SEP IRA
- Simple IRA
- 401(k)s
- 403 (b)s

RJ Advisor has no minimum size to open or maintain an account but it is expected that all accounts under a million dollars will make monthly contributions as outlined in the financial plan that is required to be submitted with the new account application.

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

### *Item 8-A: Methods of Analysis*

#### **INVESTING IN SECURITIES INVOLVES RISK OF THE LOSS OF THE CLIENTS INVESTMENT. BEFORE ANY CLIENT INVESTS THEY SHOULD BE PREPARED TO BEAR SUCH RISK.**

RJ Advisor use fundamental analysis to evaluate the performance of prospective investment. Fundamental analysis of a business involves analyzing its financial statements and health, its management and competitive advantages, and its competitors and markets with high levels of skepticism. Fundamental analysis is performed on historical data with the goal of determining the stability of the business and the chances that the business performance will continue in the future. Only historical data is analysis due to RJ Advisor belief that an attempt to project the future is not feasible due to the amount of unforeseen and unknown events that determine the outcome of the future. All through the outcome of all investments depends to some extent on the future which cannot be predicted. The purchase of an investment on what the future might bring is speculation. An investment is purchasing assets on the performance that has been. There is always the risk of loss of investment due to the future not producing the same results as the passed and mistakes in the analysis process.

### *Item 8-B: Investment Strategies*

An investment is the commitment of funds for a predetermine period of time to receive a future payment that will provided compensation for the loss of the funds during the investment period, grow the buying power of the funds at a greater rate that the rate of inflation and that compensates the investor for the amount of uncertainty the funds will be return at the predetermine date. The investor can be a human, a government, a cooperative fund of follow investor or a corporate entity. This definition includes any type of vehicle that can produces cash flow that enables the vehicle to provide the future steam of cash flows defined above. In the case of RJ Advisor we concentrate on stocks, bonds and real estate as our primary investment vehicles.

We believe that an investments rate of return is determined by four factors the expected return of the investment, the stability of the investment, the future prospects for the investment industry, and the price at which the investment is purchased. The expected rate of return is based on the investments average free cash flow for the previous ten complete fiscal years. The stability of the investment is based on the variance of the free cash flow for the previous ten completed fiscal years. The future prospects are an analysis of the investment industry to

determine if the investment revenue sources is exscinding or descending. Finally an investment should be purchased at a price that will provided the yearly expected return if all factor remain the same as in the past. This means if you want a 15% return buy the investment at a price that is equal to a 15% return using the average free cash flows over the previous ten years.

We believe in asset diversification but we do not believe in asset allocation. We believe that asset allocation leads to losses of investment capital by limiting the amount of quality asset that can be purchased in a specified asset class. This is due to being locked in to levels of investment allocated to each asset class. There is also an above average chance that some asset class will have no assets that can be purchase at or below fair value leading to over payment. There is no other reason that leads to more investment than over paying for an investment asset. The philosophy of asset allocation is based on a belief that the movement of the market is the risk of investing. This is a philosophy we rejected as we have stated above.

We believe there are two criteria for asset selection. The first criteria are the standard deviation of the growth of revenue and free cash flows. The second criteria for asset selection are the purchase price of the asset. We believe that assets should be purchased at discount to our determined fair value. We believe that discount should be no less than a 10% discount to fair value. The discount provides for what Benjamin Graham referred to as a margin of safety. Purchasing assets with a margin of safety insurers that if a mistake is made during the analysis process capital losses will be limited by the discount. When all other factors are equal we select the assets that are trading at the largest discount to our determined fair value. We select no less than five assets and no more than 25 assets in our individual portfolios.

### **Model Portfolio Descriptions**

#### *Undervalued Securities*

All securities have an intrinsic value; the value a reasonable person would pay for the entire business in a private transaction. Our analysis determines this value before dividing it by the number of shares of stock that are outstanding. The value of each share is what we consider fair value, regardless of the quoted price of the stock. We search for stocks that are trading below what we consider fair value. Our ideal discount to fair value would be 50%, but our target is 20%, with 15% being acceptable. We consider these securities as the least risky of all stock market investments as the value is based on a long record of accomplishment. There is always some risk involved in investing, but these are just the least risky of all stock market investments. This Folio is made up of the types of securities described above.

#### *Private Equity*

From time to time, we find the opportunity to develop a new company through what is known as a roll-up transaction. This Folio is made up of these types of companies; those that have been formed by RJ Advisor and its investment company, North Sea Holdings, Inc. The

following information provides a description of how these companies are formed and funded. During our search for undervalued securities, we come across companies that are fragmented, who have not applied process-based corporate structures to their business model, and have not taken full advantage of new technologies to create a competitive edge. We then research the companies' competitors to understand their strengths and weaknesses. We determine what changes will create value in the struggling companies. Once we have a complete understanding of the competitor's weaknesses, we construct a business plan and acquire a target company around which to build the new business model. Once we have implemented the new business model, we register a common stock offering on form S-1 with the Securities and Exchange Commission. We price the company at a 20% discount to our determination of fair value and make the shares available to our clients through a direct placement. The private equity Folio continues with our mission of providing our clients with quality investments at a discount to fair value. Please click on Fair Disclosure for more information.

#### *Private Investments in Public Equity (PIPE)*

Qualified investors can purchase stock in the issuing company at a discount to the current market price per share to raise capital for the company. There are two main types of PIPE's—traditional and structured. A traditional PIPE is one in which stock, either common or preferred, is issued at a specified price to raise capital for the issuer. A structured PIPE, on the other hand, issues debt that is convertible into common or preferred stock. This financing technique is popular due to the relative efficiency in time and cost of PIPE's. In a PIPE offering, there are fewer regulatory issues with the SEC and there is no need for an expensive roadshow, lessening both the costs and time it takes to receive capital. PIPE's are great for small- to medium-sized public companies, which have a hard time accessing equity financing.

### **Types of Portfolio Allocation**

Each of our Model Portfolio Descriptions represents a model portfolio of stocks. Through technology, we can purchase individual securities or a fraction of individual securities that make up the model portfolio based on an allocation percentage assigned to the model. Additionally, we can create a unique mixture of each of our three models for you, based on your answers to the ten questions we pose when you open an account. Below is an estimate of what the mixture will look like based on your personal score.

#### **Conservative Allocation**

*Score of 10-20*

Eighty % Undervalued

Fifteen % Private Equity

Five % PIPE

## **Moderate Allocation**

*Score of 21-30*

Sixty-Five % Undervalued

Twenty-Five % Private Equity

Ten % PIPE

## **Aggressive Allocation**

*Score of 31-40*

Fifty % Undervalued

Thirty-Five % Private Equity

Fifteen % PIPE

**THERE IS ALWAYS THE RISK OF LOSS OF INVESTMENT DUE TO THE FUTURE NOT PRODUCING THE SAME RESULTS AS THE PASSES AND MISTAKES IN THE ANALYSIS PROCESS.**

### *Item 8-C: Risk of Loss*

We believe the risk of an investment is the standard deviation of the rate growth and of free cash flows previous ten years. If the growth rate and the free cash flow produced by an investment has a large variance from year to year the investment has a greater level of risk than an investment where there is a small rate of variance. The rate of an investment has nothing to do with the movement of a financial or real estate market. Risk is fully determined by the variance of growth and free cash flows. The reason an investor is making an investment is for the stream of cash flows the investment will make in the future. If the market declines and the investment is still producing growth and free cash flows its value has not decline just its popularity. The more unpopular a quality investment becomes the cheaper the purchase price and the greater the investors return.

## **Item 9: Disciplinary Information**

### *Item 9-A: Criminal or Civil Action*

On December 10, 1980 serving in the United States Air Force Robert Wilson was involved in an accident that left him clinically dead due to a traumatic brain injury. The Air Forces Medical Team was able to revive him but the brain injury left Mr. Wilson with a diagnosis of a psychological disorder. Mr. Wilson suffered with the disorder until Veteran Administration Researcher studying TBI discovered that 35% of all TBI victims' diagnosis with

psychological disorder was in fact suffering from sleep apnea. Mr. Wilson is currently being treated for the sleep apnea at the Veterans Administration Hospital in Northport New York. The result of neuropsychological examination show Mr. Wilson visual memory has been impaired but his verbal memory function normally.

During the period of misdiagnosis and Mr. Wilson struggle to hold employment he was working as a contracted consultant helping arrange presentation to the stock brokerage community. On December 7, 2001 a presentation was held for a company at Spark's Steakhouse in New York City at the end of the evening the staff approached Mr. Wilson for payment. Mr. Wilson informed the staff that the owner of the client company was to pay their bill. The owner was no were to be founded so Mr. Wilson told the staff he would leave a personal check but it could not be cashed as the account had no funds. Mr. Wilson stated he would try to get the client to replace the check on the following Monday December 10, 2001. The staff deposit Mr. Wilson check that evening in their night deposit. When the check bounced and the client did not pay Spark's had Mr. Wilson charged with Grand Larceny by issuance of a Bad Check in the third degree.

During the trial, the staff of Spark's admitted on the witness stand that Mr. Wilson told them not to cash the check there was no money in the account. Event with over 200 years of president of New York Law that this was not a crime the judge refused to drop the charges. Mr. Wilson was convicted of the charged and was sentence to 6 months in jail and 5 years on probation. On April 30, 2009 the trial Judge had was replace and the new Judge granted Mr. Wilson a Relief from Civil Disabilities allowing him to return to work in the securities industry. Mr. Wilson is just now returning to work as he face a blood disorder that was the result of chemical exposer during his service in the Air Forces.

*Item 9-B: Federal and State Regulatory Proceedings*

Not Applicable

*Item 9-C: Self-Regulatory Organization Proceedings*

In March of 1989 Mr. Wilson was ask by a company name Corporate Consultants to negotiate the sale of a patent they owned to a public company named Enter Craft. Mr. Wilson asked the owner of the firm Mr. Wilson was working for Ralf DeVito if I need his permission he said no. Mr. Wilson further checked this statement with Tim Worley an NASD (now FINRA) regulation officer with District 6 if he needed permission, he also said no. Once the patent was sold Corporate Consultants told Mr. Wilson they did not have the funds to pay his fee would he take restricted stock of Enter Craft for his fee, after checking with both Mr. DeVito and Worley again Mr. Wilson agreed to take the stock. Before the stock was issued to Mr. Wilson a member of Corporate Consultants which was a member owned think tank ask if Mr. Wilson would accepted \$12,000 for the stock and then the stock could be issued to the member and Mr. Wilson would receive cash. After again checking with both Mr. DeVito and Worley Mr. Wilson was told

this was ok as the stock was never issued to him and the person providing the cash was a member of Corporate Consultants the firm that hired Mr. Wilson. After taking the cash and leaving the employment of Mr. DeVito the NASD charged Mr. Wilson with selling the stock without permission. Because Mr. Wilson had dates and names of his conversation with the NASD they agreed to accept a \$1,000 fine and 2 week suspension. Mr. Wilson made the agreement because he was not working in the securities industry at the time and it was cheaper than fighting them in court. The NASD acknowledge that Mr. Wilson had done nothing wrong when in accepting the settlement they made the following statement “In determining to accept respondents offer, the Committee has consider several mitigating factors. Respondent Wilson has not been involved in any similar misconduct prior to the acts which gave rise to the instant complaint. The conduct in this case does not represent the usual “selling away” pattern. The respondent herein had been contracted to perform certain services for a group of private investors. Under the Rules of Fair Practice then in effect, respondent Wilson was not required to obtain prior approval from his employer/member for the contract. Pursuant to his agreement, respondent Wilson was to receive \$40,000 from Corporate Consultants as compensation for his services in assisting them in selling rights to manufacture certain equipment to enter Craft, Inc. The respondent has maintained from the outset that he advised the branch manger of his employer/member of his arrangement with Corporate Consultants and that he was advised that no written request for approval was required. The respondent has further asserted, he was advised that Corporate Consultants did not have sufficient cash to pay him the agreed upon fee. He was offered shares of Enter Craft, in lieu of cash. After several months, and prior to receiving any Enter Craft stock, respondent Wilson received cash in lieu of the promised stock.” Anyone wishing a copy of the settlement will receive one by requested.

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

*Item 10-A: Management Register with a Broker/Dealer*

Not Applicable

*Item 10-B: Management Register with Futures Commission*

Not Applicable

*Item 10-C: Material Relationships or Arrangements*

Not Applicable

Item 10-D: Selection of Other Investment Advisor

Not Applicable

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

### *Item 11-A: Code of Ethics*

RJ Advisor Code of Ethics is based on the fundamental principle that RJ Advisor and its associates must put client's interest first. This Code of Ethics and other written policies and procedures contain procedural requirements that associates must follow to meet legal and regulatory requirements. The Code of Ethics and other written policies and procedures instruct associates to use RJ Advisor assets, including confidential information, only for legitimate business purposes and not for their own personal benefit. Associates may not take advantage of their position for the purpose of furthering any private interest or as a means to making any personal gain. Associates must maintain the confidentiality of client information in accordance with RJ Advisor privacy and confidentiality policies. A copy of the Code of Ethics is available on request to any client or prospective client.

### *Item 11-B: Participation or Interest in Client Transactions*

All RJ Advisor associated individuals are strictly forbidden from participating in or holding an interest in any security recommended and purchased for client account. The only exception to this rule is the purchase of folios by RJ Advisor associated personnel. See below for the restrictions as they relate to folio purchases. RJ Advisor does not deal in securities; the company only recommends and places buy and sell orders for its clients through the use of the RJ Advisor folios. Folios are a trademarked product of Folio an SEC and FINRA registered broker-dealer.

### *Item 11-C & D: Recommendation and Personal Trading*

RJ Advisor personnel are only allowed to purchase folios as a client of the company. Folio the broker-dealer who conducts all transactions in the folio product purchases securities in baskets at set trading windows during the trading day. Folio uses twice-daily basket trading windows. These Windows are 11 AM and 2 PM. RJ Advisor affiliated personnel can only purchase folios at the 11 AM Monday window. Any client whose account is traded at that time will receive the same price for their securities as RJ Advisor affiliated personnel.

## **Item 12: Brokerage Practices**

### *Item 12-A: Factors in Selecting Broker/Dealer*

#### Asset and Portfolio Management Clients

Individual and Institutional asset and portfolio management accounts, other than block trades (See below), must use Folio Institutional as their broker-dealer. The reasoning behind the use of Folio is twofold.

1. The process, which is described below.
2. The ability to traded commission free.

Folio charges a yearly quarter percent (.25%) fee on the total assets of a client's account for custodial services and brokerage transactions. This fee is in addition to RJ Advisor fee and is charged quarterly at the rate of .0625%. The windows trades are an efficient way for long-term investors to acquire securities. Trades are grouped together twice a day for execution and provide the following advantages:

- The ability to buy and sell an entire portfolio in a single transaction;
- Unlimited trades with no commissions, no transaction fees, and no ticket charges;
- The ease of placing orders in dollar amounts rather than share amounts; and
- The capability of buying and selling whole or fractional shares.

The following is a description of Folio's commission-free windows trading system. Orders are collected until either 11:00 a.m. or 2:00 p.m., which are the trading deadlines. The execution of the window trade orders begins at this deadline and is completed within one hour. During the processing of window trades, Folio internally matches the collected orders when possible and executes them at the midpoint between the bid/ask spread in the market to save the investor money. For example, if the bid (sell) price for a stock in the market is \$20.00 and the ask (buy) price is \$20.10; the spread is \$0.10 per share. Folio would execute this trade internally at \$20.05 saving you \$0.05 in spread. The orders that cannot be match internally are sent to the market for execution. The client receives a detailed trade confirmation within 24 hours of trade execution.

*Item 12-A (1): Research and Other Soft Dollar Benefits to RJ Advisor*

RJ Advisor does not receive or accept any soft dollar benefits from any broker/dealer or third party. All research and data to conducted research is paid for by RJ Advisor from the fees it charges clients.

*Item 12-A (2): Brokerage for Client Referrals*

Not Applicable

*Item 12-A (3): Directed Brokerage*

Not Applicable

**Item 13: Review of Accounts**

*Item 13-A: Periodical Review of Client Accounts*

Robert Wilson monitors the securities that make up the model portfolio (folio) on a daily basis. Additional information is continuously gathered about each business, its industry and the overall economy. When securities have reached a target sales price they are sold. The model portfolio (folio) is generally only adjusted for additional securities being added as RJ Advisor

has a long-term philosophy and believes that most securities will be held for a lifetime. Part of the monitoring process is an adjustment yearly to the targeted sell (full valuation) place on each security that makes up the model portfolio (folio).

*Item 13-B: Reviews other than Periodical*

The client's financial plans are reviewed and revised on a yearly basis by the investment advisor representative/financial planner that has submitted the account to RJ Advisor. Robert Wilson does not have regular contact with clients but will review accounts before year end if there is a major change to the client's financial goals. Client contact is the responsibility of the investment advisor representatives/ financial planners who are the clients contact point. RJ Advisor urges representatives to have monthly contact with each of their financial planning clients to answer any and all questions they may have about their financial position.

*Item 13-C: Regular Reports*

A year end letter explaining RJ Advisor position on each security in the model portfolio is sent to each client by the second week of January.

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

Not Applicable

*Item 14-A: Economic Benefits for Referrals*

Not Applicable

*Item 14-B: Compensation of Non-supervised Personal*

Not Applicable

**Item 15: Custody**

At all, times all client funds and securities are in the custody and under the control of Folio Institutional or Interactive Brokers both firms are self-clearing broker-dealer registered with FINRA and the United States Securities and Exchange Commission. Clients will receive statements at least quarterly from the custodian Folio Institutional or Interactive Brokers and the client should review the statement carefully and compare it to any reports received from RJ Advisor, LLC. For more information on statements visit [www.folioinstitutional.com](http://www.folioinstitutional.com) or [www.interactivebrokers.com](http://www.interactivebrokers.com)

**Item 16: Investment Discretion**

RJ Advisor receives limited discretion from its clients to buy and sell orders on their behalf to Folio. The client can limit this discretion by preventing RJ Advisors from selling certain securities as determined by the client at any time. The client must notify RJ Advisors in

writing of any securities they do not wish to sell. Purchases are by the securities selected to make up the model portfolio and may not be limited by the client. RJ Advisors exercise its discretion by submitting buy and sell orders to Folio through their Internet-based model portfolio system. Clients exercise a power of attorney authorizing the limited discretion during the account opening process with Folio and as an inclusion in the client contract signed with RJ Advisor. The client has a right to withdraw this authorization at any time.

#### **Item 17: Voting Client Securities**

RJ Advisor does not vote client proxies but does advise clients as to what would best enhance the stability of the businesses of the portfolio companies. Folio Institutional and Interactive Brokers provide online voting system that can be access at their websites visit [www.folioinstitutional.com](http://www.folioinstitutional.com) or [www.interactivebrokers.com](http://www.interactivebrokers.com).

#### **Item 18: Financial Information**

##### *Item 18-A: Prepayment of Fees*

RJ Advisor does not require prepayment of amounts greater than \$500 nor do we hold client funds or securities so we are not required to provide financial information.

##### *Item 18-B: Discretionary Authority*

Not Applicable

##### *Item 18-C: Bankruptcy Petition*

Not Applicable

#### **Item 19: State-Registered Advisers**

##### *Item 19-A: Principal's Formal Education and Previous 5 Year Business Background*

Robert Wilson is the managing member and portfolio manager of RJ Advisor, LLC. Mr. Wilson is 55 years old and has obtained a Bachelors of Science Degree in the Management of the Sports Industry and a Master of Science Degree in Finance and Financial Services from the University of New Haven. Mr. Wilson is the completion of his dissertation away from obtaining his Doctorate of Business Administration from Walden University. Mr. Wilson believes that he will obtain his doctorate in 2015. His dissertation is entitled "The Unwillingness to Capitalizes Business Development: Who is at Fault?"

In 2008, Mr. Wilson became ill from chemical exposures that occurred during his service in the United States Air Force. In December of 2012, Mr. Wilson was cleared to return to work and started developing the concept of RJ Advisor.

*Item 19-B: Other Business Ventures*

Not Applicable

*Item 19-C: Other Advisory Compensation*

Not Applicable

*Item 19-D: Other Disciplinary Items*

Not Applicable

*Item 19-D Other Relationship with Issuer of Securities*

Not Applicable

Part 2B Form ADV

Item 1

Robert A. Wilson  
19 Mary's Lane  
Southampton, NY 11968  
631-871-4945

March 9, 2015

This brochure supplement provides information about Robert A. Wilson that supplements the RJ Advisor brochure. You should receive a copy of that brochure. Please contact Robert Wilson Managing Member at 631-871-4945 or [raw1292@optonline.net](mailto:raw1292@optonline.net) if you did not receive RJ Advisor, LLC brochure or if you have any question about the contents of this supplement.

Additional information about Robert A. Wilson is available on the SEC's web site at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## **Item 2: Educational Background and Past 5 Years Business Experience**

Robert Wilson is the managing member and portfolio manager of RJ Advisor, LLC. Mr. Wilson is 55 years old and has obtained a Bachelors of Science Degree in the Management of the Sports Industry and a Master of Science Degree in Finance and Financial Services from the University of New Haven. Mr. Wilson is the completion of his dissertation away from obtaining his Doctorate of Business Administration from Walden University. Mr. Wilson believes that he will obtain his doctorate in early 2014. His dissertation is entitled "The Unwillingness to Capitalizes Business Development: Who is at Fault?"

In 2008, Mr. Wilson became ill from chemical exposures that occurred during his service in the United States Air Force. In December of 2012, Mr. Wilson was cleared to return to work and started developing the concept of RJ Advisor.

## **Item 3: Disciplinary Information**

### *Item 3-A: Criminal and Civil Proceeding*

On December 10, 1980 serving in the United States Air Force Robert Wilson was involved in an accident that left him clinically dead due to a traumatic brain injury. The Air Forces Medical Team was able to revive him but the brain injury left Mr. Wilson with a diagnosis of a psychological disorder. Mr. Wilson suffered with the disorder until Veteran Administration Researcher studying TBI discovered that 35% of all TBI victims' diagnosis with psychological disorder was in fact suffering from sleep apnea. Mr. Wilson is currently being treated for the sleep apnea at the Veterans Administration Hospital in Northport New York. The result of neuropsychological examination show Mr. Wilson visual memory has been impaired but his verbal memory function normally.

During the period of misdiagnosis and Mr. Wilson struggle to hold employment he was working as a contracted consultant helping arrange presentation to the stock brokerage community. On December 7, 2001 a presentation was held for a company at Spark's Steakhouse in New York City at the end of the evening the staff approached Mr. Wilson for payment. Mr. Wilson informed the staff that the owner of the client company was to pay their bill. The owner was no were to be founded so Mr. Wilson told the staff he would leave a personal check but it could not be cashed as the account had no funds. Mr. Wilson stated he would try to get the client to replace the check on the following Monday December 10, 2001. The staff deposit Mr. Wilson check that evening in their night deposit. When the check bounced and the client did not pay Spark's had Mr. Wilson charged with Grand Larceny by issuance of a Bad Check in the third degree.

During the trial the staff of Spark's admitted on the witness stand that Mr. Wilson told them not to cash the check there was no money in the account. Event with over 200 years of president of New York Law that this was not a crime the judge refused to drop the charges. Mr. Wilson was convicted of the charged and was sentence to 6 months in jail and 5 years on

probation. On April 30, 2009 the trial Judge had was replace and the new Judge granted Mr. Wilson a Relief from Civil Disabilities allowing him to return to work in the securities industry. Mr. Wilson is just know returning to work as he face a blood disorder that was the result of chemical exposer during his service in the Air Forces.

*Item 3-B: Federal and State Regulatory Proceeding*

Not Applicable

*Item 3-C: Self-Regulatory Organization Proceeding*

Not Applicable

**Item 4: Other Business Activities**

*Item 4-A: Investment Related Business*

Not Applicable

*Item 4-B: Other Business Activities*

Not Applicable

**Item 5: Additional Compensation**

Mr. Wilson does not receive any additional compensation from any sources than salary paid to him by RJ Advisor, LLC.

**Item 6: Supervision**

RJ ADVISOR, LLC has adopted the following procedures to encourage compliance with our requirements as a Registered Investment RJ Advisor, LLC under the Investment Advisors Act of 1940 (“Advisors Act”). Employees are expected to be familiar with and to follow the firm’s policies. Supplemental information to these policies and procedures is incorporated as appendices.

The Advisors Act imposes a fiduciary duty on investment advisors. As a fiduciary, RJ Advisor, LLC has a duty of utmost good faith to act solely in the best interests of each of our clients. This fiduciary duty is the core principle underlying this policy, and represents the expected basis of all of our dealings with our clients.

The Managing Member of RJ Advisor, LLC will be responsible for general supervision of the firm and is currently, Robert A. Wilson the Managing Member will meet on a regular basis, but no less frequently than on an annual basis, to review and address compliance and supervisory issues of the firm. The Managing Member will also review the results of an annual review of the firm’s compliance program. Robert A. Wilson is designated as the firm’s Chief Compliance Officer (“CCO”) and is responsible for day-to-day compliance matters of the firm. Mr. Wilson can be reached at 631-871-4945.

Any RJ Advisor, LLC employee with questions or concerns regarding this policy or compliance matters should consult the CCO or Compliance Administrator.

### **Sanctions**

Upon discovery of a violation of these policies, the Managing Member may impose such sanctions as he/she deems appropriate, including, among other sanctions, a verbal warning, a letter of censure or suspension, or termination of the employment of the violator.

### **Item 7: Requirements for State Registered Advisor**

*Item 7-A: Additional Disclosers*

Not Applicable

*Item 7-B: Bankruptcy Petition*

Not Applicable