

L&L Partners Wealth Management, LLC

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of L&L Partners Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (845) 368-1103 or by email at: info@llpartnerswealth.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 L&L Partners Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. L&L Partners Wealth Management, LLC's CRD number is: 140077.

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Registration does not imply a certain level of skill or training.

Version Date: 02/21/2024

Item 2: Material Changes

The last annual updating amendment of L&L Partners Wealth Management, LLC was on 03/09/2023. Material changes relate to L&L Partners Wealth Management, LLC's policies, practices or conflicts of interests only.

Item 3: Table of Contents

Item 1: Cover Page

Item 2: Material Changes.....	ii
Item 3: Table of Contents.....	iii
Item 4: Advisory Business	2
A. Description of the Advisory Firm	2
B. Types of Advisory Services	2
Selection of Other Advisers.....	3
C. Client Tailored Services and Client Imposed Restrictions.....	3
D. Wrap Fee Programs.....	4
E. Assets Under Management.....	4
Item 5: Fees and Compensation.....	5
A. Fee Schedule	5
Selection of Other Advisers Fees	5
B. Payment of Fees.....	5
Payment of Selection of Other Advisers Fees.....	6
C. Client ResponsibilityFor Third Party Fees	6
D. Prepayment of Fees	6
E. Outside Compensation For the Sale of Securities to Clients.....	6
Item 6: Performance-Based Fees and Side-By-Side Management	6
Item 7: Types of Clients	6
Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss.....	7
A. Methods of Analysis and Investment Strategies.....	7
B. Material Risks Involved.....	7
C. Risks of Specific Securities Utilized.....	9
Item 9: Disciplinary Information	10
A. Criminal or Civil Actions	10
B. Administrative Proceedings	10
C. Self-regulatory Organization (SRO) Proceedings	10
Item 10: Other Financial Industry Activities and Affiliations.....	10

A. Registration as a Broker/Dealer or Broker/Dealer Representative	10
B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor	10
C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests.....	10
D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections	11
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	12
A. Code of Ethics	12
B. Recommendations Involving Material Financial Interests.....	12
C. Investing Personal Money in the Same Securities as Clients.....	12
D. Trading Securities At/ Around the Same Time as Clients' Securities.....	12
Item 12: Brokerage Practices	13
A. Factors Used to Select Custodians and/or Broker/Dealers	13
1. Research and Other Soft-Dollar Benefits.....	13
2. Brokerage for Client Referrals.....	13
3. Clients Directing Which Broker/Dealer/Custodian to Use	13
B. Aggregating (Block) Trading for Multiple Client Accounts	14
Item 13: Reviews of Accounts	14
A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews	14
B. Factors That Will Trigger a Non-Periodic Review of Client Accounts.....	14
C. Content and Frequency of Regular Reports Provided to Clients	14
Item 14: Client Referrals and Other Compensation.....	14
A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes).....	14
B. Compensation to Non – Advisory Personnel for Client Referrals	15
Item 15: Custody	15
Item 16: Investment Discretion.....	15
Item 17: Voting Client Securities (Proxy Voting)	15
Item 18: Financial Information.....	15
A. Balance Sheet.....	15
B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients.....	16

C. Bankruptcy Petitions in Previous Ten Years.....	16
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Item 4: Advisory Business

Business Description

We provide services to individuals, high-net-worth individuals, charitable organizations and corporations or business entities concerning fixed income securities, equities and ETFs (including ETFs in the gold and precious metal sectors). As a registered investment adviser, we are held to the highest standard of client care – a fiduciary standard. As a fiduciary, we always put our client's interests first and must fully disclose any potential conflict of interest. We do not hold customer funds or securities.

A. Description of the Advisory Firm

L&L Partners Wealth Management, LLC (hereinafter "L&L") is a Limited Liability Company organized in the State of New York.

The firm was formed in April 2006, and the principal owners are Dagan LaCorte and Alberto Libertini.

B. Types of Advisory Services

Portfolio Management Services

L&L offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. L&L creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels) and then constructs a plan to aid in the selection of a portfolio that matches each client's specific situation. Portfolio management services include, but are not limited to, the following:

- | | |
|-----------------------|--------------------------------|
| • Investment strategy | • Personal investment policy |
| • Asset allocation | • Asset selection |
| • Risk tolerance | • Regular portfolio monitoring |

L&L evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. L&L will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

L&L seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of L&L's economic, investment or other financial interests. To meet its fiduciary obligations, L&L attempts to avoid, among

other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, L&L's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is L&L's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Selection of Other Advisers

L&L may direct clients to third-party investment advisers. Before selecting other advisers for clients, L&L will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where L&L is recommending the adviser to clients.

Services Limited to Specific Types of Investments

L&L generally limits its investment advice to fixed income securities, equities and ETFs (including ETFs in the gold and precious metal sectors). L&L may use other securities as well to help diversify a portfolio when applicable.

Written Acknowledgement of Fiduciary Status

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours. Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

C. Client Tailored Services and Client Imposed Restrictions

L&L will tailor a program for each individual client. This will include an interview session to get to know the client's specific needs and requirements as well as a plan that will be executed by L&L on behalf of the client. L&L may use "model portfolios" together with a specific set of recommendations for each client based on their personal restrictions, needs,

and targets. Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. L&L does not participate in any wrap fee programs.

E. Assets Under Management

L&L has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$58,498,619.00	\$0.00	December 2023

Item 5: Fees and Compensation

A. Fee Schedule

Asset-Based Fees for Portfolio Management

Total Assets Under Management	Annual Fee
\$0 - \$100,000	2.50%
\$100,000 - \$500,000	2.25%
\$500,000 - \$1,500,000	2.00%
\$1,500,000 - \$2,500,000	1.75%
\$2,500,000 - \$5,000,000	1.50%

These fees are generally negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Clients may terminate the agreement without penalty for a full refund of L&L's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract generally with 1 days' written notice.

L&L bills based on the balance on the first day of the billing period.

Selection of Other Advisers Fees

L&L may direct clients to third-party investment advisers. L&L will be compensated via a fee share from the advisers to which it directs those clients. The fees shared are negotiable and will not exceed any limit imposed by any regulatory agency. The notice of termination requirement and payment of fees for third-party investment advisers will depend on the specific third-party adviser selected.

B. Payment of Fees

Payment of Asset-Based Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis. Fees are paid in advance.

Payment of Selection of Other Advisers Fees

Fees are paid quarterly in advance.

C. Client Responsibility For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by L&L. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

L&L collects fees in advance. Refunds for fees paid in advance will be returned within fourteen days to the client via check, or return deposit back into the client's account.

For all asset-based fees paid in advance, the fee refunded will be the balance of the fees collected in advance minus the daily rate* times the number of days in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.)

E. Outside Compensation For the Sale of Securities to Clients

Neither L&L nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

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

L&L does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

L&L generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Charitable Organizations
- ❖ Corporations or Business Entities

Minimum Account Size for Portfolio Management

There is an account minimum of \$100,000, which may be waived by L&L in its discretion.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

L&L's methods of analysis include charting analysis, fundamental analysis, technical analysis and cyclical analysis.

Charting analysis involves the use of patterns in performance charts. L&L uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Investment Strategies

L&L uses long term trading, short term trading, short sales, margin transactions and options trading (including covered options, uncovered options, or spreading strategies).

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

Investment Strategies

L&L's use of short sales, margin transactions and options trading generally holds greater risk, and clients should be aware that there is a material risk of loss using any of those strategies.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability, and inflation, in addition to the long term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Short sales entail the possibility of infinite loss. An increase in the applicable securities' prices will result in a loss and, over time, the market has historically trended upward.

Margin transactions use leverage that is borrowed from a brokerage firm as collateral. When losses occur, the value of the margin account may fall below the brokerage firm's threshold thereby triggering a margin call. This may force the account holder to either allocate more funds to the account or sell assets on a shorter time frame than desired.

Options transactions involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value, as well as the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

L&L's use of short sales, margin transactions and options trading generally holds greater risk of capital loss. Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed "electronic shares" not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Options are contracts to purchase a security at a given price, risking that an option may expire out of the money resulting in minimal or no value. An uncovered option is a type of options contract that is not backed by an offsetting position that would help mitigate risk. The risk for a "naked" or uncovered put is not unlimited, whereas the potential loss for an uncovered call option is limitless. Spread option positions entail buying and selling multiple options on the same underlying security, but with different strike prices or

expiration dates, which helps limit the risk of other option trading strategies. Option transactions also involve risks including but not limited to economic risk, market risk, sector risk, idiosyncratic risk, political/regulatory risk, inflation (purchasing power) risk and interest rate risk.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither L&L nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither L&L nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Dagan Alexander LaCorte is a lawyer and from time to time, may offer clients advice or products from those activities and clients should be aware that these services may involve

a conflict of interest. L&L always acts in the best interest of the client and clients are in no way required to the services of any representative of L&L in connection with such individual's activities outside of L&L.

Dagan Alexander LaCorte is a licensed insurance agent with various insurance companies and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. L&L always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of L&L in such individual's capacity as an insurance agent.

Dagan Alexander LaCorte acts as a real estate broker or dealer and from time to time, may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. L&L always acts in the best interest of the client and clients are in no way required to the services of any representative of L&L in connection with such individual's activities outside of L&L.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

L&L may direct clients to third-party investment advisers. L&L will be compensated via a fee share from the advisers to which it directs those clients. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that L&L has an incentive to direct clients to the third-party investment advisers that provide L&L with a larger fee split. L&L will always act in the best interests of the client, including when determining which third-party investment adviser to recommend to clients. L&L will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where L&L is recommending the adviser to clients.

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

A. Code of Ethics

L&L has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. L&L's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

L&L does not recommend that clients buy or sell any security in which a related person to L&L or L&L has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of L&L may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of L&L to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. L&L will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of L&L may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of L&L to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, L&L will never engage in trading that operates to the client's disadvantage if representatives of L&L buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Custodians/broker-dealers will be recommended based on L&L's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and L&L may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in L&L's research efforts. L&L will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

L&L recommends Fidelity Brokerage Services LLC

1. Research and Other Soft-Dollar Benefits

While L&L has no formal soft dollars program in which soft dollars are used to pay for third party services, L&L may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions ("soft dollar benefits"). L&L may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client's transactions paid for it, and L&L does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. L&L benefits by not having to produce or pay for the research, products or services, and L&L will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that L&L's acceptance of soft dollar benefits may result in higher commissions charged to the client.

2. Brokerage for Client Referrals

L&L receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

L&L will require clients to use a specific broker-dealer to execute transactions.

B. Aggregating (Block) Trading for Multiple Client Accounts

If L&L buys or sells the same securities on behalf of more than one client, then it may (but would be under no obligation to) aggregate or bunch such securities in a single transaction for multiple clients in order to seek more favorable prices, lower brokerage commissions, or more efficient execution. In such case, L&L would place an aggregate order with the broker on behalf of all such clients in order to ensure fairness for all clients; provided, however, that trades would be reviewed periodically to ensure that accounts are not systematically disadvantaged by this policy. L&L would determine the appropriate number of shares and select the appropriate brokers consistent with its duty to seek best execution, except for those accounts with specific brokerage direction (if any).

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client portfolio management accounts are reviewed at least quarterly only by Dagan LaCorte with regard to clients' respective investment policies and risk tolerance levels. All accounts at L&L are assigned to this reviewer.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive a monthly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

L&L does not receive any economic benefit, directly or indirectly from any third party for advice rendered to L&L's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

L&L does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

When advisory fees are deducted directly from client accounts at client's custodian, L&L will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

L&L provides discretionary investment advisory services to clients. The Investment Advisory Contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, L&L generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share. In some instances, L&L's discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to L&L).

Item 17: Voting Client Securities (Proxy Voting)

L&L will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

L&L neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither L&L nor its management has any financial condition that is likely to reasonably impair L&L's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

L&L has not been the subject of a bankruptcy petition in the last ten years.