

Elder Planning Advisors of Maine, Inc.

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

This Brochure provides clients and prospective clients with information regarding our firm and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of the firm. This Brochure describes our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs.

As used in this brochure, the words “we”, “our”, “us” and “our firm” refer to Elder Planning Advisors of Maine, Inc. and the words “you”, “your” and “client” refer to you as either a client or prospective client of our firm. Also, you may see the term “Associated Person” throughout this Brochure. As used in this Brochure, our Associated Persons are our firm’s officers, employees, and all individuals providing investment advice on behalf of our firm.

Information about our firm is also available on the SEC’s website: www.adviserinfo.sec.gov. You can search this site by our unique identifying number, known as a CRD number. Our CRD number is 120826.

If you have any questions about the contents of this Brochure, please contact us at 207-767-8225. 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.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients.

This Brochure document is prepared according to the new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item (Item 2 – Material Changes) will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary, without charge.

Currently, a copy of our Brochure may be requested by contacting Kelly Amadei, Compliance Assistant at 207 767-8225 or kamadei@epame.com.

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Item 4 – Advisory Business

Elder Planning Advisors of Maine, Inc. is an SEC-Registered Investment Advisor Firm offering personal financial and investment advice. Our main concentration is in the areas of retirement planning, post-retirement planning and investment management for individuals.

Our firm is a corporation formed under the laws of the State of Maine in 1996. The principal owner of this corporation is Clifford P. Ryan. There are no affiliated, intermediate or subordinate organizations to our firm. Our allegiance and fiduciary responsibility are to our clients.

Individuals associated with our firm who provide its investment advisory services are known as Investment Adviser Representatives (IARs). IARs of our firm must meet all examination or experience requirements of the states and/or jurisdictions in which the individual provides advisory services.

Financial Planning Services

Financial planning services typically involve providing a variety of services, principally advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. Planning may be accomplished in a broad or single-need basis, tailored to individual needs. In limited circumstances, some clients may only require advice on a single aspect of the management of their financial resources. For these clients, we offer financial plans in a modular format that address only those specific areas of interest or concern.

Financial plans are based on the client's financial situation at the time the plan is presented and on financial information disclosed by the client to our firm. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. We cannot offer any guarantees or promises that the client's financial goals and objectives will be met.

Financial Planning Fees

Typically, we will charge an hourly fee of \$125 for financial planning services provided by an adviser and \$50 for staff. Hourly fees are billed in 15 minute increments. An estimate of the total time/cost will be determined at the start of the advisory relationship. Flat fees for specific services may be agreed upon between our firm and our clients. Fees will only be due upon satisfactory completion of the work.

Fees are based upon the complexity and scope of the plan and the client's financial situation and objectives. In limited circumstances, the time/cost could potentially exceed the initial estimate. In such cases, the firm will notify the client and will request that the client approve applicable additional fees. There is no obligation on the client's part to implement any of the plan components with our firm.

Investment Management Services

Our firm provides continuous discretionary and non-discretionary investment management services where the investment advice provided is custom tailored to meet the needs and investment objectives of the client.

In the case of discretionary management, the firm will be granted discretion and authority to manage the account. Investment discretion is granted by those clients who sign an Advisory Services Agreement granting such power. Accordingly, our firm is authorized to perform various functions, at the client's expense, without further approval from the client. Such functions include the determination of the types and amounts of securities to be purchased and/or sold. Once the portfolio is constructed, we provide continuous supervision and re-optimization of the portfolio as changes in market conditions and client circumstances may require.

For non-discretionary asset management services, the firm will seek client approval prior to placing orders for any transaction.

Investment management may be subject to any limitations placed upon our activities by you. Limitations such as types of investments, specific investments or strategies may be provided in writing at any time to guide us in managing your account.

Our firm reserves the right to advise clients on any other type of investment that it deems appropriate based on the client's stated goals and objectives. We may also provide advice on any type of investment held in a client's portfolio at the inception of the advisory relationship or on any investment for which the client requests advice.

Our firm does not represent, warrant, or imply that the services or methods employed by us can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. It should be understood that past performance is no guarantee of future results. Clients should understand that investing in securities involves risk of loss that clients should be prepared to bear.

Investment Management Fees

The annual fee for investment management services is based on a percentage of assets under management. Fees are billed quarterly in arrears based on the market value of the assets on the last day of the calendar quarter. Fees will be assessed pro rata in the event the management agreement is executed at any time other than the first day of a calendar quarter. The fees for investment management services are based on the following schedule:

Account Value	Quarterly Flat Fee	Annualized Flat Fee
First \$500,000	0.2500%	1.00%
Next \$250,000	0.1875%	0.75%
Next \$250,000	0.1250%	0.50%
Over \$1,000,000	0.0625%	0.25%

For example, a client with an account worth \$1,100,000 will incur the following annual asset management fees: $\$500,000 \times 1.0\%$ (\$5,000) + $\$250,000 \times 0.75\%$ (\$1,875) + $\$250,000 \times 0.50\%$ (\$1,250) + $\$100,000 \times 0.25\%$ (\$250) = \$8,375/Year (\$2,093.75/Quarter)

Our firm may offer a different fee schedule in special situations; for example, where the client has an existing relationship with the firm and has previously signed an Advisory Services Agreement containing a fee schedule different from the one disclosed above. We may also aggregate household accounts in order to calculate fees as well as negotiate fees in certain situations.

Our firm does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). Nor do we engage in side-by-side management of accounts.

Payment of the firm's management fees will generally be made by the qualified custodian holding the client's funds and securities provided the client supplies written authorization permitting the fees to be paid directly from the account. On rare occasions, we may invoice clients directly for portfolio management fees.

Our firm will not have access to client funds for payment of fees without written consent by the client. Further, the qualified custodian agrees to deliver a statement directly to the client, showing all disbursements from the account, including management fees. The client is encouraged to review all account statements for accuracy.

Assets under Management:

As of March 3, 2011 our firm manages client assets in the following amounts:

Discretionary Asset Management: \$14,450,419.76

Non-Discretionary Asset Management: \$16,267,090.26

Item 5 – Fees and Compensation

Our firm is compensated in two methods for our services:

1) Financial Planning Services: Refer to Item 4; Financial Planning Fees

2) Investment Management Services: Refer to Item 4; Investment Management Fees

Other Investment Expenses

The client is responsible for payment of all brokerage fees/transaction charges incurred in implementing financial planning recommendations and managing the portfolio. Our firm does not share in any portion of the brokerage fees/transaction charges imposed by the custodian holding the client funds or securities.

Advice offered by our firm may involve investment in mutual funds, variable annuities or other managed accounts. Clients are hereby advised that all fees paid to the firm for any investment advisory services are separate and distinct from the fees and expenses charged by these accounts to their shareholders. These fees will generally include a management fee and other account expenses. Further, transaction charges may apply when purchasing or selling these securities.

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

Our firm does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). Nor do we engage in side-by-side management of accounts. Our fees are calculated as described above (Item 5).

Item 7 – Types of Clients

Our emphasis is on clients who are currently retired or preparing for retirement. In support of client needs we may provide our services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. We strive to stay current with those aspects of planning and investment management that affect our clients.

Our firm generally imposes a minimum of \$250,000 to open and maintain an advisory account. However, this account minimum may be waived at our discretion. We may allow accounts of members of the same household to be aggregated for purposes of meeting the minimum account size.

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

Investment Philosophy: Our investment philosophy guides our recommendations and keeps our clients informed as to our outlook and guiding principles. A clear well-defined investment philosophy is imperative to successful portfolio construction and investment management.

Our investment management clients tend to be conservative, long-term investors. In recognition of this, we attempt to provide opportunity for market-participation coupled with an appropriate risk/return balance for each client's individual circumstances.

Asset Allocation: Our firm subscribes to the time-tested strategy of Asset Allocation in portfolio construction and management. An allocation is recommended based upon client investment goals, time horizon and risk tolerance. This strategic mix of asset classes such as equities (stocks), fixed income (bonds) and cash instruments is designed to provide a somewhat predictable result in given market conditions.

Diversification across asset classes, investment styles and objectives is important because different types of investments act differently than others under any given economic or market conditions.

Mutual Funds / Managed Accounts: We tend to favor mutual funds and other managed accounts over individual securities when constructing client portfolios. These types of investments provide our clients with cost-effective diversification and access to professional management for each desired market sector.

Asset Selection Criteria: Once the allocation is chosen for a portfolio, we apply our proprietary criteria for selecting the mutual funds or accounts to fulfill each portion of the allocation. In order for a fund or account to be considered for our portfolios it must generally fulfill the following criteria:*

- 1) Fund/account must have at least a 10-year track record
- 2) Manager(s) must have at least 5 years tenure with the fund/account
- 3) Fund/account performs within the top 20% of its category for 3, 5 and 10-year periods
- 4) Fund/account must be performing well currently (1 year)

This method begins with a screening of over 10,000 funds and seeks to identify those funds and managers who stand out from their peers in their respective categories. Organizational strength and research capacity of the Investment Company or account sponsor is integrated in this decision process as well.

* These criteria are the initial screening for the process. We cannot guarantee that each fund/account will maintain the specific criteria at all points tested.

Monitoring and Modification: Investment portfolios require ongoing monitoring in order to maintain integrity of the allocation and desired portfolio performance. We continuously monitor funds/accounts and allocations in order to maintain portfolio integrity. We generally recommend making changes to a portfolio in the event of: 1) Client objectives or needs change or 2) Allocations need revising or re-balancing or 3) Fund or account performance falls outside criteria.

The process of building, monitoring and modifying a portfolio is dynamic rather than static. Economic conditions, markets, investment products and client objectives will change over time. It is the goal of this management process to provide the most appropriate portfolio for our clients in a reliable, cost-effective manner.

The firm utilizes fundamental investment analysis and employs various web based research services for portfolio and mutual fund analysis. Our main sources of information include research prepared by others, prospectuses, annual reports, corporate rating services and company information releases.

Our firm does not represent, warrant, or imply that the services or methods employed by us can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. It should be understood that past performance is no guarantee of future results. Clients should understand that Investing in securities involves risk of loss that clients should be prepared to bear.

Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. Regardless of your account size or any other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of our firm or the integrity of our firm's management or representatives. The firm never has nor currently has any current disciplinary action.

Item 10 – Other Financial Industry Activities and Affiliations

Elder Planning Advisors of Maine, Inc. is also a licensed insurance agency. Associated Persons of the firm, in their capacity as insurance agents can effect transactions in insurance products for clients and earn commissions for these activities.

We expect that clients to whom we offer advisory services may also be clients who purchase insurance products through the firm. Insurance commissions earned in these transactions are separate and distinct from our advisory fees. Clients are under no obligation to use our firm for insurance services and may use the insurance firm and agent of their choosing.

Item 11 – Code of Ethics

Our firm has set high standards, the intention of which is to protect client interests at all times and to demonstrate its commitment to its fiduciary duties of honesty, good faith and fair dealing with clients. We have adopted a Code of Ethics and desire to comply with all applicable laws and regulations governing its practice. The management of the firm has determined to set forth guidelines for professional standards, under which all Associated Persons of the firm are to conduct themselves. A copy of our Code of Ethics may be requested by contacting Kelly Amadei at 207 767-8225 or kamadei@epame.com.

Participation or Interest in Client Transactions

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this Brochure.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither we nor our Associated Persons shall have priority over your account in the purchase or sale of securities.

Item 12 – Brokerage Practices

Our firm will recommend that clients in need of brokerage and custodial services utilize TD Ameritrade, Inc. ("TD Ameritrade") and T Rowe Price among others. In selecting a custodian, we will endeavor to select those brokers or dealers that will provide the best services at the lowest commission rates possible. The reasonableness of commissions is based on several factors, including the broker's ability to provide professional services, competitive commission rates, volume discounts, execution price negotiations, and other services.

Our firm participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade. TD Ameritrade is an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services that include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through its participation in the program such as assistance with conferences and educational meetings from product sponsors.

Directed Brokerage

In limited circumstances, and at our discretion, some clients may instruct our firm to use one or more particular brokers or custodians for the transactions in their accounts. If you choose to direct our firm to use a particular broker, you should understand that this might prevent our firm from obtaining favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise obtain for you.

Item 13 – Review of Accounts

Client accounts are monitored on a continuous basis, with formal reviews recommended at least bi-annually. Triggering factors that may necessitate additional reviews include, but are not limited to, changes in economic conditions, changes in the client's financial situation or investment objectives, or upon client request.

Clifford P. Ryan, will be responsible for overseeing all reviews. Clients will also receive statements, at least quarterly, directly from their account custodian(s). Additional reports may be provided upon client request. Please remember to contact us if there are any changes in your financial situation or investment objectives.

Item 14 – Client Referrals and Other Compensation

Our firm participates in TD Ameritrade's institutional customer program and we may recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between our participation in the program and the investment advice we give to our clients, although we receive economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving adviser participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to the firm by third party vendors.

TD Ameritrade may also have paid for business consulting and professional services received by the firm's Associated Persons. Some of the products and services made available by TD Ameritrade through the program may benefit us but may not benefit our clients directly. These products or services may assist us in managing and administering client accounts, including accounts not maintained at TD Ameritrade.

Other services made available by TD Ameritrade are intended to help us manage and further develop its business enterprise. The benefits received by us or our Associated Persons through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, the firm endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by us or our Associated Persons in and of itself creates a potential conflict of interest and may indirectly influence our choice of TD Ameritrade for custody and brokerage services.

Item 15 – Custody

Our firm shall never have custody of any client funds or securities, as the services of a qualified, independent custodian will be used for asset management accounts. Separate accounts will be established and titled in the clients' names. Regular communications will be maintained between the client and the account custodian in order to be sure that the client is fully informed of all account activity.

Custodians are directed to provide, at least quarterly, statements to the clients for which it holds accounts. Duplicate statements, when available, will be provided to our firm. Statements provided by our firm may vary from statements from your custodian based on accounting procedures, reporting dates, or valuation methodologies of certain securities. We recommend that you carefully review your statements and compare such official custodial records to the account statements that we may provide to you.

Item 16 – Investment Discretion

In the case of discretionary management, the firm will be granted discretion and authority to manage the account. Investment discretion is granted by those clients who sign an Advisory Services Agreement granting such power. Accordingly, our firm is authorized to perform various functions, at the client's expense, without further approval from the client. Such functions include the determination of the types and amounts of securities to be purchased and/or sold. Once the portfolio is constructed, we provide continuous supervision and re-optimization of the portfolio as changes in market conditions and client circumstances may require.

Investment management may be subject to any limitations placed upon our activities by you. Limitations such as types of investments, specific investments or strategies may be provided in writing at any time to guide us in managing your account.

Item 17 – Voting Client Securities

Our firm will not vote proxies on behalf of your advisory accounts. Nor will we offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about our firm's financial condition.

We are not required to provide financial information to our clients because we do not:

- require the prepayment of more than \$500 in fees and six or more months in advance, or
- take custody of client funds or securities, nor
- have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

Item 19 – Requirements for State-Registered Advisers

N/A - SEC-Registered

Item 20 – Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will never sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an Advisory Services Agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact Kelly Amadei, Compliance Assistant, at 207 767-8225 or kamadei@epame.com, if you have any questions regarding this policy.

Business Continuity Plan

Our firm has created a Business Continuity Plan for the purpose of continuity of service and maintaining the integrity of our firm in the event of a disaster. We have also taken steps to ensure the integrity of our firm in the event that our key employees are no longer able to continue service.

Trade Errors

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account. If a trade error results in a profit, you will keep the profit.

Equities Cost Basis Reporting

As a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Custodians will default to the FIFO accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.