

DISCLOSURE BROCHURE

Accelerated Wealth Advisors LLC

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This Brochure provides information about the qualifications and business practices of Accelerated Wealth Advisors LLC. Being registered as an investment advisor does not imply a certain level of skill or training. If you have any questions about the contents of this Brochure, please contact us at 719-466-5631. 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 Accelerated Wealth Advisors LLC (CRD #170022) is available on the SEC's website at www.adviserinfo.sec.gov

March 2024

Item 2: Material Changes

Annual Update

This item discusses only specific material changes that are made to the Brochure since the Firm's last annual update. It will also reference the date of the last annual update of the brochure. Since the Firm's last update dated March 17, 2023, we've made the following revisions:

Item 4: Advisory Business

- Included new disclosures related to our recommendation of annuity and insurance products along with the recommendation of investment-management accounts. Similar updates have also been made to Item 10.
- Updated language regarding financial planning services and how fees are assessed regarding those services.
- Updated language to include additional, important, information regarding our procedures and disclosures for managing client accounts.
- Removed the descriptions of proprietary models offered by AWA and added the additional option for portfolios to be managed wholly or partially by unaffiliated investment advisors (Sub-Advisor or Sub-Advisors)
- Add language explaining our services are not provided on a wrap-fee basis and included a new section disclosing our process and disclosures related to recommending retirement plan rollovers.

Item 5: Fees and Compensation

- Updated language regarding the Firm's Investment Advisory fee payable to AWA.
- Added the description of how Sub-Advisors fees are calculated and billed in addition to fees paid to AWA.

Item 7: Types of Clients

- Updated language regarding account minimums and added a table spreadsheet describing account minimums, expense ratios, AWA's fees, and Sub-Advisory fees for the Models/Strategies offered by AWA.

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

- Significant updates were made to the end of Item 8 describing the risks and limitations of investing in structured products. Structured products are pre-packaged investments that normally include assets linked to interest plus one or more derivatives. They are generally tied to an index or basket of securities and are designed to facilitate highly customized risk-return objectives.

Item 17: Voting Client Securities

- This section has been changed to explain that AWA does not vote client securities or proxies.

We will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year, which is December 31. We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Full Brochure Available

Whenever you would like to receive a complete copy of the Brochure, please contact us by telephone at 719-466-5631.

Item 3: Table of Contents

Form ADV – Part 2A – Firm Brochure

Item 1: Cover Page	
Item 2: Material Changes	ii
Item 3: Table of Contents.....	1
Item 4: Advisory Business	2
Item 5: Fees and Compensation	8
Item 6: Performance-Based Fees and Side-by-Side Management.....	13
Item 7: Types of Clients	13
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss	15
Item 9: Disciplinary Information	24
Item 10: Other Financial Industry Activities and Affiliations.....	24
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	27
Item 12: Brokerage Practices.....	28
Item 13: Review of Accounts	31
Item 14: Client Referrals and Other Compensation	31
Item 15: Custody	32
Item 16: Investment Discretion.....	33
Item 17: Voting Client Securities.....	34
Item 18: Financial Information	34

Item 4: Advisory Business

Firm Description

Accelerated Wealth Advisors, LLC (“we,” or the “Firm”) initially became registered as a State Registered Investment Advisor on September 18, 2014. However, the Firm is now currently registered with the United States Securities and Exchange Commission (“SEC”) effective November 10, 2016.

The Firm’s registration as an Investment Advisor does not imply any level of skill or training. The oral and written communications the Firm provides to you, including this Brochure, are intended to be used to evaluate the Firm against other Investment Advisors in connection with your decision to hire the Firm or to continue to maintain a business relationship with the Firm. This Brochure provides information about our qualifications and business practices.

The investment advisory services of Accelerated Wealth Advisors, LLC (“AWA”) are provided to you through an appropriately licensed and qualified individual who is an investment adviser representative of AWA (referred to as your investment adviser representative throughout this brochure).

As a client of AWA your investment adviser representative will also serve as an insurance agent under our affiliated insurance agency Accelerated Wealth, LLC. This means your investment adviser representative, acting as an insurance agent, will recommend you place your assets in insurance products and annuities when he or she believes it is in your best interest to do so.

Insurance products and annuities pay commissions to Accelerated Wealth, LLC and to the owners of AWA in their separate capacity as insurance agents. This presents a conflict of interest to your investment adviser representative as he or she will be more inclined to recommend you place your assets in either insurance products or an advisory account depending on which would pay us more.

AWA has taken steps to manage this conflict of interest by requiring that each investment adviser representative (i) only recommend insurance and annuities when in the best interest of the client and without regard to the financial interest of AWA, its owners and its investment adviser representative or Accelerated Wealth, LLC and its insurance agents, (ii) not recommend insurance and/or annuities which result in your investment adviser representative acting as an insurance agent and/or AWA or Accelerated Wealth, LLC receiving unreasonable compensation related to the recommendation, and (iii) disclose in writing to a client the anticipated commission that Accelerated Wealth, LLC and/or our investment adviser representatives acting in their separate capacity as insurance agents will receive from the recommended insurance or annuity carrier and any material conflicts of interest related to insurance or annuity recommendations.

Ownership

Accelerated Wealth Advisors, LLC (“AWA”) was formed as a limited liability company on October 31, 2013, and is headquartered in Colorado Springs, Colorado. Arche Media, LLC is the sole member of the Firm. MAJ Trust is the majority owner of Arche Media, LLC. MAJ Trust is an Irrevocable Grantor Trust established by Bill and Nathalie Walton for estate planning purposes whose Trustee is Premier Trust.

Types of Advisory Services

AWA offers a comprehensive range of customized investment consulting services on a discretionary and non-discretionary basis. AWA’s primary services include the following.

- *Policy Review/Strategy Design*
 - Develop/Review Investment Policy
 - Creation of Strategic Asset Allocation
 - Define Tactical parameters for asset classes and managers (e.g. min/max ranges)
 - Determine service level such as level of discretion, meeting requirements, role of the investment committee, etc.
- *Strategy Implementation*
 - Utilize AWA’s investment framework to develop investment solutions for clients through which AWA’s Research, Technology and Service are custom tailored to meet investment and reporting needs.
- *Monitor/Evaluate/Report*
 - Monitor compliance with policies.
 - Evaluate effectiveness of strategy v. goals.
 - On-going investment manager due diligence
 - Performance evaluation reporting
- *Tactical Recommendations/Actions*
 - Rebalancing
 - Overweight/Underweight managers and/or strategies

AWA also provides special project services, research services and performance measurement services upon request. Licenses and services available vary by office location.

The Firm can provide financial planning services to its clients, which involve preparing a written financial plan covering specific or multiple topics. We provide full written financial plans, which typically address the following topics:

- Asset Allocation,
- Cash Flow Analysis,
- College/Education Planning,
- Estate Planning,
- Investment Planning,
- Retirement Planning, and
- Risk Management.

When providing financial planning and consulting services, our role is to find ways to help you understand your overall financial situation and help you set financial objectives. We also provide modular written financial plans which only cover those specific areas of concern mutually agreed upon by you and the Firm. A modular written financial plan is limited or segmented and does not involve the creation of a full written financial plan. You should be aware that there are important issues that may not be taken into consideration when your investment adviser representative develops his or her analysis and recommendations under a modular written financial plan. Written financial plans prepared by the Firm do not include specific recommendations of individual securities.

We also offer consultations in order to discuss financial planning issues when you do not need a written financial plan. We can provide a one-time consultation, which covers mutually agreed upon areas of concern related to investments or financial planning. We can also offer “as-needed” consultations, which are limited to consultations in response to a particular investment or financial planning issue raised or request made by you. Under an “as-needed” consultation, it will be incumbent upon you to identify those particular issues for which you are seeking our advice or consultation on.

Our financial planning and consulting services do not involve implementing any transaction on your behalf or the active and ongoing monitoring or management of your investments or accounts. You have the sole responsibility for determining whether to implement the Firm’s financial planning and consulting recommendations.

To the extent that you would like to implement any of our investment recommendations through the Firm or retain the Firm to actively monitor and manage your investments, you must execute a separate written agreement with the Firm for our Portfolio Management Services.

TYPES OF INVESTMENTS

Our investment recommendations are not limited to any specific product or service offered by an investment advisor. We may provide advice and guidance on any financial product deemed appropriate as a means to address a client’s individual needs, goals and objectives. We do not offer or participate in any wrap fee programs.

PORTFOLIO MANAGEMENT SERVICES

Our Portfolio Management Services involve us providing you with continuous and ongoing supervision and management over your specified accounts.

You must appoint our firm as your investment adviser of record on specified accounts (collectively, the “Account”). The Account consists only of separate account(s) held by qualified custodian(s) under your name. The qualified custodians maintain physical custody of all funds and securities of the Account, and you retain all rights of ownership (e.g., right to withdraw securities or cash, exercise or delegate proxy voting and receive transaction confirmations) of the Account. Refer to Item 12 – Brokerage Practices for more information.

The Account is managed by us based on your financial situation, investment objectives and risk tolerance. We actively monitor the Account and implement advice by buying, selling, reinvesting or holding securities, cash or other investments of the Account.

The Firm provides Portfolio Management Services on both a discretionary and a non-discretionary basis. The Firm's advisory program is designed to provide you with the appropriate asset allocation, diversification, and risk characteristics consistent with your investment objectives and prudent investment advice.

On a discretionary basis, the Firm designs, revises and reallocates custom portfolios for its clients. The investments in the Firm's discretionary portfolios are determined based upon the relevant client's investment objectives, risk tolerance, net worth, net income, age, investment time horizon, tax situation and other various suitability factors.

On a non-discretionary basis, the Firm may provide investment advisory services to its clients relative to investment products individuals or entities may own or use in the future such as life/annuity products, individual employer-sponsored retirement plans, private investment funds or other products that may not be held by your primary custodian. In providing non-discretionary services, the Firm will recommend either the allocation of client assets among the various investment options that are available within the product or the specific private investment vehicles, as applicable. Client non-discretionary assets are maintained and custodied with the relevant insurance company, custodian or administrator designated by the specific product.

The Firm also offers services to individuals who intend to affect an IRS Section 1031 Exchange. Specifically, the Firm will offer beneficial interests in Delaware Statutory Trusts ("DST") as provided through RCX Capital Group, LLC, member FINRA, on an advisory basis ("Alternative Investments"). The Firm has entered into an agreement with RCX Capital Group, LLC on or about effective October 18, 2018.

Refer to Item 16 – Investment Discretion for more information.

We will need to obtain certain information from you to determine your financial situation and investment objectives. In the process of obtaining the information from you, we provide ancillary financial planning and consultative services including asset allocation, risk management and income planning. Such financial planning and consultative services are intended to better understand your financial situation and design an investment portfolio consistent with your long-term needs and goals.

You will be responsible for notifying us of any updates regarding your financial situation, risk tolerance or investment objective and whether you wish to impose or modify existing investment restrictions; however we will contact you at least annually to discuss any changes or updates regarding your financial situation, risk tolerance or investment objectives. We are always reasonably available to consult with you relative to the status of your Account. You have the ability to impose reasonable restrictions on the management of your accounts, including the ability to instruct us not to purchase certain securities.

It is important that you understand that we manage investments for other clients and may give them advice or take actions for them or for our personal accounts that is different from the advice we provide to you or actions taken for you. We are not obligated to buy, sell or recommend to you any security or other investment that we may buy, sell or recommend for any other clients or for our own accounts.

Conflicts may arise in the allocation of investment opportunities among accounts that we manage. We strive to allocate investment opportunities believed to be appropriate for your account(s) and other accounts advised by our firm among such accounts equitably and consistent with the best interests of all accounts involved. However, there can be no assurance that a particular investment opportunity that comes to our attention will be allocated in any particular manner. If we obtain material, non-public information about a security or its issuer that we may not lawfully use or disclose, we have absolutely no obligation to disclose the information to any client or use it for any client's benefit.

In addition to management of client assets directly by Accelerated Wealth Advisors (AWA), there is an option for portfolios to be managed wholly or partially by other unaffiliated investment advisors (referred to as "Sub-Advisor" or "Sub-Advisors"). AWA and clients together will determine how much, if any amount, is allocated to any particular Sub-Advisor. Sub-Advisors typically impose a minimum investment amount for participation in the Sub-Advisor's asset management program. AWA's Investment Committee will perform due diligence when considering Sub-Advisors. Sub-Advisors may provide additional services such as portfolio models, reporting and re-allocation of client portfolios in addition to the management of the assets. Details of the services to be provided by the Sub-Advisor and their fees will be disclosed in the client enrollment forms or agreements provided by the Sub-Advisor. The key component employed by AWA in considering Sub-Advisors is to provide the client with a risk analysis. By determining a level of risk acceptable and appropriate for the client, the relevant Sub-Advisor can be better determined.

Services provided by a Sub-Advisor can include, but are not limited to the following: research, due diligence, reporting, portfolio analysis, and Sub-Advisory portfolio management. The Sub-Advisor will not have any direct contact with AWA's clients, nor will the Sub-Advisor enter into any advisory contracts directly with the clients of AWA. AWA will be available to answer client questions regarding all of the client's accounts, including any portions of the account that are managed by a Sub-Advisor and will facilitate communication between the client and any selected Sub-Advisors.

The decision to use Sub-Advisors will be discussed with each client and if agreed to by the client, the client will grant AWA discretionary authority to hire and fire Sub-Advisors and negotiate Sub-Advisory fees. Your agreement with AWA will include the authorization to utilize Sub-Advisors and select them on a discretionary basis.

AWA will not necessarily use a Sub-Advisor with all clients' accounts. Rather, a Sub-Advisor will only be used when AWA believes this relationship is in the best interest of and beneficial to the client.

No Participation in Wrap-Fee Programs

A wrap-fee program is defined as any advisory program under which a specified fee or fees not based directly upon transactions in a client's account is charged for investment advisory services (which include portfolio management and/or advice concerning the selection of other investment advisers) and the execution of client transactions. We do not offer or participate in wrap-fee programs. All of our services are provided on a non-wrap fee basis which means fees and expenses for execution of client transactions charged by your broker/dealer and/or custodian are billed directly to your account separately from our advisory fees.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each client are documented in the Firm's client files. Investment strategies are created that reflect the client's stated goals and objectives. Clients may impose reasonable restrictions on investing in certain securities or types of securities. Advisory agreements between the Firm and its clients may not be assigned without prior written client consent.

Retirement Plan Rollover Recommendations

When the Firm provides investment advice about your retirement plan account or individual retirement account ("IRA") including whether to maintain investments and/or proceeds in the retirement plan account, roll over such investment/proceeds from the retirement plan account to a IRA or make a distribution from the retirement plan account, we acknowledge the Firm is a "fiduciary" within the meaning of Title I of the Employee Retirement Income Security Act ("ERISA") and/or the Internal Revenue Code ("IRC") as applicable, which are laws governing retirement accounts. The way the Firm makes money creates conflicts with your interests so we operate under a special rule that requires the Firm to act in your best interest and not put our interest ahead of you.

Under this special rule's provisions, the Firm must as a fiduciary to a retirement plan account or IRA under ERISA/IRC:

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

To the extent we recommend you roll over your account from a current retirement plan account to an individual retirement account managed by the Firm, please know that the Firm and our investment adviser representatives have a conflict of interest.

We can earn increased investment advisory fees by recommending that you roll over your account at the retirement plan to an IRA managed by the Firm. We will earn fewer investment advisory fees if you do not roll over the funds in the retirement plan to an IRA managed by the Firm.

Thus, our investment adviser representatives have an economic incentive to recommend a rollover of funds from a retirement plan to an IRA which is a conflict of interest because our recommendation that you open an IRA account to be managed by our firm can be based on our economic incentive and not based exclusively on whether or not moving the IRA to our management program is in your overall best interest.

We have taken steps to manage this conflict of interest. we have adopted an impartial conduct standard whereby our investment adviser representatives will (i) provide investment advice to a retirement plan participant regarding a rollover of funds from the retirement plan in accordance with the fiduciary status described below, (ii) not recommend investments which result in the Firm receiving unreasonable compensation related to the rollover of funds from the retirement plan to an IRA, and (iii) fully disclose compensation received by the Firm and our supervised persons and any material conflicts of interest related to recommending the rollover of funds from the retirement plan to an IRA and refrain from making any materially misleading statements regarding such rollover.

When providing advice to a retirement plan account or IRA, our investment advisor representatives will act with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims, based on the investment objectives, risk, tolerance, financial circumstances, and a client's needs, without regard to the financial or other interests of the Firm or our affiliated personnel.

Client Assets under Management

As of December 31, 2023, AWA provides continuous and regular supervisory or management services to approximately \$303,829,844 in client assets under management, of which approximately \$173,858,988 is on a discretionary basis and \$129,970,856 is on a non-discretionary basis. AWA provides services on a discretionary basis according to a client's election.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

DISCRETIONARY AND NON-DISCRETIONARY PORTFOLIO MANAGEMENT PROGRAM FEE SCHEDULE

The Firm's Investment Advisory fee payable to AWA is a combination of the annual fee payable to the Investment Advisor (IA) and the Investment Advisor Representative (IAR). The annual fees payable to the Investment Advisor (IA) range up to 1.0% of assets under management or advisement. The annual fees payable to the Investment Advisor Representative (IAR) range up

to 1.0% of assets under management or advisement. The total blended annual fee, including the IA's fee and the IAR's fee due to AWA will not exceed 2.0% of assets under management or advisement. For purposes of calculating Investment Advisory fees, assets under management or advisement shall include any accounts/holdings held on the Firm's platform, under the advice of the Firm, and or under advice of an Investment Advisor Representative of the Firm. This may include cash or cash equivalents, exchange traded funds, mutual funds, alternative investments, etc.

The annual fee is exclusive of and in addition to brokerage commissions, transaction fees and other related costs and expenses that may be incurred in client accounts and that are payable to third parties or Sub-Advisors. The Firm does not, however, receive any portion of these commissions, fees, or costs. The Firm will not be compensated on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of the client.

Clients will provide written authorization for the deduction of the Firm's advisory fees directly from their brokerage accounts upon execution of the Investment Advisory Agreement with the Firm. Fees will be directly deducted from the client's account at the custodian quarterly in arrears based on the average daily market value of assets in the account managed by AWA during the previous quarter and will be one-fourth ($1/4$) of the total advisory fees. The Client will be notified of this fee when they receive their next scheduled account statement. A Client may ask for additional information about their fee calculation at any time. In the event of termination of the account, the client may be invoiced directly for the amount of fees for the days service was provided in the final quarter and payment is expected in a timely manner.

The quarterly fee will be one-fourth ($1/4$) of the total fee for non-discretionary, limited partnership, alternative investments, based upon the total market value of the investment as reported to AWA by the Sponsor that states the market value of each investment as determined from the annual audited financials in arrears. This value will be effective October 1st of every year and this updated value of the investment (either increase in value or decrease in value) will be used in calculating the applicable fees. For any investment(s) received outside of the annual market value adjustment, the average daily market value of the purchase price will be considered the market value until the next valuation date occurs.

The quarterly fee for all other non-discretionary alternative investments will be based upon the total market value of the investment, as reported to AWA by the Sponsor, on the last day of the month and will be one-twelfth ($1/12$) of the annualized fee calculated in arrears. The fee will be assessed monthly and charged quarterly. The advisory fee will be deducted from the interest earned on the investment as instructed in the Investment Advisory Fee Agreement & Disclosure, unless otherwise agreed between the Firm and the client. During any period of suspended interest payments, no Investment Advisory fee will be assessed.

The quarterly fee for indexed variable annuity investments will be one-fourth ($1/4$) of the total interim value as of the last day of the quarter, as reported to AWA by the Sponsor, divided by 365; calculated in arrears.

For client assets that are not held in a discretionary account managed by the Firm, the advisory fees will either be deducted from the discretionary account managed by the Firm or paid out of

the non-discretionary account at the client's direction, unless otherwise agreed between the Firm and the client.

Accounts opened or closed within a given quarter are charged a pro-rata share at the end of that quarter, based upon the number of days the account was open during the quarter divided by the number of days in the calendar year; calculated in arrears.

The custodian will send to each client a monthly or quarterly account statement that shows the full amount of the Investment Advisory fee. The Firm will verify that the custodian sends account statements to its clients no less frequently than quarterly. Statements should be received from the relevant custodian monthly, but no less frequently than quarterly if your account had no activity. If you do not receive your account statement from the custodian, contact the Firm immediately.

Fees charged by Sub-Advisors range between 0.0% and 0.6% annually. Sub-Advisor fees are billed in addition to and/or separate from the fees payable to Accelerated Wealth Advisors. Sub-Advisors will either have complete and total responsibility for the calculation and collection of their fees from your account or Accelerated Wealth Advisors will be responsible for debiting the fee calculated and paid to the Sub-Advisor. The total blended fee, including AWA's fee and the Sub-Advisory fee, will never exceed 2.6% annually.

See Item 7: Types of Clients for more information about our fees, compensation arrangements and account minimums.

Additional Fees and Expenses

Clients should be aware that the Investment Advisory fees paid to the Firm for investment advisory services are separate and distinct from the fees and expenses charged by the investment products that the Firm may utilize in the discretionary accounts or recommend for the non-discretionary accounts, including without limitation mutual funds, insurance products, private investment vehicles and other investment alternatives (the additional fees and expenses to which the client will be subject for these investment products are described in the relevant products' offering or sales documents). These additional fees may include management fees, incentive compensation and other internal expenses. Further, there may be transaction charges involved with purchase or sale of securities. The Firm does not share in any portion of the brokerage fees/transaction charges imposed by the custodian holding client funds or securities. You should review all fees and expenses incurred in connection with holding the various investment products the Firm utilizes or recommends and the Firm's advisory fees and any other fees and expenses to fully understand the total amount of fees and expenses to be paid by you. Lower fees for comparable services may be available from other sources.

Prepayment of Client Fees

The Firm charges the Investment Advisory fee quarterly in arrears.

External Compensation for the Sale of Securities to Clients

AWA's IARs are also separately licensed as insurance agents of AWA's affiliate insurance company, Accelerated Wealth, LLC ("AW") and will recommend that you purchase insurance products including fixed indexed annuities. These products are not part of AWA's advisory services, but our owners in their capacity as insurance agents and our affiliated company, AW, will receive commissions and other cash and non-cash compensation on the sale of these products through AW, in addition to the annual advisory fees you pay AWA.

This practice presents a conflict of interest because persons providing investment advice on behalf of our Investment Advisory Firm who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions and other compensations and to use our affiliated insurance company to facilitate the sale. This conflict is mitigated by the fact that the Firm, as well as the IARs, have a fiduciary responsibility to place the best interest of the client first and will act in accordance with that responsibility. It is important to review your IAR's ADV Part 2B Brochure Supplement, which is available from your IAR or by contacting AWA's Compliance Department at the number below.

You are under no obligation to purchase insurance products through our affiliated company. Clients have the option to purchase investment products that are recommended by our IARs through other brokers or agents not affiliated with the Firm. It is our fiduciary duty as an Investment Advisor to provide advice and investment recommendations that are in the best interest of our client and to put our clients' interests ahead of our own.

Please refer to Item 10 and Item 14 for more information.

Termination

If you did not receive this Brochure at least 48 hours prior to entering into a written advisory agreement with the Firm, you have the right to terminate the Investment Advisory Agreement without penalty within five (5) business days after entering into the Agreement. Thereafter, either you or the Firm may terminate the Investment Advisory Agreement at any time and for any reason, upon no less than thirty (30) calendar days' advanced written notice to the other party.

Method of Compensation and Fee Schedule

FINANCIAL PLANNING AND CONSULTING SERVICES

Fees charged for our financial planning and consulting services are negotiable based upon the topics and services requested, whether a written plan will be prepared, the general complexity of the client's situation and other advisory services provided. The following are the fee arrangements available for financial planning and consulting services offered by the Firm.

The Firm provides financial planning services under an hourly fee arrangement. An hourly fee of \$250 - \$500 per hour (depending on the investment adviser representative providing the service and the client's individual circumstances) is charged by the Firm for financial planning services under this arrangement. Before commencing financial planning services, we will

provide an estimate of the approximate hours needed to complete the requested financial planning services. If we anticipate exceeding the estimated amount of hours required, we will contact you to receive authorization to provide additional services. You will pay in advance a mutually agreed upon retainer that will be available for the Firm to bill hourly fees against for our financial planning services; however, under no circumstances will we require you to pay fees more than \$500 more than six months in advance. Any unpaid hourly fees are due immediately upon completion and delivery of the financial plan.

The Firm also provides financial planning services under a fixed fee arrangement. A mutually agreed upon fixed fee is charged for financial planning services under this arrangement. There is a range in the amount of the fixed fee charged by the Firm for financial planning services. The minimum fixed fee is generally \$500, and the maximum fixed fee is generally no more than \$7,000. The amount of the fixed fee for your engagement is specified in your financial planning agreement with the Firm. At our sole discretion, you may be required to pay in advance of the fixed fee at the time you execute an agreement with the Firm; however, at no time will the Firm require payment of more than \$500 in fees more than six months in advance. Upon completion and delivery of the financial plan, the fixed fee is considered earned by the Firm and any unpaid amount is immediately due.

Fees for financial planning services may be waived by the Firm at our sole discretion. For example, depending on a Portfolio Management Services client's situation and needs, we can provide financial plans and/or analysis as part of the investment management fee charged for that service instead of charging an additional hourly or fixed fee.

Termination. You can terminate services within five (5) days of executing an agreement with no penalty and no fees due.

After the initial five (5) day period, one-time financial planning or consulting services will terminate upon delivery of the plan or completion of the consultation or either party providing the other party with written notice. In the event that services terminate prior to presentment of the written plan or completion of the consultation there.

You may terminate the "as-needed" consulting services upon providing the Firm with notice. the Firm may terminate the "as-needed" consulting services upon providing you with notice effective upon 30 days after you receive the notice.

If services are terminated earlier before completion of agreed upon services under an hourly arrangement, you will pay the Firm for any hourly fees incurred at the rate of \$250. For services performed by the Firm under a fixed fee arrangement, you will pay a fee for the hours worked by the Firm multiplied by the hourly rate of \$250. In the event that there is a remaining balance of any fees paid in advance after the deduction of fees from the final invoice, those remaining proceeds will be refunded by the Firm to you

Other Fee Terms for Financial Planning & Consulting Services. You can pay fees owed for the financial planning services by submitting payment directly (for example, by check) or having the fee deducted from an existing investment account. If you elect to pay by automatic deduction from an existing investment account, you will provide written authorization to the Firm for such charge.

You should notify the Firm within ten (10) days of receipt of an invoice if you have questions about or dispute any billing entry.

All fees paid to the Firm for services are separate and distinct from the commissions, fees and expenses charged by insurance companies associated with any disability insurance, life insurance and annuities subsequently acquired by you. If you sell or liquidate certain existing securities positions to acquire any insurance or annuity, you may also pay a commission and/or deferred sales charges in addition to the financial planning and consulting fees paid to the Firm and any commissions, fees and expenses charged by the insurance company for subsequently acquired insurance and/or annuities.

All fees paid to the Firm for financial planning and consulting services are separate and distinct from the commissions charged by a broker-dealer or asset management fees charged by an investment adviser to implement such recommendations.

If you elect to implement the recommendations of the Firm through the Portfolio Management Services, we can waive or reduce a portion of the investment advisory fees for such services. Any reduction will be at our discretion and disclosed to you prior to contracting for additional investment advisory services.

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

Sharing of Capital Gains

The Firm does not receive any form of incentive compensation or participate in the capital gains or capital appreciation in client accounts. However, the managers of one or more of the third-party investment vehicles that the Firm may recommend to its non-discretionary accounts may be compensated in this manner. You should make sure you understand the terms of any such compensation before accepting the Firm's recommendation.

Item 7: Types of Clients

Description

AWA generally provides investment advice to individuals, pension and profit sharing plans, charitable organizations, corporations or business entities, and high net worth individuals.

Client relationships vary in scope and length of service.

Account Minimums

Products offered do require an account minimum due to trading costs and fees. Accounts opened below the minimum are subject to approval and will be considered on a case-by-case basis. The Firm does not typically aggregate related accounts in the same household to meet account minimums. The firm may, in its discretion, aggregate related accounts in investments in order to meet the account minimum upon sponsor approval.

Please refer to the following table for account minimums, expense ratios, AWA's fees, and Sub-Advisory fees. AWA Annual Fees are a combination of annual fees due to the Investment Advisor (IA) and Investment Advisor Representative (IAR) and range from 0.5% - 2.0% depending on the model or strategy selected by the IAR and client. This presents a potential conflict of interest and financial incentive if an IAR and client selects a strategy with a higher annual fee. This conflict is mitigated by the fact that the IA Firm, as well as the IARs, have a fiduciary responsibility to place the best interest of the client first and will act in accordance with that responsibility. Strategy fees are determined by the Firm's Investment Committee which considers the strategies trade costs, Sub-Advisory fees, and expense ratios when determining the fee for each strategy and believes these fees to be reasonable in relation to the investment management services provided. Sub-Advisor fees are billed in addition to and/or separate from the fees payable to AWA. Sub-Advisors will either have complete and total responsibility for the calculation and collection of their fees from your account or Accelerated Wealth Advisors will be responsible for debiting the fee calculated and paid to the Sub-Advisor. Clients should also be aware that the Investment Advisory fees paid to the Firm for investment advisory services are separate and distinct from the fees and expenses charged by the investment products (Internal Expense Ratio) that the Firm may utilize including without limitation mutual funds, insurance products, private investment vehicles and other investment alternatives (the additional fees and expenses to which the client will be subject for these investment products are described in the relevant products' offering or sales documents). The following Expense Ratios are approximate ranges based on information available as of May 2023.

Model / Strategy	Account Minimum	Fixed AWA Investment Advisor Fee Compliance/Trade Desk Oversight	Fixed AWA Investment Advisor Representative Annual Fee	Sub-Advisor Annual Fee Percentage if Selected	Internal Expense Ratio if Selected
Cash Defense Fund	\$2,500	0.25%	0.25%	0.00%	0.19% - 0.34%
TownSquare Capital	\$2,500 - \$250,000	1.00%	1.00%	0.00% - 0.60%	0.05% - 1.10%
Market Guard Financial Advisors	\$2,500	1.00%	1.00%	0.25%	0% - 0.49%
Dimensional Wealth Models	\$2,500	0.75% - 1.00%	0.75% - 1.00%	0.00%	0.22% - 0.24%
Passive Asset Allocation (PAA)	\$2,500	0.75% - 1.00%	0.75% - 1.00%	0.00%	0.04% - 0.11%
Newfound Research	\$25,000	0.55% - 0.8%	0.75% - 1.00%	0.20%	0.15% - 0.40%
Peak Capital Management	\$25,000	0.90%	1.00%	0.10%	0.1% - 0.3%
Rational / Resolve	\$1,000	1.00%	1.00%	0.00%	2.10%
Lincoln Financial Group	\$25,000	0.75%	0.75%	0.00%	0% - 1.3%
Defined Outcome Portfolios	\$2,500	0.75%	0.75%	0.00%	0.89%

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

Methods of Analysis

AWA emphasizes diversification as well as risk when evaluating investment manager strategies for inclusion in a client investment portfolio. Investment managers are evaluated upon relative performance such as peer group and market comparisons. AWA compiles specific client information from bank custodian and brokerage statements and utilizes this information as a component of client analysis in the preparation of charts and graphs to assist in the account review process with clients. Investing directly in securities or investment managers that invest in securities involves risk of loss that clients should be prepared to bear.

AWA relies on internally and externally generated research when making investment recommendations. Internal research may be driven by AWA's Management Team investment Evaluation process or by the client servicing team working in conjunction with the client. Not all of AWA's recommendations related to client investments are driven by the internal review process as AWA believes its clients should be able to tailor their investment portfolios to meet their needs.

AWA's principal sources of information include publicly available information as well as subscription databases regarding money managers; public filings of issuers and money managers with governmental authorities; annual reports; industry data; interactions with money managers via the telephone, web or face-to-face meetings. In addition, trade publications, charts and other statistical material are furnished by outside vendors. AWA may utilize third party sources such as financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that AWA may use include Morningstar Principia mutual fund information, Morningstar Principia stock information, eVestment Alliance, Investor Force, PerTrac, Zephyr, Charles Schwab & Company's "SchwabLink" service, Advisor Intelligence, and the World Wide Web.

Investment Strategy

The investment strategy for a specific client is based upon the objectives stated by the client during consultations with the client. The client may change these objectives at any time. AWA assists the client in developing an Investment Policy Statement for each client that documents their objectives and their desired investment strategy.

AWA's focuses on strategic asset allocation and the selection of active investment managers. Portfolios are diversified to control the risk associated with traditional markets. AWA utilizes both actively managed strategies and index-based investments in the implementation of client portfolio strategies. AWA uses and recommends both traditional and alternative investments. In certain cases, the characteristics of these investments could be classified under multiple asset classes. In such cases, the client, in consultation with AWA, will determine the most appropriate classification for performance reporting purposes. In addition, AWA employs a

variety of vehicles to gain access to the desired investment manager or strategy (e.g., separate accounts, institutional no-load mutual funds, commingled trusts, limited partnerships, closed-end fund, other pooled investment vehicles, etc.).

Underlying investment manager strategies may utilize long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies).

Security Specific Material Risks

- **General Risks:** Investments with us are not a deposit with a bank and are not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Accordingly, you may lose money by investing with us. When investments are sold, they may be worth less than initial amount paid because the value of investments will fluctuate reflecting day-to-day changes in market conditions, interest rates and a number of other factors.
- **Allocation Risk:** Allocation of investments among different asset classes, such as equity or fixed-income assets classes, may have a more significant effect on returns when one of these classes is performing more poorly than others.
- **Market Risk:** Stock and bond markets often trade in random price patterns, and prices can fall over sustained periods of time. The value of the investments will fluctuate as the financial markets fluctuate. This could result in your account value(s) declining over short or long-term periods of time.
- **Focused and Concentrated Portfolio Risks:** Investing your assets in a smaller number of securities than other broadly diversified investment strategies. This approach is often referred to as “focused, concentrated, or non-diversified”. Accordingly, the money managed may experience more volatility and is often considered to have more risk than a strategy that invests in a greater number of securities because changes in the value of a single security may have a more significant effect, either negative or positive, on your overall portfolio value. To the extent, we invest assets in fewer securities, or invest in non-diversified funds that take a focused or concentrated approach, these assets are subject to greater risk of loss if any of those securities become permanently impaired. You may place a restriction on this type of portfolio construction at any time during your relationship with us.
- **Equity Risk:** Investments will be subjected to the risk that stock prices may fall over short or extended periods of time. Historically, the equity markets have moved in cycles, and the value of equity securities in any portfolio may fluctuate drastically from day to day. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments. The prices of securities issued by such companies may suffer a decline in response. These factors will contribute to the volatility and risk of your assets.
- **Special Situation Risk:** Investing your assets in special situations. Investments that may involve greater risks when compared to other strategies due to a variety of factors. Expected changes may not occur, or transactions may take longer than originally anticipated, resulting in lower returns than contemplated at the time of investment.

Additionally, failure to anticipate changes in the circumstances affecting these types of investments may result in permanent loss of capital, where you may be unable to recoup some or all of its investment.

- **Foreign Securities Risk:** A percentage of your assets may be composed of foreign investments. Foreign investments involve greater risk in comparison to domestic investments because foreign companies/securities: may have different auditing, accounting, and financial reporting standards; may not be subject to the same degree of regulation as U.S. companies and may have less publicly available information than U.S. companies; and are often denominated in a currency other than the U.S. dollar. As with any type of security you may place limits on the percentage of foreign assets you wish to hold or may restrict this asset class altogether, however you must be aware that under investing in these assets may add additional risks to your portfolio.
- **Currency Risk:** Investments may be subject to currency risk. Currency fluctuations and changes in the exchange rates between foreign currencies and the U.S. dollar could negatively affect the value of your investments in foreign securities.
- **Interest Rate Risk:** Investments are subject to interest rate risk. Interest rate risk is the risk that the value of a security will decline because of a change in general interest rates. Investments subject to interest rate risk will usually decrease in value when interest rates rise. For example, fixed-income securities with long maturities typically experience a more pronounced change in value when interest rates change, specifically when rates rise losses are greater.
- **Credit Risk:** Your investments are subject to credit risk. An investments credit quality depends on its ability to pay interest on and repay its debt and other obligations.
- **Small- to Medium-Capitalization Risk:** Investing assets in small to medium sized companies. Shares of small to medium sized companies may have more volatile share prices. Furthermore, the securities of small to medium companies often have less market liquidity and their share prices can react with more volatility to changes in the general marketplace.
- **Junk Bond/High-Yield Security Risk:** Investing assets in Junk Bonds or High-Yield, lower rated securities. Investments in fixed-income securities that are rated below Investment grade can be subject to greater risk of loss of principal and interest than investments in higher-rated fixed-income securities. The market for high yield securities may be less liquid than the market for higher-rated securities. High yield securities are also generally considered to be subject to greater market risk than higher-rated securities. The capacity of issuers of high yield securities to pay interest and repay principal is more likely to weaken than is that of issuers of higher-rated securities in times of deteriorating economic conditions or rising interest rates.
- **Prepayment Risk:** Investments may be subject to prepayment risk. Prepayment risk occurs when the issuer of a security can repay principal prior to the security's maturity. Securities subject to prepayment can offer less potential for gains during a declining interest rate environment and similar or greater potential for loss in a rising interest rate environment. In addition, the potential impact of prepayment features on the price of a security can be difficult to predict and result in greater volatility.

- **Inflation Risk:** This is the risk that the value of assets or income will be worth less in the future because inflation decreases the value of your money. As inflation increases, the value (purchasing power) of your assets can decline. This risk increases as we invest a greater portion of your assets in fixed-income securities with longer maturities.
- **Liquidity Risk:** Liquidity risk exists when particular investments have light trading volume and can be difficult to trade, possibly preventing us from selling out of these illiquid securities at an advantageous price.
- **Use of Independent Managers:** We may recommend the use of independent investment managers. In these situations, we continue to do ongoing due diligence of such managers, but such recommendations rely to a great extent on the investment managers' ability to successfully implement their investment strategies. In addition, we may not have the ability to supervise these independent investment managers on a day-to-day basis.
- **Use of Private Investment Funds:** We may recommend that certain clients invest in privately placed collective investment vehicles (*e.g.*, hedge funds, private equity funds, *etc.*). The investment managers of these vehicles have broad discretion in selecting the investments. There are few limitations on the types of securities or other financial instruments, which may be traded, and no requirement to diversify. Hedge funds may trade on margin or otherwise leverage positions, thereby potentially increasing the risk to the vehicle. In addition, because the vehicles are not registered as investment companies, there is an absence of regulation. There are numerous other risks in investing in these securities. Clients should consult each fund's private placement memorandum and/or other documents explaining such risks prior to investing.
- **External Strategy Implementation Risk:** Accelerated Wealth Advisors, LLC has entered into agreements with third party money management firms to run their strategies for our clients. Our results may differ from what is reported by those external managers due to the timing of our trade execution and potential differences between the version of the strategy we have licensed versus what the manager runs internally. As a result, performance may differ from the performance of the strategies as reported by those external managers.
- **Indexed Annuity Risk:** Fixed annuities are long-term investment vehicles. Early withdrawal may result in tax liability, penalties and/or surrender charges. These charges may result in a loss of bonus, indexed interest and fixed interest, and a partial loss of your principal. Bonus Annuities may include annuitization requirements, lower capped returns, or other restrictions that are not included in similar annuities that don't offer a premium bonus feature. Riders are available at an additional cost and are subject to conditions, restrictions and limitations and benefits are generally not available as lump sum payout. Guarantees, if any, are backed by the financial strength and claims-paying ability of the issuing insurance company. Please review the disclosures of the specific insurance company illustration provided for any insurance product being proposed or recommended.

Alternative Investments Risk and Disclosure

PLEASE READ THE FOLLOWING STATEMENT CAREFULLY

YOU SHOULD BE AWARE OF AND CAREFULLY CONSIDER THE FOLLOWING POINTS BEFORE DETERMINING WHETHER ALTERNATIVE INVESTMENTS ARE APPROPRIATE FOR YOU. ALTERNATIVE INVESTMENTS INCLUDE, BUT ARE NOT LIMITED TO, INVESTMENTS IN HEDGE FUNDS, FUND OF HEDGE FUNDS, CTAS, PRIVATE EQUITY FUNDS, REAL ESTATE FUNDS, PRIVATE PLACEMENTS AND MANAGED ACCOUNT PLATFORMS. ("ALTERNATIVE INVESTMENTS"). ALTERNATIVE INVESTMENTS MAY BE UTILIZED BY INVESTMENT MANAGERS TO PROVIDE ENHANCED INVESTMENT RETURNS AND PORTFOLIO DIVERSIFICATION IN A BALANCED PORTFOLIO. THEY GENERALLY SHOULD NOT COMPRISE MORE THAN 20% OF THE TOTAL HOLDINGS WITHIN AN ACCOUNT.

ALTERNATIVE INVESTMENTS ARE VERY SPECULATIVE AND ARE HIGHLY RISKY. Investing in Alternative Investments is highly speculative and is suitable only for those who (a) understand and are willing to assume the economic, legal and other risks involved, and (b) are financially able to assume significant losses. Alternative Investments may not be an appropriate investment for retirement funds. You have previously represented, warranted and agreed that you understand these risks; that you are willing and able, financially and otherwise, to assume the risks of Alternative Investments and that loss of your entire account balance will not change your lifestyle. Before deciding to invest in Alternative Investments you should carefully consider your investment objectives, level of experience, and risk appetite. The possibility exists that you could sustain a loss of some or all of your initial investment and therefore you should not invest money that you cannot afford to lose. You should be aware of all the risks associated with Alternative Investments and seek advice from your advisor if you have any doubts.

MANY ALTERNATIVE INVESTMENTS ARE NOT REGULATED. Many Alternative Investments are unregistered private investment partnerships, funds or pools that may invest and trade in many different market strategies, and instruments (including securities, non-securities and derivatives) and that employ different investment, hedging, leverage and arbitrage methodologies. Many Alternative Investments are not subject to the same regulatory requirements as mutual funds, including mutual fund requirements to provide certain periodic and standardized pricing and valuation information to investors. Many Alternative Investment documents are not reviewed or approved by federal or state regulators. Many Alternative Investments are not required to provide periodic pricing or valuation information to investors, and it may be their practice to not provide such information.

ALTERNATIVE INVESTMENTS MAY EMPLOY SPECULATIVE AND RISKY INVESTMENT STRATEGIES. Alternative Investments may employ a distinctive strategy which may not have a readily ascertainable comparative benchmark or index. Alternative Investments may be leveraged (including highly leveraged) and a hedge fund performance may be volatile. Alternative Investments may use benchmarks or targets for measurement purposes. There is no guarantee that Alternative Investment goals, objectives, benchmarks, or targeted returns will be achieved or reached. Strategies intended to hedge risk may be partly or wholly unsuccessful. Some Alternative Investments may use a single advisor or employ a

single strategy, which could mean a lack of diversification and higher risk. Some Alternative Investments execute a portion, and in some cases a substantial portion, of trades on foreign exchanges or over the counter markets. Such trades could involve a higher degree of risk.

ALTERNATIVE INVESTMENTS MAY HAVE LIMITED LIQUIDITY AND CARRY HIGH MANAGEMENT FEES. An Alternative Investment may have limited liquidity or may be illiquid and there may be significant restrictions on transferring interests. There may be no or extremely limited secondary markets for an investor's investment in an Alternative Investments. An Alternative Investment's fees and expenses, which may be substantial regardless of any positive return, will offset the investment's trading profits. In the case of a fund of funds, fees and expenses are charged at both the fund and sub-fund levels. As a result, the fees charged will be higher than they would if an investor invested directly into the sub-fund. Alternative Investments may involve a complex tax structure (which should be reviewed carefully) and delays in distributing important tax information.

ALTERNATIVE INVESTMENTS MAY HAVE LITTLE OR NO OPERATING OR PERFORMANCE HISTORY. Alternative Investments may have little or no operating history or performance and may use hypothetical or pro forma performance which may not reflect actual trading done by the manager or advisor and such history or performance should be reviewed carefully. Investors should not place undue reliance on pro forma or hypothetical performance. Alternative Investments and their managers/advisors may rely on the trading expertise and experience of third-party managers or advisors; the identity of which may not be disclosed to investors.

11

PAST PERFORMANCE NOT INDICATIVE OF FUTURE RESULTS. The past performance of any investment, including Alternative Investments, cannot guarantee the performance or effectiveness of such investment in the future. Users of the Website must exercise independent judgment when making investment decisions and expressly assume all of the risk of any losses. **PAST PERFORMANCE CANNOT GUARANTEE OR INDICATE FUTURE RESULTS.**

NO GUARANTEES OF PROFIT. There are no guarantees of profit or freedom from loss in an Alternative Investment. You have received no such guarantees from Company or from any of its agents, employees or affiliates. You are aware of the risks inherent in Alternative Investment and are financially able to bear such risks and withstand any losses incurred.

THE ABOVE GENERAL SUMMARY IS NOT A COMPLETE LIST OF THE RISKS AND OTHER IMPORTANT DISCLOSURES INVOLVED IN INVESTING IN ALTERNATIVE INVESTMENTS AND, WITH RESPECT TO ANY PARTICULAR ALTERNATIVE INVESTMENT, IS SUBJECT TO THE MORE COMPLETE AND SPECIFIC DISCLOSURES CONTAINED IN SUCH ALTERNATIVE INVESTMENT'S RESPECTIVE OFFERING DOCUMENTS. BEFORE MAKING ANY INVESTMENT, AN INVESTOR SHOULD THOROUGHLY REVIEW AN ALTERNATIVE INVESTMENT'S OFFERING DOCUMENTS WITH THE INVESTOR'S FINANCIAL, LEGAL AND TAX ADVISOR TO DETERMINE WHETHER AN INVESTMENT IN THE ALTERNATIVE INVESTMENT IS SUITABLE FOR THE INVESTOR IN LIGHT OF THE INVESTOR'S INVESTMENT OBJECTIVES, FINANCIAL CIRCUMSTANCES AND TAX SITUATION.

Structured Products Risks and Disclosure

PLEASE READ THE FOLLOWING STATEMENT CAREFULLY

YOU SHOULD BE AWARE OF AND CAREFULLY CONSIDER THE FOLLOWING POINTS BEFORE DETERMINING WHETHER STRUCTURED PRODUCTS ARE APPROPRIATE FOR YOU. STRUCTURED PRODUCTS ARE COMPLEX INVESTMENTS THAT ARE NOT SUITABLE FOR ALL INVESTORS. STRUCTURED PRODUCTS ARE UNSECURED OBLIGATIONS OF THE ISSUER THAT PAYS A RETURN BASED ON AN UNDERLYING ASSET. STRUCTURED PRODUCTS ARE THE OBLIGATION OF THE ISSUER AND THE ABILITY TO PROVIDE A RETURN IS BASED ON THE CREDITWORTHINESS OF THE ISSUER. THIS MEANS THAT THERE IS CREDIT RISK WITH THE PRODUCT, AND IT MAY PROVIDE NO RETURNS, INCLUDING TOTAL LOSS OF PRINCIPAL IF THE ISSUER IS NOT ABLE TO PAY ITS OBLIGATIONS. ANY PRINCIPAL PROTECTION (WHETHER FULL OR PARTIAL) STATED IN THE PROSPECTUS IS BASED SOLELY ON THE CREDITWORTHINESS OF THE ISSUER AND ONLY IF HELD TO MATURITY. STRUCTURED PRODUCTS MAY HAVE LIMITED OR NO TRADING ON SECONDARY MARKETS. THIS MEANS THE POSITION MAY HAVE TO BE HELD UNTIL MATURITY. IF THERE IS A MARKET FOR THE STRUCTURED PRODUCT IT IS LIKELY THE PRODUCT WOULD HAVE TO BE SOLD FOR LOWER THAN THE PRINCIPAL AMOUNT INVESTED. THE UNDERLYING "ASSET OR INDEX" (HEREAFTER REFERRED TO AS "INDEX") MAY BE PROPRIETARY TO THE ISSUER. THIS ADDS A LAYER OF COMPLEXITY AS YOU MUST UNDERSTAND HOW THE INDEX WORKS TO UNDERSTAND HOW THESE (AND POTENTIALLY OTHER) FEATURES INTERACT FOR INVESTMENT RETURNS TO BE CALCULATED.

Structured products may involve a high degree of risk. We understand that some of these investments are illiquid and therefore, we should expect to hold the investment to maturity. We considered the structured product's investment objective risks, charges, and expenses that are found in the offering materials. Risk considerations include, but are not limited to, the following:

Credit Risk. Investors purchasing securities assume the credit risk of the issuer. In the case of any default by the issuer, the investor has a claim on the issuer's assets based on the terms and priority of the structured product investment. This credit risk exists whether the structured product offers principal protection. An investor in a structured note does not have a claim on the underlying investment assets. In other words, the fact that a structured note has low risk underlying investments will not reduce the associated issuer credit risk. The creditworthiness of the issuer does not affect or enhance the performance of the investment other than the ability of the issuer to meet its payment obligations. AWA does not guarantee in any way the financial condition of an issuer.

Principal Risk. Certain structured products may be partially principal protected (subjected to the creditworthiness of the issuer) or contain no principal protection. Investors may face partial or full loss of principal on their investment. In the case of a default by the Issuer, the investor may lose some, or all, of the principal invested. For some structured notes, investors may receive the underlying security (which may be worthless) in lieu of payment.

If an investor chooses to sell or redeem a structured product prior to maturity date, the liquidation amount may be substantially less than the original amount invested.

Liquidity and Market Risk. The securities may not be listed on any securities exchange. There may be little or no secondary market for the securities. Information regarding market value pricing for the securities may be limited. The value of the securities in the secondary market, if any, will be subject to many factors, including prevailing market conditions. Some structured investments may have upside or downside barriers or know-out levels. In the event the index does close above or below these barriers or knock-out levels, then the investor may only receive principal at maturity with no additional return despite the underlying index's performance. The return on some structured investments may be inversely linked to the performance of the underlying index. The performance of the security may differ from that of the underlying index based on the return calculation formula of each offering.

Opportunity Cost. Even though some investment products pay interest, it may be less than that which would be payable on other conventional fixed-rate debt securities of the same issuer with comparable maturity. Structured products may have higher risks than the underlying index, securities, stocks, or bonds. The derivative component of structured products and the potential loss of principal from such derivative may make the structured product unsuitable for investors seeking higher yields or an alternative to debt securities.

Capped/Callable Returns. Due to cap or call features, some structured products may not earn more than a specified amount even though the underlying securities or index may have appreciated by more than the capped or called amount. Structured products may include a provision that allows an issuer to call or redeem the product prior to maturity at a given price. If a structured product is called, investors seeking to reinvest their redeemed funds may be subject to reinvestment risk, which is subsequently reinvesting at lower rates.

Tax Treatment. Tax treatment of structured products may be different from other investments held in an investor's portfolio (e.g., income on structured CDs may be taxed as ordinary income even though this income may not be received/paid out until maturity). For a complete understanding of how a specific structured product may impact an investor's tax situation and reporting, the investor should review the prospectus and seek advice based on the taxpayer's particular circumstances from an independent tax professional on such matters before investing in any structured product. AWA, its affiliates, and WAs do not provide tax or legal advice.

Limitations on FDIC Insurance *(pertains only to structured products issued with FDIC coverage).* CDs are generally insured by the FDIC up to the applicable limits (standard insurance amount is \$250,000 per depositor, per insured bank, for each account ownership category) and to the extent described in the prospectus. The FDIC insurance applies only to your deposit and will not cover any potential performance. Such insurance may not cover the interest component of the CDs. FDIC thresholds are limited to all deposits held in the same insurable capacity at any one issuer. The investors are responsible for monitoring the total amount of deposits they hold with one issuer, in order to determine the extent of deposit insurance coverage available to the investor. AWA is not responsible for any insured or uninsured portion of structured CDs or any other deposits.

Reverse Convertible/Exchangeable Risk Considerations. Reverse convertible / exchangeable securities are considered principal-at-risk securities and expose investors to the possible loss of some or all of their entire invested principal. These are not traditional debt securities. Reverse convertible/exchangeable securities are debt obligations of the issuer that are tied to the performance of an unrelated security or basket of securities. Reverse convertibles expose investors not only to risks traditionally associated with bonds and other fixed income products—such as the risk of issuer default and inflation risk—but also to the additional risks of the unrelated assets, which are often stocks. An investor does not own and does not participate in any upside appreciation of the underlying asset. Depending on how the underlying assets performs, investors may receive either some or all their principal back in cash or a predetermined number of shares of the underlying stock or asset (or cash equivalent), which amounts to less than the original investment (because the asset's price has depreciated). Generally, the higher the coupon rate the note pays, the higher the expected volatility of the reference assets. Reverse convertibles/exchangeables based on a single security or stock may involve a high degree of risk.

Tracking Risk. Due to calculation methods or proprietary indices, structured product performance may not always correspond to the performance of the underlying index. Proprietary indices may perform in unexpected ways in different market conditions.

Secondary Premium. The investors understand that products purchased at a premium may introduce risk of principal loss, even for principal protected structured products held to maturity. Structured Products purchased in the secondary market are likely to perform differently than as described in the prospectus or term sheet. Investors purchasing FDIC insured structured investments at a premium (which is greater than 100) in the secondary market must understand that the price represents a premium above the principal and the FDIC insurance par value of 100 (FDIC applicable to CDs only).

Complexity. The investor should understand the structured product's reference asset(s) or index(es), as well as how they are used to calculate the product's performance/payoff. Such payoff calculation may be affected by e.g., the application of leverage, downside protection in the event of negative performance, etc.

Survivor's Option. In the event of the death of an owner of a Structured Product CD, early redemption of the Structured CD may generally be permitted at principal face value. Any and all interest, and/or market appreciation, not yet paid at the time of death will not be a part of the redemption pay out. Written verification, acceptable to the issuer, will generally be required to permit an early redemption under these circumstances. Certain restrictions and/or limitations regarding early redemption features may apply. Issuers may have limitations to the total lifetime amount of outstanding debt that can be redeemed. This restriction may impact the ability to redeem a Structured CD prior to maturity based on the account owner's death. Please refer to the specific Structured CD disclosure statement for these details before investing.

Item 9: Disciplinary Information

Criminal or Civil Actions

Neither the Firm nor its management have been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Bill Walton, a founder of Accelerated Wealth (“AW”) and control person of ASI Capital LLC offered investments to their clients created by ASI Capital LLC between 2012-2014. At the time, Bill Walton, working with ASI Capital’s attorneys believed that the notes were properly being offered and met all legal and securities requirements. At the conclusion of a regulatory inquiry by Colorado Department of Securities, they alleged that the method used to offer these promissory notes was done incorrectly. On April 4, 2017, Bill Walton, settled the inquiry by entering into a Stipulation for Consent Order and Consent Order with the Colorado Division of Securities (the “Division”) to avoid the cost and uncertainty of litigation and in the best interest of the clients. This settlement does not involve any admission of wrongdoing by the parties, however, does include certain monetary and non-monetary provisions.

It is important to note that this settlement agreement is not related to and has had no bearing on the performance of the promissory notes issued from 2012-2014. Additionally, this agreement has not affected the ability of the fund to meet its current or future obligations. Since 2015 all securities have been offered under Accelerated Wealth Advisors (“AWA”), a Registered Investment Advisor with the SEC and state of Colorado.

Mr. Walton and AW agreed to pay \$50,000 to the Securities Commissioner. Mr. Walton and his wholly owned affiliate, Walton Financial, LLC, also agreed to pay \$150,000 to the Securities Commissioner.

This Consent Order concludes the inquiry by the Staff of the Colorado Division of Securities into this matter and is not intended to subject any of the parties to any disqualification under the laws of the United States, including, without limitation, any disqualification from relying upon the state or federal registration exemptions or safe harbor provisions.

This Order also does not disqualify any of the parties from any business that they are permitted to perform under the Colorado securities laws.

Self-Regulatory Organization Enforcement Proceedings

Neither the Firm nor its management have been involved in legal or disciplinary events related to past or present investment clients.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

Neither the Firm nor none of its employees are registered or affiliated with a broker-dealer.

Futures or Commodity Registration

Neither the Firm nor its employees are registered or have an application pending to register as a futures commission merchant, commodity pool operator or commodity-trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

In a capacity separate from AWA, your investment adviser representative will also serve as an insurance agent under the affiliated insurance agency Accelerated Wealth, LLC. When acting as an insurance agent, your investment adviser representative can recommend insurance and/or annuity products that pay commissions to Accelerated Wealth, LLC. Such commissions and compensation will vary depending upon the product recommended. Consequently, your investment adviser representative of AWA has an economic incentive to recommend the insurance and annuity products with a higher commission rate, which is a conflict of interest.

The receipt of commissions on insurance products also presents a conflict of interest because it can create an incentive for your investment adviser representative to place your assets in insurance products rather than advisory accounts, depending on which pays more. The commissions for a fixed index annuity is greater initially than the annual investment advisory fee in most situations. Consequently, the advice rendered to you could be biased and creates a conflict of interest. You are under no obligation to implement any insurance or annuity transaction through your investment adviser representative in his or her capacity.

AWA will utilize the services of Financial Independence Group, a third-party insurance marketing organization ("IMO") and field marketing organization ("FMO") to select the appropriate product.

Financial Independence Group, as IMO and FMO, offers special incentive compensation while our investment adviser representatives act in their separate capacity as insurance agents, if they meet certain overall sales goals by placing annuities and/or other insurance products through the IMO/FMO. The receipt of commissions and additional incentive compensation itself creates a conflict of interest. This conflict is mitigated by fully disclosing the conflict through a separate disclosure that will be given to the advisory clients prior to the sale outlining the commission rate or amount of insurance commission that Accelerated Wealth, LLC will receive from the insurance company for such purchase. The disclosure will also include the reasoning used in determining how much to allocate to fixed index annuities versus advisory accounts. Clients are not required to purchase any insurance products through us in our separate capacity as insurance agents. The purpose of the IMO/FMO is to assist us to find the insurance company that best fits the client's situation.

Financial Independence Group provides marketing assistance and business development tools to acquire new clients, technology with the goal of improving the client experience and our firm's efficiency, back office and operations support to assist in the processing of our insurance (through Financial Independence Group) for clients, business succession planning, business conferences and incentive trips for our firm. Although some of these services can benefit a client, other services obtained by us from Financial Independence Group such as marketing assistance, business development and incentive trips will not benefit an existing client.

Accelerated Wealth, LLC can also receive bonus payments from an insurance company for selling a targeted number of annuities during a specified period of time which creates a conflict of interest.

AWA has taken steps to manage these conflicts of interest by requiring that each investment adviser representative (i) only recommend insurance and annuities when in the best interest of the client and without regard to the financial interest of AWA and its investment adviser representative, (ii) not recommend insurance and/or annuities which result in investment adviser representative and/or AWA receiving unreasonable compensation related to the recommendation, and (iii) disclose in writing to a client any material conflicts of interest related to insurance or annuity recommendations. The disclosure will be given to the advisory client prior to the sale outlining the commission rate or amount of insurance commission that the investment adviser firm and/or supervised person will receive from the insurance company for such purchase. The disclosure will also include the reasoning used in determining how much to allocate to fixed index annuities versus advisory accounts.

This conflict is mitigated by the fact that the Firm, as well as the IARs, have a fiduciary responsibility to place the best interest of the client first and will act in accordance with that responsibility. You are under no obligation to purchase insurance products through our affiliated company. Clients have the option to purchase investment products that are recommended by our IARs through other brokers or agents not affiliated with the Firm. It is our fiduciary duty as an investment advisor to provide advice and investment recommendations that are in the best interest for our client and to put our clients' interests ahead of our own.

Bill Walton, the CEO of the Firm, has an indirect financial interest in ASI Healthcare Capital Partners GP, LLC. ASI Capital, LLC is affiliated with a manager of several pooled investment vehicles, the interests of which are privately offered pursuant to Regulation D of the Securities Act of 1933, as amended. ASI Healthcare Capital Partners GP, LLC is the general partner of the ASI Healthcare Capital Partners I, LP. A conflict of interest exists to the extent that the Firm's IARs may recommend an investment in one or more private investment funds managed by an affiliate of ASI Capital, LLC and or the fund in which ASI Healthcare Capital Partners GP, LLC is the general partner of due to Mr. Walton's affiliation therewith. This conflict is mitigated by the fact that Mr. Walton, as well as the Firm, have a fiduciary responsibility to place the best interest of the client first and will act in accordance with that responsibility. In any matter requiring Mr. Walton's, and in which any AWA client holds an investment, outside counsel or CCO of AWA will render an opinion as to whether there is a possible conflict of interest and in the event of a conflict, whether actual or perceived, Mr. Walton will abstain from voting and submit the subject matter and notice of their abstention to the CCO of Accelerated Wealth Advisors, LLC.

IARs of the Firm have and may continue to have direct or indirect ownership interest in investments that they recommend to their clients. In addition, IARs of the Firm have and may continue to have direct or indirect ownership in underlying assets or portfolio companies of investments that they recommend to their clients. This conflict is mitigated by the fact that the Firm, as well as the IARs, have a fiduciary responsibility to place the best interest of the client first and will act in accordance with that responsibility. Some of the investments that IARs of

the Firm own, can result in the requirement of voting on certain measures. Whether actual or perceived, to mitigate the possible conflict of interest, said IAR will assign proxy voting rights to CCO of AWA.

The Firm will seek to ensure that any such recommendations are provided on a fully disclosed basis and only when aligned with the client's best interest.

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

Code of Ethics Description

We have adopted a Code of Ethics to manage and address conflicts of interest from personal trading by our IARs and other employees and have established standards of conduct expected of our advisory personnel. We have set forth in the Code of Ethics a statement of general principles, required course of conduct, reporting obligations and review and enforcement of the Code of Ethics. We will provide a copy of the Code of Ethics Policy to our clients or prospective clients upon written request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

Associated persons of the Firm may invest and/or have a financial interest in products, programs and private alternative investments that the Firm recommends to clients. This creates a conflict of interest as a client investment in certain investments could result in financial benefits to one or more of the Firm's associated persons. The Firm addresses these potential conflicts of interest by not utilizing these products, programs and private alternative investments in discretionary account, by making full disclosure of such relationships to the relevant client(s) prior to making any recommendation and by adhering to written investment policies and strategies in recommending investments.

For more information, refer to Item 14 of this Brochure.

Participation or Interest in Client Transactions / Personal Trading

AWA has adopted a Code of Ethics for all employees of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All employees at AWA must acknowledge the terms of the Code of Ethics annually, or as amended.

AWA anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which AWA has management authority to effect and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which AWA, its affiliates and/or clients, directly or indirectly, have a position of interest. AWA's employees and persons associated with AWA are required to follow AWA's

Code of Ethics which serves to limit conflicts of interests in these cases through transaction monitoring. Subject to satisfying this policy and applicable laws, officers, directors and employees of AWA and its affiliates may have invested and may continue to invest, for their own accounts in securities or money managers which are recommended to and/or purchased for AWA, clients. The Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of the employees of AWA will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of AWA's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between AWA and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with AWA's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. AWA will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

For our discretionary Portfolio Management services, the Firm is granted sole discretionary authority over your account(s) to determine the securities to be bought or sold, their amounts, and the broker to be used, without specific consultation with you as deemed to be in your best interest and to achieve your stated investment objectives.

The Firm does not maintain custody of your assets. Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We require that our clients use Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian for their managed accounts. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we require that you use Schwab as custodian/broker, you will decide whether to do so and open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you. [If you do not wish to place your assets with Schwab, then we cannot manage your account.] Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account.

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Here is a more detailed description of Schwab's support services:

Services that Benefit You. Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

Services that May Not Directly Benefit You. Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Services that Generally Benefit Only Us. Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Factors considered by us in selecting brokers are: (i) execution capabilities, (ii) commission rates, (iii) responsiveness and financial responsibility and (iv) other services that will help us or our sub-advisors to provide investment supervisory services to our clients.

We understand and acknowledge that at all times we have a duty to you to seek best execution for your securities transactions.

Brokerage for Client Referrals

Neither the Firm nor our IARs receive client referrals from a broker-dealer or other third party when recommending to you a broker-dealer for the execution of securities transactions.

Directed Brokerage

We do not permit clients to direct brokerage away from our listed broker/dealer(s). Some advisory firms do not require the use of a particular broker and may allow clients to direct brokerage.

Research and other Soft Dollar Benefits

Trades may be done with brokers that are selected on the basis of research products or services provided to the Firm. These may be allocated proportionately to the benefit of all clients and are not necessarily used exclusively by the account for which the transaction was made. These types of products and services under SEC Rules are also known as “soft dollars” and may include software and technology that provide access to client account data; trade confirmations and account statements; facilitate trade execution and asset allocation of multiple client accounts; provide research, valuations, and general market data; assist in the payment of our fee from the client account; and assist with other back-office functions. Brokers may also provide publications, consulting, information technology, practice management conferences and marketing and regulatory compliance. You are not directly charged for these services and the information received will be used to benefit all clients of the Firm. The Firm does not currently have any soft dollar arrangements.

Aggregating Securities Transactions for Client Accounts

The Firm provides investment management services to various clients. The Firm may, in its sole discretion, aggregate purchases or sales of any security, instrument or obligation effected for multiple client accounts. Although such trade aggregations potentially could be either advantageous or disadvantageous to any one or more particular accounts, they will be affected only when we believe that to do so will be in the best interest of the affected accounts. When transactions are aggregated, (a) the actual prices applicable to the aggregated transaction will be averaged, and each client account participating in the aggregated transaction will be deemed to have purchased or sold its share of the security, instrument or obligation involved at that average price and (b) all transaction costs incurred in effecting the aggregated transaction, except to the extent that certain broker-dealers that also furnish custody services may impose minimum transaction charges applicable to some of the participating accounts. When such concurrent aggregation occurs, the objective will be to allocate executions in a manner that is deemed equitable to the accounts involved.

Item 13: Review of Accounts

Periodic Reviews

Client reviews are tailored to the desired frequency of the particular client and occur on either a monthly, quarterly, or annual basis by an AWA Investment Advisor Representative, and designated AWA consultants as well as other designees. Account reviews are performed more frequently when market conditions or other factors dictate.

AWA depends on its clients or the investment managers | custodians of its clients to provide the information necessary to properly evaluate the client's account. Once AWA understands the client's specific needs and objectives, AWA develops a strategy to meet those goals. Advice is given on a "best efforts basis" and is communicated both verbally and in written format. Generally, client reviews entail a comparison of performance to market and peer group benchmarks as well as established goals and adherence to risk tolerance guidelines. Other factors subject to review may include investment manager allocation, securities overlap among investment managers, or investment style adherence.

Review Triggers

Factors which may trigger a special review include, but are not limited to investment committee meeting dates, market conditions, internal events such as a merger or sale, or other changes in investment objectives.

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's situation.

Regular Reports

Each client's custodian sends detailed monthly or quarterly reports directly to clients. These reports detail all transactions since the last report, indicate dividends and interest credited and show all positions held on the date of the report.

AWA has available its own quarterly client reports. These reports show investments held at the date of the report. Client reports are custom designed to meet individual client needs and preferences. Special reports are produced on an as-requested basis under terms provided for in the relevant client contract.

Additionally, from time to time, AWA may also provide clients with reports such as market commentaries and economic outlooks.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Firm from External Sources and Conflicts of Interest

The Firm may provide recommendations, investment advice and due diligence about certain alternative investments for those clients who represent they are accredited investors and who otherwise meet certain investor standards. (To qualify as an accredited investor, an individual

must have a net worth, not including your primary residence in excess of \$1 million; or have an income exceeding \$200,000 in each of the two most recent years or joint income with a spouse exceeding \$300,000 for those years and a reasonable expectation of the same income level in the current year.) The Firm will review the information relating to such investment - such as marketing materials, audit reports, balance sheets, offering memorandum, subscription agreement, historical records and access opportunities and risks for investment now and for the years ahead. The Firm may also request and review due diligence questionnaires, interview the investment manager and/or make a site visit. In making particular investment recommendation, the Firm will consider the client's time horizon and the investment's investment performance over an extended period of time. Due diligence will continue throughout the duration of the investment. Firm personnel will meet with each client that invests in an alternative investment vehicle at least on an annual basis for the duration of the investment.

Additionally, product sponsors and other companies may also reimburse up to 100% of the cost of due diligence, training and education/joint marketing meetings for the Firms' advisors, as permitted by industry rules. It is important to know that although the product sponsors contribute these funds to AWA and may have greater access to AWA's advisors, the reimbursement or additional compensation does not result in a higher advisory fee charged to the Firm's clients. The payment of this additional compensation to AWA by these product sponsors may pose a financial incentive to promote certain products over other products, although we do not believe that these arrangements compromise the service the advisor provides to the client.

Advisory Firm Payments for Client Referrals

We from time to time can enter into arrangements with individuals to introduce prospective clients to us. The individuals (called Promoters or Referring Partners) are paid a fee that is based on the advisory fee that you pay and are properly registered, when required, and follow the requirements and rules set forth by the respective state jurisdictions. If you are introduced to us through a Promoter or a Referring Partner, you will receive a separate written disclosure indicating that a referral fee is being paid to an individual who is unaffiliated with the Firm. It should be noted that the payment of this referral fee does not increase the fee paid over the Firm's maximum fee as outlined elsewhere in this brochure.

Item 15: Custody

Account Statements

Under applicable regulations, we are deemed to have custody of your assets when you authorize us to instruct your custodian to deduct our advisory fees directly from your account (details are also available in Item 5-Fees and Compensation) and that the Firm utilizes standing letters of authority ("SLOA"). We obtain written authorization from clients that fees are to be deducted. We do not maintain actual physical custody of your accounts nor are we authorized to hold or receive any stock, bond or other security or investment certificate or cash that is part of your account. Your funds and securities under the Firm's discretionary management will be physically maintained at all times with a "qualified custodian" as required under Rule 206(4)-2 under the Investment Adviser Act.

Account statements are sent directly to clients from their respective custodian. Clients should carefully review those statements.

Custody, as it applies to investment advisors, has been defined by regulators as having access or control over client funds and/or securities. In other words, custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody and must ensure proper procedures are implemented.

The Firm is deemed to have custody of client funds and securities whenever the Firm is given the authority to have fees deducted directly from client accounts. The Firm is also deemed to have custody of client funds and securities when the Firm has standing authority (also known as a standing letter of authorization or "SLOA") to move money from a client's account to a third-party account. However, these are the only forms of custody that the Firm will maintain. It should be noted that authorization to trade in client accounts is not deemed by regulators to be custody.

For accounts in which the Firm is deemed to have custody, our firm has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the establishment of all accounts and therefore are aware of the qualified custodian's name, address and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statements against reports received from the Firm. When clients have questions about their account statements, they should contact the Firm or the qualified custodian preparing the statement.

Item 16: Investment Discretion

Discretionary Authority for Trading

When providing asset management services, the Firm maintains trading authorization over your Account and can provide management services on a discretionary basis. When discretionary authority is granted (memorialized and agreed to in writing in your client agreement with the Firm), we will have the authority to determine the type of securities and the number of securities that can be bought or sold for your portfolio without obtaining your consent for each transaction.

If you decide to grant trading authorization on a non-discretionary basis, we will be required to contact you prior to implementing changes in your account. Therefore, you will be contacted and required to accept or reject our investment recommendations including:

- The security being recommended
- The number of shares or units
- Whether to buy or sell

Once the above factors are agreed upon, we will be responsible for making decisions regarding the timing of buying or selling an investment and the price at which the investment is bought or sold. If your accounts are managed on a non-discretionary basis, you need to know that if we are not able to reach you or you are slow to respond to our request, it can have an adverse impact on the timing of trade implementations, and we may not achieve the optimal trading price.

You will have the ability to place reasonable restrictions on the types of investments that may be purchased in your Account. You may also place reasonable limitations on the discretionary power granted to the Firm so long as the limitations are specifically set forth or included as an attachment to the client agreement.

Item 17: Voting Client Securities

Proxy Votes

We do not vote proxies on behalf of clients. It is your responsibility to vote all proxies for securities held in your account(s). You will receive proxies directly from the qualified custodian or transfer agent; we will not provide you with the proxies. You are encouraged to read through the information provided with the proxy-voting documents and make a determination based on the information provided. Although we do not vote client proxies, if you have a question about a particular proxy feel free to contact us. You will have the ultimate responsibility for making all proxy-voting decisions.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided because we do not serve as a custodian for client funds or securities, and we do not require prepayment of fees of more than \$1,200 per client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

We have no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

We have no bankruptcy petitions to disclose.
