

March 29, 2012

Mustard Seed Financial, LLC

Locations:

202 South Pine

Magnolia, AR 71753

(870) 234-1618

443 N. Washington

El Dorado, AR 71730

(870) 864-0075

Inside Lannie Travis, CPA

115 South 5th

Helena-West Helena, AR 72390

(870) 572-6732

Inside Peoples Bank

500 North Jackson

Magnolia, AR 71753

(870) 234-5777

www.mustardseedfinancial.com

www.msfwm.com

Item 1 Cover Page

This brochure provides information about the qualifications and business practices of Mustard Seed Financial, LLC (“MSF”). If you have any questions about the contents of this brochure, please contact us at (870) 234-1618. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority. MSF is a registered investment adviser with the SEC. Registration does not imply a certain level of skill or training.

Additional information about Mustard Seed Financial, LLC is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Material Changes

There have been no material changes in MSF's advisory business, disciplinary information, or other practices that have not been disclosed by MSF.

Darla Williams and Mike Casey are no longer related persons of MSF.

The format of this document has changed to meet requirements set forth by the SEC. Information from older versions is still present, but may be found in a different order than previously.

MSF has changed our charge for hourly work from \$125/hour to \$200/hour.

MSF has changed our fee schedule for **new** clients to:

	<u>Portfolio Size</u>	<u>Quarterly</u>	<u>Annual</u>
First	\$ 500,000	0.250%	1.00%
Next	\$ 500,000	0.225%	0.90%
Next	\$1,000,000	0.200%	0.80%
Assets over	\$2,000,000	0.125%	0.50%

This fee schedule may vary based on individual, family, or business circumstances.

MSF has added a minimum on initial investable assets to begin a client relationship. This minimum is \$500,000. This minimum may vary based on individual, family, or business circumstances.

MSF no longer has an agreement with Planning for Wealth, LLC, to be paid a percentage of fees or a flat fee for assisting with meetings and presentations made to their prospective clients.

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Item 4 Advisory Business

Mustard Seed Financial, LLC (“MSF”) is a fee only investment advisor started 10 years ago, in 2002. The principal owner is J. David Ashby. We do not receive any income in connection with acting as investment advisor except for the fees we charge as described below. We receive no commissions, referral fees, finder’s fees, or other cash compensation or benefits for the investments we recommend or otherwise.

MSF investment advisors are required to have a 4-yr degree and have completed the certified financial planning curriculum. All employees with professional designations are required to complete the annual continuing education to maintain that designation.

MSF education and business background on current investment advisors:

Name	J. David Ashby, DBA, CFP®, CPA
Year of Birth	1956
Formal Education after High School	DBA, Louisiana Tech University (1996) MBA, University of Mississippi (1978) BBA, Southern Arkansas University (1977)
Business Background (Previous 5 Years)	College professor, SAU (1992 – present) Managing Member, MSF (2002 – present)
Office Address and Phone Number	202 South Pine Magnolia, AR 71753 (870) 234-1618
Notes	J. David Ashby, a principle and managing member of MSF, is also employed full-time by Southern Arkansas University in Magnolia, Arkansas, as a Professor in the College of Business.

Name	Bruce T. Butterfield, CFP®
Year of Birth	1963
Formal Education after High School	BBA, Southern Arkansas University (2004)
Business Background (Previous 5 Years)	Staff Accountant, Parks and Company, CPA (2003 – 2010) Financial Advisor, MSF (2004 – present) Managing Member, MSF (2011 – present)
Office Address and Phone Number	443 N. Washington El Dorado, AR 71730 (870) 864-0075

Name	Angela Eaves
Year of Birth	1962
Formal Education after High School	BBA, Southern Arkansas University (2004)
Business Background (Previous 5 Years)	Owner and Manager, Hair Fashions (1984 – 2007) Back Office Administration, MSF (2004 – present) Financial Advisor, MSF (2008 – present) Managing Member, MSF (2011 – present)
Office Address and Phone Number	202 South Pine Magnolia, AR 71753 (870) 234-1618

Name	Jonathan Baird, CFP®
Year of Birth	1980
Formal Education after High School	M.Div., Southern Baptist Theological Seminary (2005) BBA, Southern Arkansas University (2001) BBA, Southern Arkansas University (2010)
Business Background (Previous 5 Years)	Board Director, Peoples Bank of Magnolia (1999 – present) CFO, Peoples Bank of Magnolia (2005 – present) Financial Advisor, MSF (2005 – present)
Office Address and Phone Number	Inside Peoples Bank 500 North Jackson Magnolia, AR 71753 (870) 234-5777
Notes	Jonathan Baird is a registered investment advisor representative with MSF and is also employed with Peoples Bank of Magnolia. In the future, he may have Investment Advisory clients referred to him by the bank for a fee. Jonathan will fully disclose this in writing to the client at the time and a signed agreement will be secured by both parties.

Name	Lannie J. Travis, Sr., CPA, CFP®, Certified Fraud Examiner
Year of Birth	1942
Formal Education after High School	BBA, Arkansas State College (1964)
Business Background (Previous 5 Years)	Owner and Accountant, Lannie J. Travis CPA Office (1973 – present) Financial Advisor and Tax Consultant, MSF (2005 – present)
Office Address and Phone Number	Inside Lannie Travis, CPA 115 South 5 th Helena-West Helena, AR 72390 (870) 572-6732
Notes	Lannie J. Travis, Sr. is a registered investment advisor representative with MSF and owns and operates his own accounting business in Helena-West Helena, Arkansas. In addition to providing investment advisory services, Lannie provides tax consulting to MSF at no charge.

Name	Zachary Talley
Year of Birth	1985
Formal Education after High School	BBA, Southern Arkansas University (2007)
Business Background (Previous 5 Years)	Intern, MSF (2007) Financial Advisor, MSF (2008 – present) Chief Compliance Officer, MSF (2012 – present)
Office Address and Phone Number	202 South Pine Magnolia, AR 71753 (870) 234-1618

MSF provides the following services:

For Individuals

- Comprehensive financial planning
- Portfolio design and management
- Retirement Planning
- Estate Planning
- Tax Planning
- Educational Funding
- Insurance and Risk Assessment
- Investment Planning

For Businesses

- Succession Planning
- Employee Benefits
- Retirement Plans
- Investments
- Tax Planning

The advisors at MSF hold themselves out to be financial planners. We work with the client to determine the appropriate investment objectives and investor risk profile. We use investment and portfolio allocation software to evaluate alternative portfolio designs and assist the client in selecting the investment strategies that are consistent with the client goals. We may evaluate the existing investments of the client with respect to the investment goals of the client and their individual performance. We may work with the client to develop a transition plan in order to move from the existing asset allocation to the desired asset allocation. We may monitor the performance of the assets as well as the asset allocation strategy and will hold regular review meetings with the client and produce quarterly performance reports for the client. MSF does not offer legal advice; rather, we work as a team with accountants, attorneys, and insurance agents to provide comprehensive financial planning services.

MSF methods of analysis, sources of information, and investment strategies are based upon long-term investment strategies that incorporate the principles of Modern Portfolio Theory. Our investment approach is firmly rooted in the belief that markets are "efficient," and the investors' returns are determined principally by asset allocation decisions, not market timing or individual stock selection. We may also recommend the use of long-term investment techniques such as dollar-cost averaging. The types of investments we recommend are passively managed, low expense ratio, mutual funds and exchange traded funds ("ETFs"). Our security analysis is based upon a number of factors including those derived by commercially available software technology, securities rating

services, general market and financial information, due diligence reviews and specific investment analysis our clients request from time to time.

MSF uses information found in financial newspapers and magazines, research materials prepared by others, corporate rating services and we may also use outside consultants to provide expertise in certain circumstances.

MSF does not participate in wrap fee programs.

As of December 31, 2011, MSF managed the following assets:

Discretionary: \$111,999,165

Non-discretionary: \$ 2,288,014

Item 5 Fees and Compensation

MSF is a fee-only firm and charges a percentage of assets under management, an hourly rate of \$200 for consulting services unrelated to assets under management, or both for extensive consulting services in addition to asset management services. The following fees are charged quarterly, in advance, based upon the value of the client assets under management:

	<u>Portfolio Size</u>	<u>Quarterly</u>	<u>Annual</u>
First	\$ 500,000	0.250%	1.00%
Next	\$ 500,000	0.225%	0.90%
Next	\$1,000,000	0.200%	0.80%
Assets over	\$2,000,000	0.125%	0.50%

The fee is charged on the entire account balance. The fees are computed and billed quarterly, in advance, and are based on the market value of the account for the last day of the completed quarter. Initial charges will be pro-rated for the current quarter. On a quarterly basis, we will provide the client with statement showing all fees charged. Generally, fees are charged against client accounts. Fees are not adjusted for additions or withdrawals during the quarter. Fees are not based on capital gains or appreciation. Fees may vary based on individual, family, or business circumstances.

Individual accounts for members of the same family, defined as spouses and dependent children, are assessed fees based on the total account balances of all family accounts. Accounts for business entities and accounts related thereto, including those of the business owner, are assessed fees based on the total account balances of all such related accounts.

In addition to advisory fees paid to MSF, clients pay fees to mutual funds in the form of internal expenses at the fund level; these fees reduce the net value of the funds. Clients may also pay fees to the custodian for trade fees. MSF does not receive any portion of these internal expenses or trade fees. MSF diligently seeks to keep these costs to a minimum. MSF does not accept compensation for the sale of securities or other investment products.

The client may terminate the investment advisory agreement without penalty within 5 business days after signing the investment advisory agreement. In all other situations, the investment advisory agreement is effective for one year and shall be automatically renewed for successive one-year terms unless terminated by either the client or us upon 30 days verbal or written notice; verbal notice to be followed within 14 days by written notice. Upon proper notice, any fees you have paid to us will be refunded pro-rata to you based upon the number of days our services used during the period of termination.

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

No advisor with MSF accepts performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client) or side-by-side management fees (hourly or flat fees in addition to performance-based fees),

Item 7 Types of Clients

MSF services are provided to individuals, businesses, pension plan participants and trustees, trusts, estates and charitable organizations.

MSF generally requires \$500,000 initial investable assets to initial a client relationship. This minimum may vary based on individual, family, or business circumstances.

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

MSF advisors analyze portfolios using custom and commercial software to make portfolio allocation decisions.

MSF adheres to the Modern Portfolio Theory, and invests accordingly with no-load, passive mutual funds, low cost ETFs, and individual bonds. MSF advisors aim to mold a client portfolio based on a client's risk tolerance, time horizon, and need to take risk.

None of these securities are guaranteed to increase in value. While we work to diversify in order to minimize over exposure, which helps alleviate some risk, all securities carry a risk of loss that the client must bear.

Portfolios are subject to market, interest rate, default, exchange rate, political, and purchasing power risk.

MSF generally uses passively managed mutual funds and a buy-and-hold strategy. To carry out an investment plan, we periodically rebalance the portfolio to ensure the portfolio remains at target values. Trading is generally done to rebalance the portfolio. Rebalancing may require having to pay trade fees and could also create a taxable event for the client. MSF attempts to minimize these costs as much as possible.

MSF offers advice on a variety of investments regarding domestic and international mutual funds, corporate bonds, government bonds, municipal bonds, CDs, preferred stock, exchange trades funds. We do not make recommendations about the purchase, selling or timing of individual stocks other than the general observation of appropriateness to the overall portfolio, tax strategy or charitable gifting strategy.

MSF recommends mutual funds, exchange traded funds, and, in some cases, individual bonds. Mutual funds are traded after the close of the market and are therefore subject to risk associated with a large drop in the price of their investments during the market hours. ETFs trade like individual stocks and carry the potential risk of no buyer being available if a client wants to liquidate the security. Individual bonds carry purchasing power risk, interest rate risk, and default risk.

Item 9 Disciplinary Information

MSF nor a management person or any advisors for MSF have been involved in:

- A criminal or civil action in a domestic, foreign or military court of competent jurisdiction;
- An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority;
- A self-regulatory organization proceeding.

Item 10 Other Financial Industry Activities and Affiliations

MSF advisors are not registered, nor have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

MSF advisors are not registered, nor have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisors, or an associated person of the foregoing entities.

Jonathan Baird also acts as the CFO for Peoples Bank. There is an inherent conflict of interest when he advises MSF clients when discussing banking products. He addresses this conflict by always advising MSF clients to shop around for the best available rates.

MSF may receive referrals from Parks and Company, CPA. A signed agreement is used with the clients, the CPA firm, and MSF, which fully discloses the referral and that fees are paid to Parks and Company for the referral.

MSF may seek to engage with other CPA firms in similar agreements.

MSF advisors do not receive compensation, directly or indirectly, for recommending or selecting other professional advisers for clients.

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

The employees of MSF have committed to a Code of Ethics that establishes a high standard of integrity and professional ethics in conducting business with the firm, its clients and its business vendors and partners. All MSF associates are required to review and sign a formal Code of Ethics adopted to comply with Rule 204(A)-1.

MSF's Code of Ethics provides for (i) a high ethical standard of conduct; (ii) compliance with all federal securities laws; and (iii) policies and procedures for the reporting of certain personal securities transactions on a quarterly basis as well as upon hire and annually for all MSF's professionals and employees. The Chief Compliance Officer of

MSF reviews on a test basis employee trades periodically. The Chief Compliance Officer's trades are reviewed by the Chief Executive Officer of MSF or his designee officer of the firm. These reviews help ensure that the personal trading of employees complies with MSF's Code of Ethics. Due to the nature of MSF's recommended portfolios, we believe it would be very unusual for employees' personal trades in individual securities to present any ethical conflicts with any ETF portfolio recommendations or trades made on behalf of client assets.

MSF does not recommend to clients securities in which MSF or its related persons have a material financial interest. The primary securities invested in by MSF on behalf of its clients are passive ETFs, indexed mutual funds, and, occasionally individual corporate, government, or municipal bonds, although portfolio management and advice on prior client positions which may have to stay in a client's portfolio for some time for tax or other personal client reasons is sometimes required. MSF does not typically recommend the purchase of publicly-traded or privately-placed individual stocks, master limited partnerships, hedge funds or limited liability companies to its clients.

Advisors or employees for MSF may purchase mutual funds for our account that we recommend to clients in small amounts. Since our investment recommendations and personal investment strategy are determined principally by asset allocation decisions, not market timing or stock pricing, we do not believe a conflict of interest exists. Advisors for MSF do not recommend individual stocks and we do not purchase individual stocks in our personal accounts.

MSF does periodically offer for sale or grant to its employees common stock in the company as an employee incentive. It should be noted that some employees are considered clients of MSF, but no advisory fees are associated with such an investment. MSF's employees are also invested in the same passive ETF or indexed mutual funds as MSF clients via their personal or 401(k) custodial accounts. Some similar trades between MSF employees and clients may occur at or about the same time, but we do not feel this presents a conflict of interest because the minimal exposure that MSF's overall ownership of these securities (client and employee) would not have a significant impact on their pricing given the large capitalization and market liquidity of the securities recommended. If MSF management decides a particular security is not fit for our clients, which could create a situation where a high volume of securities would be liquidated, MSF employees do not liquidate until after all necessary clients.

It is the policy of MSF not to recommend individual stocks and avoid recommendations for selling individual stocks based on timing of the market. Our investment recommendations are based on Modern Portfolio Theory and asset allocations we deem appropriate for our clients based on risk tolerance. Although in our opinion this diminishes the inherent risks of misconduct, all advisors required to submit an annual holding report and quarterly securities transaction reports to the Chief Compliance Officer no more than 30 days following the close of each calendar quarter. All trades of individual securities (i.e. stocks) need to be reported immediately.

A copy of MSF's Code of Ethics is available to MSF's advisory clients upon written request to the Chief Compliance Officer at MSF's principal office address or by email request to compliance@msfwm.com.

MSF has fully adopted the CFP Board Code of Ethics which states:

Principle 1 – Integrity

A CFP Board designee shall offer and provide professional services with integrity. As discussed in “Composition and Scope,” CFP Board designees may be placed by clients in positions of trust and confidence. The ultimate source of such public trust is the CFP Board designee’s personal integrity. In deciding what is right and just, a CFP Board designee should rely on his or her integrity as the appropriate touchstone. Integrity demands honesty and candor which must not be subordinated to personal gain and advantage. Within the characteristic of integrity, allowance can be made for innocent error and legitimate difference of opinion; but integrity cannot co-exist with deceit or subordination of one’s principles. Integrity requires a CFP Board designee to observe not only the letter but also the spirit of this *Code Of Ethics*.

Principle 2 – Objectivity

A CFP Board designee shall be objective in providing professional services to clients. Objectivity requires intellectual honesty and impartiality. It is an essential quality for any professional. Regardless of the particular service rendered or the capacity in which a CFP Board designee functions, a CFP Board designee should protect the integrity of his or her work, maintain objectivity, and avoid subordination of his or her judgment that would be in violation of this *Code Of Ethics*.

Principle 3 – Competence

A CFP Board designee shall provide services to clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which the CFP Board designee is engaged.

One is competent only when he or she has attained and maintained an adequate level of knowledge and skill, and applies that knowledge effectively in providing services to clients. Competence also includes the wisdom to recognize the limitations of that knowledge and when consultation or client referral is appropriate. A CFP Board designee, by virtue of having earned the CFP® certification, is deemed to be qualified to practice financial planning. However, in addition to assimilating the common body of knowledge required and acquiring the necessary experience for certification, a CFP Board designee shall make a continuing commitment to learning and professional improvement.

Principle 4 – Fairness

A CFP Board designee shall perform professional services in a manner that is fair and reasonable to clients, principals, partners and employers, and shall disclose conflict(s) of interest in providing such services.

Fairness requires impartiality, intellectual honesty and disclosure of conflict(s) of interest. It involves a subordination of one’s own feelings, prejudices and desires so as to achieve

a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated and is an essential trait of any professional.

Principle 5 – Confidentiality

A CFP Board designee shall not disclose any confidential client information without the specific consent of the client unless in response to proper legal process, to defend against charges of wrongdoing by the CFP Board designee or in connection with a civil dispute between the CFP Board designee and client.

A client, by seeking the services of a CFP Board designee, may be interested in creating a relationship of personal trust and confidence with the CFP Board designee. This type of relationship can only be built upon the understanding that information supplied to the CFP Board designee will be confidential. In order to provide the contemplated services effectively and to protect the client's privacy, the CFP Board designee shall safeguard the confidentiality of such information.

Principle 6 – Professionalism

A CFP Board designee's conduct in all matters shall reflect credit upon the profession. Because of the importance of the professional services rendered by CFP Board designees, there are attendant responsibilities to behave with dignity and courtesy to all those who use those services, fellow professionals, and those in related professions. A CFP Board designee also has an obligation to cooperate with fellow CFP Board designees to enhance and maintain the profession's public image and to work jointly with other CFP Board designees to improve the quality of services. It is only through the combined efforts of all CFP Board designees, in cooperation with other professionals, that this vision can be realized.

Principle 7 – Diligence

A CFP Board designee shall act diligently in providing professional services.

Diligence is the provision of services in a reasonably prompt and thorough manner. Diligence also includes proper planning for, and supervision of, the rendering of professional services.

A copy of our Code of Ethics is provided at the initial engagement within the firm brochure or ADV Part II and is available upon request.

Item 12 Brokerage Practices

MSF may recommend or require that clients establish brokerage accounts with the Schwab Institutional® division of Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Although MSF may recommend or require that clients establish accounts at Schwab, it is the client's decision to custody assets with Schwab. MSF is independently owned and operated and not affiliated with Schwab. Schwab provides MSF with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets are maintained in accounts

at Schwab Institutional. These services are not contingent upon MSF committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For MSF client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab Institutional also makes available to MSF other products and services that benefit MSF but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of MSF's accounts, including accounts not maintained at Schwab. Schwab's products and services that assist MSF in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing, and other market data; (iv) facilitate payment of MSF's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Institutional also offers other services intended to help MSF manage and further develop its business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants, and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to MSF. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to MSF. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of MSF personnel. In evaluating whether to recommend or require that clients custody their assets at Schwab, MSF may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

MSF will sometimes utilize Crews and Associates ("Crews") to purchase bonds. Crews are compensated through the markup on the bond bought for the client. MSF sometimes receives research information from Crews at no cost to MSF.

Item 13 Review of Accounts

MSF advisors review client portfolios quarterly. More thorough reviews are scheduled annually, semi-annually, or quarterly based on client needs. During the review, the client's personal advisor will show the updated portfolio spreadsheet and make

recommendations for any changes or rebalance of portfolio, as well as inquire if there have been any events which would cause a need to change objectives or plans of action.

Accounts are reviewed by:

- J. David Ashby, CFP®, CPA, Registered Investment Advisor Representative and Managing Member of MSF;
- Bruce Butterfield, CFP®, Registered Investment Advisor Representative and Managing Member of MSF;
- Angela Eaves, Registered Investment Advisor Representative and Managing Member of MSF;
- Jonathan Baird, CFP®, Registered Investment Advisor Representative;
- Lannie J. Travis, CFP®, Registered Investment Advisor Representative of MSF;
- Zachary Talley, Registered Investment Advisor Representative of MSF.

We may also review portfolios after a period of extreme movement in the market, either up or down, that may have resulted in unbalanced client portfolios.

Clients receive monthly statements from Charles Schwab & Co. regarding their accounts. MSF provides quarterly written statements which show the account balance at the beginning and end of the quarter, net contributions, income, management fees, and other expenses, and capital appreciation. The internal rate of return for the quarter, year-to-date, and inception is provided. A list of securities is also provided, with the beginning and ending values, as well as the amount of additions or purchases, withdrawals or sales, realized and unrealized gains or losses, and income or expenses incurred.

Item 14 Client Referrals and Other Compensation

Charles Schwab & Co. may extend various discounts for services and products to us that may not be offered to other investment advisory firms. These discounts apply to such products and services as software, mutual fund transaction costs and seminar and conference fees.

MSF receives free software from various sources, including Dimensional Fund Advisors (“DFA”), which the firm utilizes as part of our considerations in forming asset allocation strategies.

MSF does occasionally receive referrals from other professionals, and sometimes compensates those professionals with a portion of the revenue generated from the referrals. When revenue sharing is done, the client is not charged a higher rate than other clients attributable to the existence of this compensation arrangement. All revenue sharing is fully disclosed to all clients affected by this compensation arrangement.

MSF may pay an hourly fee to Planning for Wealth, LLC also d.b.a. Hulsey, Harwood and Associates, for pension consulting services.

MSF has registered investment advisor representatives who are independent contractors that share in the management fee paid to MSF. The accounts associated with these shared fees do not pay higher rates than those of other accounts with MSF.

Item 15 Custody

MSF does not custody client funds or securities.

Item 16 Investment Discretion

MSF advisors may exercise discretionary authority without obtaining prior client consent, in limited situations, to buy or sell securities and to decide what amounts to buy or sell. It is MSF policy to contact clients prior to placing trades in client accounts to explain the recommendation and to get approval. Most accounts are setup with discretionary authority to MSF for the convenience of the client and MSF.

Clients have been presented a detailed investment plan, outlining the target parameters of their portfolio. MSF stays within those parameters on discretionary trading. Clients must provide explicit authority for any transactions that are outside the documented parameters.

Item 17 Voting Client Securities

MSF does not have nor accept authority to vote client securities. All issuer and issuer-related communications are sent to the client. MSF does not receive informational copies of these communications.

Item 18 Financial Information

Because MSF does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, we are not required to include a balance sheet.

There is no financial condition that is reasonably likely to impair MSF's ability to meet contractual commitments to clients.

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