

FORM ADV**Part II – Page 1 Uniform Application for Investment Adviser Registration**

Name of Investment Adviser: 1st Financial Services, LLC	
Address: 400 S Colorado Blvd, Ste 820 Denver, CO 60246	Area Code: Telephone Number 303-333-3609

This part of Form ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any governmental authority.

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(Schedules A,B,C,D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients)

Potential persons who are to respond to the collection of information contained in this form
Are not required to respond unless the form displays a currently valid OMB control number

Applicant

1st Financial Services, LLC

SEC File Number:
801-64870

Date:
02/2008

1. A Advisory Service and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

<input type="checkbox"/>	(1)	Provides investment supervisory services	%
<input type="checkbox"/>	(2)	Manages investment advisory accounts not involving investment supervisory services	80%
<input type="checkbox"/>	(3)	Furnishes investment advice through consultations not included in either service described above	15%
<input type="checkbox"/>	(4)	Issues periodicals about securities by subscription	%
<input type="checkbox"/>	(5)	Issues special reports about securities not included in any service described above	%
<input type="checkbox"/>	(6)	Issues, not as part of any service described above, any charts, graphs, formulas, or other devices, which clients may use to evaluate securities	%
<input type="checkbox"/>	(7)	On more than an occasional basis, furnishes advice to clients on matters not involving securities	5%
<input type="checkbox"/>	(8)	Provides a timing service	%
<input type="checkbox"/>	(9)	Furnishes advice about securities in any manner not described above	%

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state the percentages are estimates.)

B Does applicant call any of its services it checked above financial planning or some similar term?

Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>

C Applicant offers investment advisory services for: (check all that apply)

<input checked="" type="checkbox"/>	(1)	A percentage of assets under management	<input type="checkbox"/>	(4)	Subscription fees
<input type="checkbox"/>	(2)	Hourly Charges	<input type="checkbox"/>	(5)	Commissions
<input checked="" type="checkbox"/>	(3)	Fixed fees (not including subscription fees)	<input type="checkbox"/>	(6)	Other

D For each checked box in A above, describe on Schedule F:

- The services provided, including the name of any publications or report issued by the adviser on a subscription basis of for a fee
- Applicants basic fee schedule, how fees are charged and whether its fees are negotiable
- When compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients – Applicant generally provides investment advice to: (check those that apply)

<input checked="" type="checkbox"/>	A.	Individuals	<input checked="" type="checkbox"/>	E.	Trusts, estates, or charitable organizations
<input type="checkbox"/>	B.	Banks or Thrift Institutions	<input checked="" type="checkbox"/>	F.	Corporations or business entities other than those listed above
<input type="checkbox"/>	C.	Investment Companies	<input type="checkbox"/>	G.	Other
<input checked="" type="checkbox"/>	D.	Pension and profit sharing plans			

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|---|
| <p>A. Equity Securities</p> <p><input checked="" type="checkbox"/> (1) Exchange listed securities</p> <p><input checked="" type="checkbox"/> (2) Securities traded over the counter</p> <p><input checked="" type="checkbox"/> (3) Foreign issuers</p> <p><input type="checkbox"/> B. Warrants</p> <p><input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper)</p> <p><input type="checkbox"/> D. Commercial paper</p> <p><input type="checkbox"/> E. Certificates of Deposit</p> <p><input checked="" type="checkbox"/> F. Municipal Securities</p> <p>G. Investment Company Securities</p> <p><input checked="" type="checkbox"/> (1) Variable Life Insurance</p> <p><input checked="" type="checkbox"/> (2) Variable Annuities</p> <p><input checked="" type="checkbox"/> (3) Mutual Fund Shares</p> | <p><input type="checkbox"/> H. United States government securities</p> <p>I. Options contracts on:</p> <p><input checked="" type="checkbox"/> (1) securities</p> <p><input type="checkbox"/> (2) commodities</p> <p>J. Futures contracts on</p> <p><input type="checkbox"/> (1) Tangibles</p> <p><input type="checkbox"/> (2) Intangibles</p> <p>K. Interests in partnerships investing in:</p> <p><input checked="" type="checkbox"/> (1) Real Estate</p> <p><input type="checkbox"/> (2) Oil and Gas Interests</p> <p><input type="checkbox"/> (3) Other (explain on Schedule F)</p> <p>L. Other (explain on Schedule F)</p> |
|--|---|

4. Methods of Analysis, Sources of Information and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial Newspapers and Magazines | (5) <input type="checkbox"/> Timing Services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual Reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases |
| (4) <input type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice to clients include: (check those that apply)

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options, uncovered Options, or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short Sales | |

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5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? yes no

☐ ☒

(If yes, describe these standards on Schedule F)

6. Education and Business Background.

For:

- Each member of the investment committee or group that determines general investment advice to be given to clients, or
- If the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- Each principal executive officer or applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- Year of birth
- Formal education after high school
- Business background for the proceeding five years

7. Other Business Activities (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(for each checked box describe the other activities, including the time spent on them, Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) Broker-dealer | <input type="checkbox"/> (7) Accounting firm |
| <input type="checkbox"/> (2) Investment company | <input type="checkbox"/> (8) Law firm |
| <input type="checkbox"/> (3) Other investment adviser | <input type="checkbox"/> (9) Insurance company or agency |
| <input type="checkbox"/> (4) Financial planning firm | <input type="checkbox"/> (10) Pension consultant |
| <input type="checkbox"/> (5) Commodity pool operator, commodity trading Adviser or futures commission merchant | <input type="checkbox"/> (11) Real estate broker or dealer |
| <input type="checkbox"/> (6) Banking or thrift institution | <input type="checkbox"/> (12) Entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest Yes No

(If yes, describe on Schedule F the partnerships and what they invest in.)

9. **Participation or interest in Client Transactions**

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any clients
- ☐ B. As broker or agent effects securities transactions for compensation for any client
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and What restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions?)

Describe on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request

10. **Conditions for managing accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or similarly termed services and impose a minimum dollar value of assets or other conditions for starting or maintaining an account? Yes ☒ No ☐

11. **Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself Out as providing financial planning or similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. For reviews, include their frequency, different levels, and triggering factors. For reviewers, include the number of reviews, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

Reviews of all accounts will be conducted no less than quarterly by a principal of the Advisor. In-person evaluations with clients will be requested no less than annually and at any time a client may request. Reviews may be triggered by changes in the economy, changes in portfolio managers, lifestyle changes of client and changes or shifts in the market.

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

Clients will be provided with account statements reflecting the transactions occurring in the client's account no less than quarterly and during any month in which a transaction occurs. Clients are provided with confirmations for each transaction in their account. The Advisor may provide clients with a written report of account for review at the annual evaluation meeting.

12. Investment or Brokerage Discretion

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- | | Yes | No |
|--|-------------------------------------|-------------------------------------|
| (1) Securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) Amount of the securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) Broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) Commission rates paid? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients

☒ ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A (3), A (4) or B, describe on Schedule F the factors considered in selecting brokers and determining the Reasonableness of their commissions. If the value of products, research and services given to the Applicant or a related person is a factor describe

- The products, research and services
- Whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- Whether research is used to service all of applicants accounts or just those accounts paying for it, and
- Any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. Additional Compensation

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- | | Yes | No |
|--|--------------------------|-------------------------------------|
| A Is paid cash by or receives some economic benefit (including commissions, equipment or non-research Services) from a non-client in connection with giving advice to clients? | <input type="checkbox"/> | <input type="checkbox"/> |
| B. Directly or indirectly compensates any person for client referrals | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- Has custody of client funds or securities; or
 - Requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- | | Yes | No |
|---|--------------------------|-------------------------------------|
| Has applicant provided a Schedule G balance sheet | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

Applicant
1st Financial Services, LLCSEC File Number:
801- 64870Date:
02/2008

Do not use this Schedule as a continuation for Form ADV Part I or any other schedules)

1. Full name of applicant as stated in Item 1A of Part I of Form ADV: 1st Financial Services, LLC		IRS Empl. Ident. No: 33-1070661																				
Item of Form (identity)	Answer																					
1.A	<p>1st Financial Services, LLC is referred to herein as "1st Financial" or "Advisor" and the associated persons of 1st Financial are referred to herein as "Advisory Representatives".</p> <p>1st Financial provides personal financial planning; asset monitoring and asset management services with these services being more fully described below.</p> <p>Asset Management</p> <p>1st Financial offers its clients a fee-only advisor program (the "Program").</p> <p>The Program provides comprehensive investment management of client assets through the provision of execution, clearing, custodial, and advisory services. The investment strategy will focus primarily on the longer-term approach with periodic re-allocation as opposed to short term trading. Each portfolio will be initially designed to meet a particular investment goal that Advisor will determine to be suitable to the client's circumstances. Once the appropriate portfolio has been determined, Advisor will review the portfolio at least quarterly, and if necessary, recommend changes to the portfolio. Each client will have the opportunity to place restrictions on the types of investments to be held in the portfolio. Advisor will seek to meet client's objectives while providing a personal advisory service on a continuous basis including at least one annual update. However, Advisor may recommend reallocating the portfolio based on changes in the economy, the securities markets, or changes in a client's risk tolerance, goals or objectives. Advisor takes a proactive approach to monitoring asset management services and will recommend tactical re-allocations periodically. Client accounts will not be automatically rebalanced. Instead, Advisor will review and determine when each client's account will be rebalanced or re-allocated. The Program is offered by 1st Financial on a discretionary or non-discretionary basis. In a non-discretionary account, the Advisor will only purchase or sell securities that have been approved by clients in advance. In an account with limited discretion, Advisor will make changes that agree with the client's stated goals and risk tolerance and will notify the client of those changes.</p> <p>Accounts are managed as fee-only advisory accounts with some administrative charges bundled into one asset-based fee. Alternatively, the transaction charges are unbundled from the Advisory and Administrative fees. A transaction charge is a fee charged for executing a trade and is not the same as a commission. Accounts may be combined by household (i.e. related persons living at same address). Transaction fees are unbundled from the asset based fee for each household. Fees are negotiable and vary depending upon the complexity of the client situation and services to be provided. Another determining factor is the size of the household's assets. In addition, 12b-1 fees that are charged by some mutual funds may not be credited back to client's account.</p> <p>Asset based fees will range up to a yearly maximum of 1.25% in the Program with client's paying transaction charges separately. The fee schedule is as follows:</p> <table border="1"> <thead> <tr> <th>Portfolio Value</th> <th>Annual Program Fee</th> </tr> </thead> <tbody> <tr> <td>Up to \$100,000</td> <td>1.25%</td> </tr> <tr> <td>\$100,001 to \$249,999</td> <td>.80 – 1.25%</td> </tr> <tr> <td>\$250,000 to \$499,999</td> <td>.80 – 1.25%</td> </tr> <tr> <td>\$500,000 to \$749,999</td> <td>.80 – 1.25%</td> </tr> <tr> <td>\$750,000 to \$1,249,999</td> <td>.75 – 1.25%</td> </tr> <tr> <td>\$1,250,000 to \$1,999,999</td> <td>.75 – 1.25%</td> </tr> <tr> <td>\$2,000,000 to \$4,999,999</td> <td>.75 – 1.00%</td> </tr> <tr> <td>\$5,000,000 to \$24,999,999</td> <td>.75 – 1.00%</td> </tr> <tr> <td>Over \$25,000,000</td> <td>.75 – 1.00%</td> </tr> </tbody> </table> <p>The complete schedule of fees is set forth in the Agreement created and provided by Advisor to its clients prior to or concurrent with their engagement of 1st Financial Services, LLC.</p>		Portfolio Value	Annual Program Fee	Up to \$100,000	1.25%	\$100,001 to \$249,999	.80 – 1.25%	\$250,000 to \$499,999	.80 – 1.25%	\$500,000 to \$749,999	.80 – 1.25%	\$750,000 to \$1,249,999	.75 – 1.25%	\$1,250,000 to \$1,999,999	.75 – 1.25%	\$2,000,000 to \$4,999,999	.75 – 1.00%	\$5,000,000 to \$24,999,999	.75 – 1.00%	Over \$25,000,000	.75 – 1.00%
Portfolio Value	Annual Program Fee																					
Up to \$100,000	1.25%																					
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\$5,000,000 to \$24,999,999	.75 – 1.00%																					
Over \$25,000,000	.75 – 1.00%																					
	Other business activities including financial planning, portfolio, monitoring, asset allocation and consulting services																					

Complete amended pages in full, circle amended items and file with execution page (page 1).

Applicant 1st Financial Services, LLC	SEC File Number: 801- 64870	Date: 02/2008
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Advisor will gather financial information and history from a client including, but not limited to , retirement and financial plans, investment objectives, investment time horizon, financial needs, cash flow analysis, income needs, and other applicable financial information required by 1st Financial in order to appropriately provide the investment advisory services requested. 1st Financial provides planning services including but not limited to financial planning, retirement planning, and educational planning services. Additionally, 1st Financial offers portfolio monitoring and performance appraisal. 1st Financial will work with clients to identify their investment goals and objectives as well as risk tolerance in order to create an initial portfolio allocations designed to compliment a client's investment, income, and retirement goals and objectives, etc.

Advisory services are based on the client's financial situation at the time and are based on financial information disclosed by the client to Advisor. 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. However, past performance is in no way an indication of future performance. 1st Financial cannot offer any guarantees or promises that client's financial goals and objectives will be met. Further, client must continue to review and plan and update the plan based upon changes in the client's financial situation, goals, objectives, or changes in the economy. Should a client's financial situation or investment goals or objectives change, clients must notify 1st Financial promptly of the changes. Advisory services are also offered outside of fee-based accounts. This service is agreed to by contract. The agreement includes investment monitoring, financial planning, and ongoing communication with the client. Fees are negotiable and are based on the following schedule.

Value of Account	Maximum Fee
Up to \$24,999	\$250
\$25,000 to \$49,999	\$500
\$50,000 to \$99,999	\$750
\$100,000 to \$149,999	\$1000
\$150,000 to \$199,999	\$1500
\$200,000 to \$249,999	\$2000
\$250,000 to \$349,999	\$2500
\$350,000 to \$499,999	\$3000
\$500,000 to \$699,999	\$3500
\$700,000 to \$999,999	\$4000
\$1,000,000 to \$1,499,999	\$4500
Over \$1,500,000	\$5000

The annual advisory fee will be determined each year based on the value of the client's portfolio as of June 30 and in accordance with above fee schedule. The annual fee, invoiced on July 1, will cover one full year of advisory services. The client is paying for six months in arrears and six months in advance. Payment is due upon receipt. Fees may be deducted directly from a designated account with client authorization. Client will not pay more than six months fee in advance.

Client may terminate advisory services within five (5) business days after entering into the advisory agreement without penalty. After five (5) business days of entering into the advisory agreement, client may terminate upon 1st Financial's receipt of client's written notice to terminate. Client will be issued a pro-rated refund of any prepaid advisory fees for the period of time remaining from the termination date to the end of the year.

GENERAL DISCLOSURES

Advice offered by advisory representatives may involve investment in mutual funds. All fees paid to 1st Financial for advisory services are separate and distinct from the fees and expenses charged by the mutual funds to their shareholders. The fees and expenses are described in each mutual fund's prospectus. Such fees will generally include a management fee, other mutual fund expenses and possible distribution fees and sales charges. Client's participating in our fee-only account will not pay a sales charge as we will use no-load mutual funds or loaded funds purchased at net asset value.

A client could invest in a mutual fund directly without 1st Financial. In that case, the client would not receive Advisor's services that are designed, among other things, to assist the client in determining which mutual funds may be appropriate to the client's financial condition and objectives. Clients should review both the fees charged by the funds and the fees charged by 1st Financial to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services provided by 1st Financial.

Lower fees for comparable services may be available from other sources.

1st Financial does not maintain custody of client funds or securities.

1st Financial does not vote proxies on behalf of clients. Clients are responsible for voting all proxies. Advisor does forward proxy materials to clients.

Complete amended pages in full, circle amended items and file with execution page (page 1).

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02/2008

Item 4

Client is advised that the investment recommendations and advice offered by 1st Financial are not legal advice or accounting advice. Client should coordinate and discuss the impact of financial advice with their attorney or accountant. Client is advised that it is necessary to inform 1st Financial promptly with respect to any changes in the client's financial situation and investment goals and objectives. Failure to notify 1st Financial of any such changes could result in investment recommendations not meeting the needs of the client.

WARRANTS AND REPRESENTATIONS

1st Financial does not represent, warrant or imply that the services or methods of analysis used by 1st Financial can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections. No guarantees can be offered that client's goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by 1st Financial will provide a better return than other investment strategies.

Varied fluctuations in the price of investments are a normal characteristic of securities markets due to a variety of influences. Managed account programs should be considered a long-term investment and thus long-term performance diversifications and liquidity to meet a client's needs are the major goals.

METHODS OF ANALYSIS, SOURCES OF INFORMATION AND INVESTMENT STRATEGIES

1st Financial attempts to diversify client's portfolios to be invested in various asset classes and styles. Advisor primarily uses mutual funds or exchange traded funds (ETF) Accounts with a value over \$100,000 on average will be invested in an allocated portfolio of six (6) or more mutual funds, unless the client requests otherwise. 1st Financial favors mutual funds that have performed better than their peers on average overall, especially during down markets and implements a strategy with a tactical asset allocation approach.

Item 6

EDUCATION AND BUSINESS BACKGROUND**Jeff C Eisnaugle**

Born:	8/31/1960		
Education:	Ohio Wesleyan University	Delaware, Ohio	1979-1983 BA
	Colorado State University	Ft Collins, Colorado	Graduate School
	Certified Financial Planner		1992
	Chartered Mutual Fund Counselor		2004
Business:	Wall Street West	Registered Representative	Ft Collins, Colorado 1984-1985
	Gilbert Marshall & Co	Registered Representative	Greeley, Colorado 1985-1988
	Prudential Bache Sec	Registered Representative	Denver, Colorado 1988-1999
	USB Piper Jaffray	Registered Representative	Denver, Colorado 1999-2002
	Financial Services LLC	Advisory Representative	Denver, Colorado 2002-2003
	FSC Securities Corp	Registered Representative	Denver, Colorado 2002-Present
	1 st Financial Services LLC	Owner, Advisory Rep	Denver, Colorado 2003-Present
	IMAX Business Solutions	LLC Managing Member	Denver, Colorado
	Sola Salon Studio Partners	LLC Member	Dallas, Texas

Jeff Eisnaugle is the managing member of Colorado based IMAX Business Solutions Western Group LLC which is involved in credit card processing for small businesses. Mr. Eisnaugle spends very little time with this entity and he does not solicit 1st Financial clients for business or investment in IMAX Business Solutions Western Group LLC.

Mr. Eisnaugle is a passive investor in Sola Salon Studio Partners. No clients of 1st Financial are investors nor have they been invited to invest in Sola Salon.

Item 9

PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

Related persons of 1st Financial may buy or sell securities identical to those recommended to advisory clients. The advisory client's interest will always be placed ahead of any related person's. Advisory representatives and related persons may not trade ahead of clients or trade in such a way to obtain a better price for themselves rather than for the client. All trades by related persons require review by the 1st Financial CCO.

Item 10

CONDITIONS FOR MANAGING ACCOUNTS

Minimum account size is \$100,000. Advisor may allow the combining of accounts in one household to reach minimum account size.

Item 12

INVESTMENT OR BROKERAGE DISCRETION

Complete amended pages in full, circle amended items and file with execution page (page 1).

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Item 13B

As contained in client services agreement, client grants advisor limited discretion to determine what securities are to be bought or sold, the quantities of each security to be bought or sold and the time to execute the buy or sell. Advisor may not withdraw funds from client account without specific client authorization.

1st Financial utilizes the services of Pershing LLC as its custodian and executing broker-dealer exclusively. Advisor believes that Pershing offers the best opportunity for providing the needed services at reasonable costs. Client may receive similar services elsewhere at higher or lower costs.

Advisor does not receive any product or research services from Pershing.

1st Financial pays \$4800 per year to be a member of "Tom Martino's Troubleshooter network" website and is not considered compensation for referrals. The amount is negotiable each year. 1st Financial has not received any referrals directly or indirectly from Tom Martino.

Complete amended pages in full, circle amended items and file with execution page (page 1).