

**ITEM 1: Cover Page for
PART 2B OF FORM ADV:
BROCHURE SUPPLEMENT
DATED FEBRUARY 2012**

**CORNERSTONE WEALTH ADVISORS, INC.
135 GRANDVIEW SQUARE
5201 EDEN AVENUE SOUTH
EDINA, MN 55436**

FIRM CONTACT: JONATHAN GUYTON, CHIEF COMPLIANCE OFFICER

FIRM WEBSITE: WWW.CORNERSTONEWEALTHADVISORS.COM

This brochure supplement provides information about Andrea Eaton that supplements our brochure. You should have received a copy of that brochure. Please contact Jonathan Guyton if you did not receive Cornerstone Wealth Advisors Inc.'s brochure or if you have any questions about the contents of this supplement.

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

Item 2 Educational Background and Business Experience

We are required to disclose the following information about Andrea Eaton:

Andrea N. Eaton, CFP®

Born 1983

Ms. Eaton is a Financial Planner at Cornerstone Wealth Advisors, Inc. Until July 2007, she was a Financial Planning Associate, a position she held since January 2005.

Ms. Eaton earned a Bachelor's degree in Family and Consumer Sciences from South Dakota State University in 2003 and a Masters of Science degree in Personal Financial Planning from Texas Tech University in 2004. She earned her Certified Financial Planner (CFP®) designation in 2007. She is a member of the Financial Planning Association and serves on its Pro Bono Committee and also volunteers for several local organizations that promote financial literacy.

We may list any professional designations held by Ms. Eaton, we must provide you with a sufficient explanation of the minimum qualifications required for each designation to allow you to understand the value of the designation.

CFP®:

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;

- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 Disciplinary Information

If there are legal or disciplinary events material to your evaluation of Ms. Eaton, we are required to disclose all material facts regarding those events.¹

We have nothing to disclose in this regard.

Item 4 Other Business Activities

A. If Ms. Eaton is actively engaged in any investment-related business or occupation, including if Ms. Eaton is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant (“FCM”), commodity pool operator (“CPO”), commodity trading advisor (“CTA”), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

We have nothing to disclose in this regard.

¹ **Note:** Our firm may, under certain circumstances, rebut the presumption that a disciplinary event is material. If an event is immaterial, we are not required to disclose it. When we review a legal or disciplinary event involving Ms. Eaton to determine whether it is appropriate to rebut the presumption of materiality, we consider all of the following factors: (1) the proximity of Ms. Eaton to the advisory function; (2) the nature of the infraction that led to the disciplinary event; (3) the severity of the disciplinary sanction; and (4) the time elapsed since the date of the disciplinary event. If we conclude that the materiality presumption has been overcome, we prepare and maintain a file memorandum of our determination in our records. We follow SEC rule 204-2(a)(14)(iii) and similar state rules.

1. If a relationship between the advisory business and Ms. Eaton's other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Ms. Eaton receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Ms. Eaton receives. We must explain that this practice gives Ms. Eaton an incentive to recommend investment products based on the compensation received, rather than on your needs.

We have nothing to disclose in this regard.

- B. If Ms. Eaton is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Ms. Eaton's income or involve a substantial amount of Ms. Eaton's time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Ms. Eaton's time and income, we may presume that they are not substantial.

We have nothing to disclose in this regard.

Item 5 Additional Compensation

If someone who is not a client provides an economic benefit to Ms. Eaton for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Ms. Eaton's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

We have nothing to disclose in this regard.

Item 6 Supervision

We are required to explain how we supervise Ms. Eaton, including how we monitor the advice Ms. Eaton provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Ms. Eaton's advisory activities on behalf of our firm.

Mr. Guyton, Principal and Chief Compliance Officer of Cornerstone Wealth Advisors, supervises and monitors Ms. Eaton's activities on a regular basis. Mr. Guyton reviews all outgoing correspondence for written financial advice that Ms. Eaton provides to clients. Please contact Mr. Guyton if you have any questions about Ms. Eaton's brochure supplement at 952-920-3900.

**ITEM 1: Cover Page for
PART 2B OF FORM ADV:
BROCHURE SUPPLEMENT
DATED FEBRUARY 2012**

**CORNERSTONE WEALTH ADVISORS, INC.
135 GRANDVIEW SQUARE
5201 EDEN AVENUE SOUTH
EDINA, MN 55436**

FIRM CONTACT: JONATHAN GUYTON, CHIEF COMPLIANCE OFFICER

FIRM WEBSITE: WWW.CORNERSTONEWEALTHADVISORS.COM

This brochure supplement provides information about Jonathan T. Guyton that supplements our brochure. You should have received a copy of that brochure. Please contact Mr. Guyton if you did not receive Cornerstone Wealth Advisors, Inc.'s brochure or if you have any questions about the contents of this supplement.

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

Item 2 Educational Background and Business Experience

We are required to disclose the following information about Mr. Guyton:

Jonathan T. Guyton, CFP®

Born 1961

Mr. Guyton is a Principal of Cornerstone Wealth Advisors, Inc. which he founded in February 2003. From January 1999 through March 2003, he was one of two Principals at White Oaks Wealth Advisors, Inc. Prior to that, he was President and Founder of Retirement Solutions, which he formed in 1992 and merged into White Oaks Wealth Advisors, Inc. in 1999. He has had advisory relationships with many of his clients since the early and mid-1990s.

Mr. Guyton earned a Bachelor's degree Phi Beta Kappa in Economics in 1983 from the College of William and Mary in Virginia. After graduating, he became a bank branch manager before beginning his financial planning career with IDS Financial Services in 1986 and earned his Certified Financial Planner (CFP®) designation in 1989. He served on the National Board of Directors of the Financial Planning Association (FPA) and its predecessor from 1999 – 2002. He has published several landmark articles on safe withdrawal rates and retirement distribution strategies (including a winner of the *Journal of Financial Planning's* 2004 national competition) and began serving as that publication's retirement planning columnist in 2009. He is quoted regularly and speaks frequently around the country on his writings, has been both a Mentor and Dean of the FPA Residency Program since 2003 and has served on and numerous planning committees for national financial planning conferences.

We may list any professional designations held by Mr. Guyton, we must provide you with a sufficient explanation of the minimum qualifications required for each designation to allow you to understand the value of the designation.

CFP®:

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a

Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;

- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 Disciplinary Information

If there are legal or disciplinary events material to your evaluation of Mr. Guyton, we are required to disclose all material facts regarding those events.¹

We have nothing to disclose in this regard.

Item 4 Other Business Activities

¹ **Note:** Our firm may, under certain circumstances, rebut the presumption that a disciplinary event is material. If an event is immaterial, we are not required to disclose it. When we review a legal or disciplinary event involving Mr. Guyton to determine whether it is appropriate to rebut the presumption of materiality, we consider all of the following factors: (1) the proximity of Mr. Guyton to the advisory function; (2) the nature of the infraction that led to the disciplinary event; (3) the severity of the disciplinary sanction; and (4) the time elapsed since the date of the disciplinary event. If we conclude that the materiality presumption has been overcome, we prepare and maintain a file memorandum of our determination in our records. We follow SEC rule 204-2(a)(14)(iii) and similar state rules.

- A. If Mr. Guyton is actively engaged in any investment-related business or occupation, including if Mr. Guyton is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

We have nothing to disclose in this regard.

1. If a relationship between the advisory business and Mr. Guyton's other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Mr. Guyton receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Mr. Guyton receives. We must explain that this practice gives Mr. Guyton an incentive to recommend investment products based on the compensation received, rather than on your needs.

We have nothing to disclose in this regard.

- B. If Mr. Guyton is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Mr. Guyton's income or involve a substantial amount of Mr. Guyton's time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Mr. Guyton's time and income, we may presume that they are not substantial.

We have nothing to disclose in this regard.

Item 5 Additional Compensation

If someone who is not a client provides an economic benefit to Mr. Guyton for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Mr. Guyton's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

We have nothing to disclose in this regard.

Item 6 Supervision

We are required to explain how we supervise Mr. Guyton, including how we monitor the advice Mr. Guyton provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Mr. Guyton's advisory activities on behalf of our firm.

Mr. Guyton is the sole principal and Chief Compliance Officer and as such has no internal supervision placed over him. He is, however, bound by our firm's Code of Ethics as well as the Code of Ethics of CFP® Practitioners and the fiduciary standards of Registered Investment Advisors.

**ITEM 1: Cover Page for
PART 2B OF FORM ADV:
BROCHURE SUPPLEMENT
DATED FEBRUARY 2012**

**CORNERSTONE WEALTH ADVISORS, INC.
135 GRANDVIEW SQUARE
5201 EDEN AVENUE SOUTH
EDINA, MN 55436**

FIRM CONTACT: JONATHAN GUYTON, CHIEF COMPLIANCE OFFICER

FIRMS WEBSITE: WWW.CORNERSTONEWEALTHADVISORS.COM

This brochure supplement provides information about Michael A. Branham that supplements our brochure. You should have received a copy of that brochure. Please contact Jonathan Guyton if you did not receive Cornerstone Wealth Advisors Inc.'s brochure or if you have any questions about the contents of this supplement.

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

Item 2 Educational Background and Business Experience

We are required to disclose the following information about *Mr. Branham*:

Michael A. Branham, CFP®

Born 1974

Mr. Branham is a Financial Planner for Cornerstone Wealth Advisors, Inc. Until March 2004, he was a Senior Planning Associate, a position he held since April 2003. He worked directly with Jonathan Guyton, CFP® as a Financial Planning Associate at White Oaks Wealth Advisors, Inc. beginning in March 2001. For the two years prior to that, he was a Financial Advisor with Waddell & Reed Financial Services.

Mr. Branham attended the University of Alaska – Fairbanks from 1992 - 1994. He is a member of the Financial Planning Association, and in 2008 was elected to a three-year term on its National Board of Directors. He is a Past President of NexGen, a national network of financial planners under the age of 35.

We may list any professional designations held by Mr. Branham, we must provide you with a sufficient explanation of the minimum qualifications required for each designation to allow you to understand the value of the designation.

Mr. Branham earned his Certified Financial Planner designation in 2004. The CFP® certification process, administered by CFP Board, identifies to the public that those individuals who have been authorized to use the CFP® certification marks in the U.S. have met rigorous professional standards in financial planning and have agreed to adhere to the principles of integrity, objectivity, competence, fairness, confidentiality, professionalism and diligence when dealing with clients.

CFP® certificants must pass the comprehensive CFP® Certification Examination, pass CFP Board's *Candidate Fitness Standards*, agree to abide by CFP Board's *Code of Ethics and Professional Responsibility* which puts clients' interests first and comply with the *Financial Planning Practice Standards* which spell out what clients should be able to reasonably expect from the financial planning engagement. These are just some of the reasons why the CFP® certification is becoming increasingly recognized.

In addition, the CFP® certification prepares financial planners for a career-long commitment to meeting the ever-changing needs of their clients. As a CFP® professional, a financial planner is also a coach and problem-solver, able to provide truly personalized services to clients and to maintain high levels of financial planning and professionalism. Finally, a financial planner's expertise and credibility is instantly communicated with the CFP® marks - the financial planning certification most sought after by consumers and financial planners alike.

Initial Certification

To become certified, a financial planner is required to meet the following initial certification requirements (known as the four "Es"):

- Education

To take the CFP® Certification Examination, a financial planner needs to be knowledgeable in all of areas covered by the financial planning [topic list](#). There are three ways to complete the educational requirement: CFP Board-Registered Programs, Challenge Status or Transcript Review. As of 2007, candidates for certification must have a bachelor's degree (or higher), or its equivalent, in any discipline, from an accredited college or university in order to obtain CFP® certification. The [bachelor's degree requirement](#) is a condition of initial certification; it is not a requirement to be eligible to take the CFP® Certification Examination and does not have to occur before sitting for the exam.

- Examination

After a financial planner has successfully met the education requirement, he is eligible to apply for the CFP® Certification Examination. The CFP® Certification Examination assesses the planner's ability to apply their financial planning knowledge (based on the [topic list](#)), in an integrated format, to financial planning situations. Combined with the education and experience requirements, it assures the public that the planner has met a level of competency appropriate for professional practice.

- Experience

Because CFP® certification indicates to the public a financial planner's ability to provide financial planning without supervision, CFP Board requires real-life experience in the financial planning process. Three years of full-time relevant personal financial planning experience is required.

- Ethics

When a financial planner has completed the education, examination and experience components of the CFP® certification process, he completes the CFP® Certification Application requiring disclosure of any criminal, civil, governmental, or self-regulatory agency proceeding or inquiry. CFP® certification also requires the financial planner to agree to adhere to CFP Board's *Code of Ethics and Professional Responsibility*, *Rules of Conduct* and *Financial Planning Practice Standards*, and to acknowledge CFP Board's right to enforce them through its *Disciplinary Rules and Procedures*.

Applicants for CFP® certification are required to pass CFP Board's [Candidate Fitness Standards](#), which describe conduct that: 1) is unacceptable and will always bar an individual from becoming certified; and 2) is presumed to be unacceptable and will bar an individual from becoming certified unless the individual successfully petitions CFP Board's Disciplinary and Ethics Commission for reconsideration.

Certification Renewal

Once a financial planner has been authorized to use the CFP® marks, he must meet CFP Board's renewal standards to continue to use them. CFP® certification must be renewed every two years. The renewal requirements are 1) certification application, 2) \$360 certification fee (non-refundable), and 3) 30 hours of continuing professional education (CE). The CE requirement includes 28 hours in the accepted financial planning topics and two hours from a pre-approved program on CFP Board's *Code of Ethics and Professional Responsibility* or *Financial Planning Practice Standards*.

Item 3 Disciplinary Information

If there are legal or disciplinary events material to your evaluation of Mr. Branham, we are required to disclose all material facts regarding those events.¹

We have nothing to disclose in this regard.

Item 4 Other Business Activities

A. If Mr. Branham is actively engaged in any investment-related business or occupation, including if Mr. Branham is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

We have nothing to disclose in this regard.

1. If a relationship between the advisory business and Mr. Branham's other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Mr. Branham receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Mr. Branham receives. We must explain that this

¹ **Note:** Our firm may, under certain circumstances, rebut the presumption that a disciplinary event is material. If an event is immaterial, we are not required to disclose it. When we review a legal or disciplinary event involving Mr. Branham to determine whether it is appropriate to rebut the presumption of materiality, we consider all of the following factors: (1) the proximity of Mr. Branham to the advisory function; (2) the nature of the infraction that led to the disciplinary event; (3) the severity of the disciplinary sanction; and (4) the time elapsed since the date of the disciplinary event. If we conclude that the materiality presumption has been overcome, we prepare and maintain a file memorandum of our determination in our records. We follow SEC rule 204-2(a)(14)(iii) and similar state rules.

practice gives Mr. Branham an incentive to recommend investment products based on the compensation received, rather than on your needs.

We have nothing to disclose in this regard.

- B. If Mr. Branham is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Mr. Branham's income or involve a substantial amount of Mr. Branham's time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Mr. Branham's time and income, we may presume that they are not substantial.

We have nothing to disclose in this regard.

Item 5 Additional Compensation

If someone who is not a client provides an economic benefit to Mr. Branham for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Mr. Branham's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

We have nothing to disclose in this regard.

Item 6 Supervision

We are required to explain how we supervise Mr. Branham, including how we monitor the advice Mr. Branham provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Mr. Branham's advisory activities on behalf of our firm.

Mr. Guyton, Principal and Chief Compliance Officer of Cornerstone Wealth Advisors, supervises and monitors Mr. Branham's activities on a regular basis. Mr. Guyton reviews all outgoing correspondence for written financial advice that Mr. Branham provides to clients. Please contact Mr. Guyton if you have any questions about Mr. Branham's brochure supplement at 952-920-3900.