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BROCHURE AND SUPPLEMENT

May 31, 2017

This Brochure provides information about the qualifications and business practices of PSA Financial Advisors, Inc. If you have questions about the contents of this document, please contact us at (410) 821-7766. 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.

PSA Financial Advisors, Inc., is a registered investment advisor firm. Registration as an investment adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about PSA Financial Advisors, Inc., also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Material Changes

This Item discusses and summarizes only the material changes, if any, that have been made to the Brochure since it was last updated. This Brochure is current as of January 24, 2017.

We have discontinued all asset management and financial planning. Our business is now limited to receiving referral fees from United Capital Financial Advisors, LLC, which is also a registered Investment Advisor.

We have terminated all advisory agreements with clients, and terminated the registration of all registered investment adviser representatives of PSA Financial Advisors, Inc., except Trevor C. Lewis, Jr. (Managing Director).

We will provide clients with a new Brochure upon request, or as necessary based on changes or new information, without charge.

Additional information about PSA Financial Advisors, Inc., also is available on the SEC's website at www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with PSA Financial Advisors, Inc., who are registered, or are required to be registered, as investment adviser representatives of PSA Financial Advisors, Inc.

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Item 4 – Advisory Business

The firm's business is limited to receiving referral fees from United Capital Financial Advisers, LLC, which is a registered Investment Advisor. PSA Financial Advisers, Inc., became registered in 1989. The firm is wholly owned by PSA Holdings, Inc. Trevor C. Lewis, Jr., is the majority shareholder of its parent company.

The firm does not offer investment management or planning services to clients. The firm has entered into an arrangement with United Capital Financial Advisers, LLC, to refer potential clients. If the referred potential client engages United Capital Financial Advisers, LLC, to serve as the client's investment adviser, PSA Financial Advisers, Inc., will receive a portion of the fee charged to the client. PSA Financial Advisers, Inc., may pay a share of its referral fee to the registered investment adviser representative who refers the client. Neither PSA Financial Advisers, Inc., nor its registered investment adviser representatives will have any role in providing any portfolio management or financial planning to the client. PSA Financial Advisers, Inc., does not tailor its services to the individual needs of any potential client. If clients wish to impose restrictions on investing in certain securities or types of securities, they must make those arrangements through United Capital Financial Advisers, LLC.

PSA Financial Advisers, Inc., does not manage any client assets on a discretionary or non-discretionary basis.

Item 5 – Fees and Compensation

PSA Financial Advisers, Inc., is compensated by United Capital Financial Advisers, LLC, for referrals of potential clients. If the referred potential client engages United Capital Financial Advisers, LLC, to serve as the client's investment adviser, then PSA Financial Advisers, Inc., will receive 20% of the fee charged to the client by United Capital Financial Advisers, LLC.

PSA Financial Advisers, Inc., receives payment directly from United Capital Financial Advisers, LLC. PSA Financial Advisers, Inc., does not deduct any fees from clients' assets or bill clients for any fees incurred. The clients pay United Capital Financial Advisers, LLC, directly, in accordance with each client's investment advisory agreement with United Capital Financial Advisers, LLC. While the fees paid by clients to United Capital Financial Advisers, LLC, may be negotiable between the client and that investment adviser, the percentage paid as a referral fee to PSA Financial Advisers, Inc., pursuant to its arrangement with United Capital Financial Advisers, LLC, is not negotiable.

No fees, expenses or other transaction costs are charged to the client by PSA Financial Advisers, Inc. If a potential client elects to engage United Capital Financial Advisers, LLC, to provide investment advice, the client will pay advisory fees to United Capital Financial Advisers, LLC, as well as other fees or expenses. Clients may also incur brokerage and

other transaction costs. Potential clients should review the Form ADV Part 2 or other Brochure provided by United Capital Financial Advisers, LLC, before deciding whether to engage that investment adviser. That document will provide information about the firm, as well as any potential fees and other expenses.

For information on how clients of United Capital Financial Advisers, LLC, can receive a pro-rata refund of advisory fees paid in advance to that firm, clients should review the Form ADV Part 2 or other Brochure provided by United Capital Financial Advisers, LLC, or contact United Capital Financial Advisers, LLC, directly. If United Capital Financial Advisers, LLC, fails to provide a client with a pro-rata refund of the full amount of advisory fees charged to that client in advance and unearned as of the date of termination of their advisory relationship, upon request by the client and confirmation of a failure by United Capital Financial Advisers, LLC, to make a full pro-rata refund, PSA Financial Advisers, Inc., will refund the pro-rata portion of its referral fee attributable to the unearned advisory fees.

PSA Financial Advisers, Inc., and its supervised persons have a financial incentive to recommend that potential clients consider engaging United Capital Financial Advisers, LLC, to provide investment advisory services, rather than making other referrals specifically based on a client's needs. Please see Item 10, below, for additional information relating to these financial incentives. There is no requirement that any potential client engage United Capital Financial Advisers, LLC. Each client must make that decision independently.

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

In this item, investment advisers must disclose if they or their supervised persons accept performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client), or if they or their supervised persons manage both accounts that are charged a performance-based fee and accounts that are charged another type of fee, such as hourly or flat fee or an asset-based fee. PSA Financial Advisers, Inc., has no disclosures applicable to this item. It has no client accounts and does not provide investment management or planning services to clients.

Item 7 – Types of Clients

PSA Financial Advisers, Inc., does not provide investment management or planning services to any clients.

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

PSA Financial Advisors, Inc., does not provide investment management or planning services to any clients. Investing in securities involves risk of loss that clients should be prepared to bear.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's or prospective client's evaluation of an advisory firm or the integrity of a firm's management. PSA Financial Advisors, Inc., and its representative do not have any information required to be disclosed in this item.

Item 10 – Other Financial Industry Activities and Affiliations

PSA Financial Advisors, Inc., is affiliated with and shares common space with other financial services firms.

Trevor C. Lewis, Jr., is the ultimate owner and an officer of other financial services firms. As a result of the sale of the asset management business of PSA Financial Advisors, Inc., to United Capital Partners (the parent company of United Capital Financial Advisers, LLC), PSA Financial Advisors, Inc., owns a small (less than approximately 1%) equity interest in United Capital Partners. In addition, as a result of the sale of the asset management business of PSA Financial Advisors, Inc., to United Capital Partners, PSA Financial Advisors, Inc., is entitled to be paid a percentage of the growth of the revenue of the business unit to be calculated at some point after 18 months after the closing of that sale. Mr. Lewis is the indirect majority owner of PSA Financial Advisors, Inc.

We note that a conflict of interest exists for Advisers and representatives who recommend the services of a third-party manager or asset allocator who has agreed to share a portion of its management fee with Adviser, as opposed to other managers who have not agreed to pay compensation. The same conflict exists for an Adviser or representative who has a financial interest in the revenue growth or other financial success of another adviser whose services it is recommending, as opposed to other advisers in whom the Adviser has no interest. At this time, PSA Financial Advisors, Inc., does not recommend any investment adviser or third party manager other than United Capital Financial Advisers, LLC. The potential client should be aware that PSA Financial Advisors, Inc., and its representatives have a conflict of interest in recommending United Capital Financial Advisers, LLC, over the possibility of recommending another adviser or third party manager who does not pay a referral fee and/or in which they have no financial interest. Clients referred to United Capital Financial Advisers, LLC, by PSA Financial Advisors, Inc., do not pay a higher (or lower) fee than if the client directly or separately obtained the

services of United Capital Financial Advisers, LLC, without referral by the firm. No potential client is under any obligation to engage United Capital Financial Advisers, LLC.

Item 11 – Code of Ethics

PSA Financial Advisors, Inc., does not maintain a written Code of Ethics.

Item 12 – Brokerage Practices

PSA Financial Advisors, Inc., does not select or recommend broker-dealers.

Item 13 – Review of Accounts

PSA Financial Advisors, Inc., does not engage in providing investment management services. It does not review client accounts or financial plans.

Item 14 – Client Referrals and Other Compensation

PSA Financial Advisors, Inc., is compensated by United Capital Financial Advisers, LLC, for referrals of potential clients. If the referred potential client engages United Capital Financial Advisers, LLC, to serve as the client's investment adviser, PSA Financial Advisors, Inc., will receive a portion of the fee charged to the client by United Capital Financial Advisers, LLC. PSA Financial Advisors, Inc., may pay a share of its referral fee to the registered investment adviser representative who refers the client.

We note that a conflict of interest exists for Advisers and representatives who recommend the services of a third-party manager or asset allocator who has agreed to share a portion of its management fee with Adviser, as opposed to other managers who have not agreed to pay compensation. The same conflict exists for an Advisor or representative who has a financial interest in the revenue growth or other financial success of the advisor whose services it is recommending, as opposed to other advisors in whom the Advisor has no interest. See Item 10, above, for more information relating to this financial interest. At this time, PSA Financial Advisors, Inc., does not recommend any investment adviser or third party manager other than United Capital Financial Advisers, LLC. The potential client should be aware that PSA Financial Advisors, Inc., and its representatives have a conflict of interest in recommending United Capital Financial Advisers, LLC, over the possibility of recommending another adviser or third party manager who does not pay a referral fee and/or in which they have no financial interest. Clients referred to United Capital Financial Advisers, LLC, by PSA Financial Advisors, Inc., do not pay a higher (or lower) fee

than if the client directly or separately obtained the services of United Capital Financial Advisers, LLC, without referral by the firm. No potential client is under any obligation to engage United Capital Financial Advisers, LLC.

Item 15 – Custody

PSA Financial Advisers, Inc., does not have custody of any client funds or assets, and does not issue account statements.

Item 16 – Investment Discretion

PSA Financial Advisers, Inc., does not manage securities accounts on behalf of clients.

Item 17 – Voting Client Securities

PSA Financial Advisers, Inc., does not have and will not accept authority to vote client securities. Investors generally receive proxies and other solicitations from their broker-dealers or custodians. Investors may not contact PSA Financial Advisers, Inc., with questions about any particular solicitation, as PSA Financial Advisers, Inc., has no clients, and does not provide investment advice.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide certain financial information or disclosures about their financial condition under certain circumstances, which do not apply to PSA Financial Advisers, Inc.

Item 19 – Requirements for State-Registered Advisers

A. The principal executive officer and sole management person of PSA Financial Advisers, Inc., is Trevor C. Lewis.

Mr. Lewis received a bachelor's degree from the University of Baltimore. He is a Certified Financial Planner™ ("CFP®").¹ The CFP® is a professional certification for financial planners conferred by the Certified Financial Planner Board of Standards, Inc., in the United States. To use the designation, the candidate must meet education, examination, experience and ethics requirements, and pay an ongoing certification fee.

¹ "Certified Financial Planner" is a trademark of the Certified Financial Planner Board of Standards, Inc. The "CFP" is copyrighted.

The information relates specifically to CFP® certification in the United States. Prior to 2007, the educational standards did not require a bachelor's degree.

From 1972 to the present, Mr. Lewis has been an owner, and has served as Managing Director of, PSA Insurance & Financial Services. From 1984 to the present, Mr. Lewis has been Managing Director and a Registered Investment Advisor Representative of PSA Financial Advisors, Inc.

B. PSA Financial Advisors, Inc., is not actively engaged in any other business.

C. Neither PSA Financial Advisors, Inc., nor any of its supervised persons is compensated for advisory services with performance-based fees.

D. In 2007, the firm was involved in administrative proceeding no. 2007-0210, before the Securities Commissioner of Maryland, arising out of the activities of a former representative. The representative improperly exercised dominion and control over the assets of a client with whom the representative had formed a relationship before joining the firm. On February 11, 2008, the firm settled the matter by entering into a Consent Order in which the firm agreed, without admitting or denying the statement of facts and findings of fact and conclusions of law, to make restitution to the client in specific amounts and to undertake certain efforts to enhance its policies and procedures.

E. Neither PSA Financial Advisors, Inc., nor any of its management persons has any relationship or arrangement with any issuer of securities.

BROCHURE SUPPLEMENT FOR TREVOR C. LEWIS, JR.

Item 1. Cover page.

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May 30, 2017

This brochure supplement provides information about Trevor C. Lewis, Jr., that supplements the PSA Financial Advisors, Inc., brochure. You should have received a copy of that brochure. Please contact Mr. Lewis if you did not receive the firm's brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Lewis is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience.

Mr. Lewis was born in 1948. *For further information, see Item 19A of the firm's Brochure.*

Item 3. Disciplinary Information.

Mr. Lewis has no information required to be disclosed in response to this item.

Item 4. Other Business Activities.

See Item 10 and Item 19A of the firm's Brochure. In addition, Mr. Lewis is a member of the Board of Directors of Carroll Fuel, for which he is compensated; this activity represents less than 10% of his time and income.

Item 5. Additional Compensation.

See Item 5, Item 10 and Item 19 of the firm's Brochure.

Item 6. Supervision.

Mr. Lewis is the principal, Chief Compliance Officer and sole registered representative of the firm. He is responsible for supervising the firm's activities.

Item 7. Requirements For State-Registered Advisers.

In 1990, Mr. Lewis entered into a settlement with the National Association of Securities Dealers, Inc. ("NASD"), in which he and his firm agreed jointly to pay \$2,500 and to accept a censure to resolve NASD's allegations that signing agreements on behalf of the firm constituted acting in a principal capacity without registration.