

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

Name of Investment Adviser: USA Tax & Insurance Services, Inc.					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
4114 Woodlands Parkway, Suite 402	Palm Harbor	FL	34685	(866)	917-1040

**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 government 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.**

FORM ADV**Part II - Page 2**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

Definitions for Part II

Related person -- Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant, including any non-clerical, non-ministerial employee.

Investment Supervisory Services -- Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

1.	A. Advisory Services 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 checked="" type="checkbox"/>	(1) Provides investment supervisory services	85 %
<input checked="" type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services	15 %
<input type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above	%
<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 services described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities	%
<input checked="" type="checkbox"/>	(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities	0 %
<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 that the percentages are estimates.)	

B.	Does the applicant call any of the services it checked above financial planning or some similar term?	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>
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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 publication or report issued by the adviser on a subscription basis or for a fee
- applicant's 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 (describe on Schedule F) |
| <input type="checkbox"/> D. Pension and profit sharing plans | |

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Applicant:

USA Tax & Insurance Services, Inc.

SEC File Number:

801-68338

Date:

03/17/2009

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

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity Securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input type="checkbox"/> J. Futures contracts on: |
| (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> G. Investment company securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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 type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" 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 checked="" type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

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

- | | |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input 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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Applicant:

USA Tax & Insurance Services, Inc.

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801-68338

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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 of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- formal education after high school
- year of birth
- business background for the preceding 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, on 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 checked="" 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.)

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

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Applicant:

USA Tax & Insurance Services, Inc.

SEC File Number:

801-68338

Date:

03/17/2009

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 client.
- ☒ 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.)

- 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 some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes ☐ No ☒

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some 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 reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

See Item 11A on Schedule F

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

See Item 11B on Schedule F

Applicant:

USA Tax & Insurance Services, Inc.

SEC File Number:

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03/17/2009

12. **Investment or Brokerage Discretion.**

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

(1) securities to be bought or sold?

Yes No

☒ ☐

(2) amount of the securities to be bought or sold?

Yes No

☒ ☐

(3) broker or dealer to be used?

Yes No

☒ ☐

(4) commission rates paid?

Yes No

☐ ☒

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

Yes No

☒ ☐

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 product, 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 applicant's 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:

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?

Yes No

☐ ☒

B. directly or indirectly compensates any person for client referrals?

Yes No

☐ ☒

(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

Has applicant provided a Schedule G balance sheet?

Yes No

☐ ☒

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
Item 1D	<p>INVESTMENT ADVISORY SERVICES</p> <p>USA Tax & Insurance Services, Inc. ("USA Tax" or the "Company") offers investment advisory services, in accordance with the terms of an Investment Management Agreement, to individuals, small business and institutional clients, most of which it expects to be derived from the broad base including but not limited to potential customer of its insurance marketing business. USA Tax does hold a current insurance license in the state of Florida.</p> <p>USA Tax is an Independent Marketing Organization (IMO) serving insurance agents nationwide. The primary product marketed by the IMO is the Fixed Indexed Annuity (FIA) and life insurance. The large network of independent insurance agents comprises the majority of its investment adviser representatives. The Company offers both discretionary and non-discretionary advisory services to clients under an Investment Management Agreement.</p> <p>The Company offers two primary programs:, an Asset Allocation Program and an Investment Management Program.</p> <p>Asset Allocation Program</p> <p>The Company offers investment management and supervisory services for clients and prospective clients choosing to the utilize the firm's Asset Allocation Program. The Company primarily manages assets on a discretionary basis, thereby allowing the Company and its associated persons to conduct transactions without obtaining the prior consent of the client. The client may choose to elect to receive such services on a non-discretionary basis, whereby all transactions placed for the client will be confirmed and discussed in advance of any such transactions taking place.</p> <p>The Company utilizes mutual funds and exchange traded funds to manage the portfolios of clients. All accounts are managed in accordance with the investment objectives, guidelines, and restrictions determined by its clients, subject to a client approved</p>

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

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
	<p>risk profile questionnaire. The portfolios are divided among five asset allocation strategies: conservative, moderate, moderate growth, growth, and aggressive growth. During the relationship with the Company, the client reserves the right to deviate from suggested or recommended risk levels, upon notification by the client. More so, the client reserves the right to provide special instructions on investments maintained or criteria used in selecting an appropriate portfolio strategy.</p> <p>In choosing to utilize the Asset Allocation Program, the Company is entitled to receive a fee based on a percentage of assets under management. The annual management fee shall be determined in advance on a calendar quarterly period and shall be paid directly from the client's account balance. The fees charged by USA Tax to its clients are based upon the market value of assets under management (including cash). Fees are generally calculated using the market value of the account as of the last business day of the preceding calendar quarter. The management fee used for the calculation varies based upon the total portfolio value and may be negotiated. The minimum annual fee chargeable to each account is \$500/year.</p> <p>When an account is opened during a quarter, such fee will be determined on a pro-rata basis for the remainder of the then current quarterly period and will be assessed at the time of the next quarterly billing. In the event, a client seeks to terminate their relationship with the Company, the client will need to provide written notification to the Company. Upon receipt by the Company, the client will be entitled to and will receive a pro-rata refund of the fees not earned during the quarter from the effective termination date.</p> <p>In addition to the asset management fee charged to clients, the client will be responsible for any expense fees assessed by mutual fund companies as well as fees assessed by the custodian of the assets, including any ticket charges for transactions in exchange-traded funds. More so, the client is responsible for transaction charges assessed for the liquidation of existing securities positions at the beginning of the relationship to adjust the client's profile in</p>

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

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
	<p>accordance to their investment objectives, risk profile, and other determining factors.</p> <p>The Asset Allocation Program fee schedule is as follows:</p> <p style="padding-left: 40px;">First \$ 500,000 is billed at 1.70% \$501,000- \$1.5 mil is billed at 1.50% \$1.51 mil- \$2.5 mil is billed at 1.29% \$2.51- \$3 mil is billed at 0.96% \$3 mil or more is billed at a negotiated rate</p> <p>Investment Management Services</p> <p>As an alternative to the Asset Allocation Program, a client may choose to utilize the investment management services of the Company. All investment management services under this program are offered on a non-discretionary basis.</p> <p>The Company agrees to maintain such account at a third party custodian both agreed upon by the Company and client. The Company agrees to place transactions in the client's account, either recommended or not by the Company. The Company will provide investment advice on as needed as circumstances and objectives of the client or marketplace change.</p> <p>The firm will be entitled to an annual fee of .5%. The annual management fee shall be determined in advance on a calendar quarterly period and shall be paid directly from the client's account balance. The fees charged by USA Tax to its clients are based upon the market value of assets under management (including cash). Fees are generally calculated using the market value of the account as of the last business day of the preceding calendar quarter. The management fee used for the calculation varies based upon the total portfolio value. The minimum annual fee chargeable to each account is \$500/year.</p> <p>When an account is opened during a quarter, such fee will be determined on a pro-rata basis for the remainder of the then current quarterly period and will be assessed at the time of the</p>

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

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
	<p>next quarterly billing. In the event, a client seeks to terminate their relationship with the Company, the client will need to provide written notification to the Company. Upon receipt by the Company, the client will be entitled to and will receive a pro-rata refund of the fees not earned during the quarter from the effective termination date.</p> <p>Financial Planning Services</p> <p>In addition, the Company can offer fee based financial planning services to its clients on a non-discretionary basis. Fees may be charged for these services in a number of different ways. Flat fees are available in some offices for a specified financial plan, generally ranging from \$500 to \$1,500. If a financial plan is completed, the fee is due and payable at the time the financial planning contract is signed by the client. The client may pay a portion of the financial planning fee, usually one half at the time the contract is signed with the balance due upon delivery of the completed financial plan and recommendations. Fees may vary based on the type of financial plan needed and the complexity of the client's situation.</p> <p>Should the client seek financial planning services, the Company agrees to provide the client a financial plan covering areas of financial planning requested by the client. Such areas may include but are not limited to, college planning, estate planning, retirement planning, and other areas as sought by the client. The Company is not responsible for implementing such services unless the client seeks to utilize one of the two investment management programs described herein. The client may decide to implement the plan through associated persons of the Company acting in the capacity of a broker/dealer representatives through a non-affiliated entity or through another non-affiliated entity.</p> <p>Additional Disclosures</p> <p>Investment adviser representatives that are also insurance agents may recommend fixed indexed annuities and other fixed insurance products to clients where appropriate and suitable for the client.</p>

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

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
Item 5	<p>USA Tax has no proprietary insurance products that it issues and markets to clients. All insurance products are issued by unaffiliated insurance companies. In addition, USA Tax only markets fixed insurance products, not variable insurance. Some investment adviser representatives may also be registered representatives of unaffiliated broker-dealers. Any variable product securities by independent registered representative adviser reps of USA Tax are sold through the unaffiliated broker-dealer and not reviewed by USA Tax for suitability.</p> <p>USA Tax or the account custodian provides each client with a periodic account statement, at least quarterly, that identifies cash, securities owned, total value and other performance and portfolio related information.</p> <p>For discretionary accounts, the client grants USA Tax the authority to receive quarterly payments directly from the client's account held by an independent custodian. Upon client's request, USA Tax shall provide an accounting of the manner in which a particular fee has been calculated.</p> <p>If the relationship between USA Tax and a client is terminated prior to the end of a calendar quarter, any unearned fee will be refunded on a pro rata basis, as stated above. The investment advisory relationship between USA Tax and each of its clients may be terminated by either party upon written notice. A full refund will be provided should the agreement be terminated within 5 business days of the initial contract signing.</p> <p>EDUCATION AND BUSINESS STANDARDS</p> <p>Each USA Tax employee who determines or furnishes investment advice to clients is expected to hold a degree from a four year college or university in an academic subject or group of subjects that should help enhance his or her ability to analyze investments and to furnish investment advisory services, or to have worked no fewer than five years in one or more positions related to the insurance or investment advisory services industry.</p>

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

**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
Item 6	<p>USA Tax will also require individuals to be properly licensed and registered, unless exempted, in states in which such individuals are conducting investment advisory business.</p> <p>EDUCATION AND BUSINESS BACKGROUNDS</p> <p>Steve Hand DOB: 2/25/1965 President/CEO</p> <p>Business Background USA Tax & Insurance Services, Inc. 11/01-Present President/CEO</p> <p>Legacy Financial Services, Inc 11/2001-11/2005 Petaluma, CA Account Executive, Principal</p> <p>Prime Capital Services, Inc 05/1999-11/2001 Poughkeepsie, NY Account Executive</p> <p>Royal Alliance Associates, Inc 3/1996 to 03/1999 Account Executive New York, NY</p> <p>Scott Chakan DOB: 12/29/1975 Chief Operating Officer</p> <p>Education Background 1998 B.S., Finance Indiana University</p> <p>Business Background USA Tax & Insurance, Inc 2001 to Present Palm Harbor, Florida</p>

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

**Schedule F of
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Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
Item 7	<p>Chief Operating Officer</p> <p>Gilman Ciocia, Inc 1998-1999 Clearwater, FL Assistant Manager Director of Marketing</p> <p>Hall, Kinion & Associates 1999-2001 Chicago, IL Market Development Technical Services Division</p> <p>Laura Roberts DOB: 6/8/1956 Chief Compliance Officer</p> <p>Education Background Business Administration, Tampa College 1976 Tampa, FL</p> <p>Business Background USA Tax & Insurance Services, Inc 7/06 to Present Palm Harbor, FL Chief Compliance Officer</p> <p>Morgan Stanley DW Inc. 4/2004 to 7/2006 Purchase, NY Branch Risk Manager & Operations Manager</p> <p>First Union Capital Markets Corp 4/1999 to 4/2004 Wachovia Securities, LLC Richmond, VA Operations/Compliance Manager</p> <p>Raymond James & Associates 4/1997 to 4/1999 St. Petersburg, FL Marketing Service Associate</p> <p>OTHER BUSINESS ACTIVITIES</p> <p>USA Tax is also a general insurance agency licensed to do business in the state of Florida and effectively registered with various state regulatory agencies. In this capacity, USA Tax is</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
7C	<p>involved in the marketing of Fixed indexed annuities and other fixed insurance products. Its primary business is that of an Independent Marketing Organization (IMO) serving insurance agents nationwide. Many of the Associated persons of the Company spend approximately 70% of their time marketing fixed insurance products and 30% of their time providing investment advice. The remainder of the associated persons spend approximately 85% of their time in an advisory role and 15% marketing role.</p> <p>USA Tax's President, Steve Hand is actively involved in the IMO and insurance activities of the Company. In his role, he has responsibility for the creative development of both the IMO and advisory services offered by USA Tax. His primary focus is in researching and developing new marketing ideas, tools and processes for agents and advisory representatives. Mr. Hand develops training formats designed to educate new and existing adviser representatives. He also assists with the recruiting and mentoring of agents and adviser representatives. It is expected that Mr. Hand's activities are usually divided, approximately on a 70/30 basis, between his duties on the insurance side of the business and those associated with the development and furnishing of investment advice to USA Tax's clients.</p> <p>Scott Chakan, COO, acts as the primary contact to bridge the Sales and Marketing to the operations of the USA Tax. As Chief Operations Officer, his primary role is in the development of the operations to monitor and maintain a successful business model. Mr. Chakan continues to offer his abilities as management to the IMO and the staff of the Registered Investment Advisor. He also assists in the management of the recruiting efforts to develop the Registered Investment Advisor. It is expected as the company grows, that Mr. Chakan could potentially dividend his time on a 70/30 basis.</p> <p>As CCO of USA Tax, Laura Roberts main duties are to monitor and document, either electronically or on paper, the policies and procedures of the Registered Investment Advisor. Most of the daily operations of the Investment Advisor will be completed by trained staff, but the review its activities normally will be</p>

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**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
USA Tax & Insurance Services, Inc.	801-68338	03/17/2009

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: USA Tax & Insurance Services, Inc.	IRS Empl. Ident. No.: 16-1647020
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Item of Form (identify)	Answer
Item 8C(9)	<p>completed and documented if required by Ms. Roberts. Additionally, she is delegated as the contact with any regulatory agency. During the course of the year, any updates or changes required in the Form ADV, as deemed necessary by the Company, should be processed through the CCO. As the CCO, she will also be responsible for the review for compliance of advertising and correspondence unless delegated to appropriate trained staff member. Her time will be approximately 85% advisory and 15% marketing in her role with USA Tax.</p> <p>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS</p> <p>As stated previously, USA Tax is also a general insurance agency. As an insurance agency, USA Tax may provide insurance services to advisory clients. USA Tax actively offers marketing and sales assistance markets for fixed indexed annuities via its IMO business. Investment adviser representatives that are also licensed insurance agents may include fixed indexed annuities in the portfolios recommended for clients, subject to the suitability of the annuity for the client.</p> <p>USA Tax also provides tax services to its clients. Those adviser representatives that specialize in general financial planning and tax services for clients will charge a flat fee of \$49 to \$99 for tax preparation.</p>
Item 9	<p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</p> <p>Securities industry regulations require that advisory firms provide their clients with a general description of the advisory firm's Code of Ethics. The Company has adopted a Code of Ethics in compliance with 204A-1 in reference to the firm's controls over personal trading that sets forth the governing ethical standards and principles of the Company. It also describes the Company's policies regarding the protection of confidential information, including the review of the personal securities accounts of certain personnel of the Company for evidence of manipulative trading,</p>

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9B	<p>trading ahead of clients, insider trading, trading restrictions, training of personnel and recordkeeping. A copy of the Company's Code of Ethics may be obtained by writing to the Company.</p> <p>Associated persons of USA Tax may also be registered as broker/dealer representatives with non-affiliated brokerage firms. In this capacity, associated persons may recommend or effect transactions in securities such as mutual funds, 529 plans, or other investment-related products for a commission. Such services are often provided to brokerage clients who are not investment advisory clients; however, in some cases, such brokerage clients may also be investment advisory clients.</p>
9E	<p>Associated persons of USA Tax may buy or sell for themselves investment products or securities recommended to clients. Employee account statements will be reviewed in accordance with the personal trading restrictions and guidelines established by the Code of Ethics. Records will be maintained of all securities bought or sold by USA Tax, associated persons or related entities. Such records will be available for client inspection upon request.</p>
Item 10	<p>CONDITIONS FOR MANAGING ACCOUNTS</p> <p>USA Tax intends to solicit investment advisory accounts with a minimum opening asset balance of \$25,000, but may accept smaller accounts at the discretion of a USA Tax officer. It will charge a minimum annual account management fee of \$500, and intends to advise clients to commit their account contributions for a period of not less than three years. USA Tax recommends a long-term investment strategy for its clients, but does not impose any redemption fees for accounts held less than three years. However, those accounts holding mutual funds may be subject to redemption fees imposed by the mutual fund companies.</p>
Item 11A	<p>REVIEW OF ACCOUNTS</p> <p>The timing and nature of account reviews are dictated by a variety of factors, including contributions or withdrawals of cash from an</p>

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11B	<p>account; a substantial change in the market value of assets under management; a client's request for tax-loss selling; a client's request for information regarding the performance or structure of an account; the performance of an account; interest rate changes; changes in the list of securities approved for purchase for a particular objective; changes necessary to rebalance the portfolio to maintain client objectives and desired asset mix; and requirements imposed by court order or regulatory degree (if applicable).</p> <p>Accounts are reviewed at least semi-annually depending on client needs.</p> <p>All client accounts are reviewed by the respective investment adviser representative assigned to the account. All new accounts and any subsequent changes to accounts are reviewed by senior firm management for suitability.</p> <p>Each client is furnished by the applicable custodian or broker dealer through whom a trade is placed, that within three business days following completion of each purchase or sale transaction, a confirmation slip identifying the transaction. The Company allows through the custodian, the client the ability to waive the receipt of transaction confirmations if they choose.</p> <p>Accounts in which investment advisory services or investment management services are provided with brokerage statements no less than quarterly and have access to their account online via the BridgePortfolio system. Reports are available to clients through the BridgePortfolio system, including Portfolio Summary Reports containing the cash balance; type, name and amount of each security; current dollar market value of each security, and other performance and portfolio information upon request.</p>
Item 12A(1)(2)	<p>INVESTMENT BROKERAGE DISCRETION</p> <p>Under the express terms of the Discretionary Investment Management Agreement, USA Tax is not required to obtain specific client consent regarding transactions, or the quantity of securities to be bought or sold. Each client chooses his/her</p>

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12A(3)	<p>specific investment objective via a Risk Profile Analysis and once USA Tax determines the suitability of the investment objective, given the client's economic status and investment experience, USA Tax will authorize the purchase and sale of securities for that client's account in accordance with those objectives. USA Tax will assume all investment duties with respect to assets held and will have complete discretionary authority with respect to those assets. USA Tax may take such actions with respect to the management of the client's account as it deems in the client's best interest, provided that it may not withdraw money, securities or other property from the account. Sales may be made from the account without regard to the time held therein, the gain, or loss to be generated or the tax consequences to be derived from such a sale (with the exception of specific account restrictions or specifications). As to any voting securities held from time to time in the account, USA Tax does not exercise the voting rights and refrains from such exercise.</p> <p>Under the Non-Discretionary Investment Management Agreement, USA Tax and its adviser representatives do not have the authority to act without specific client consent regarding any purchases or sales of securities or the quantity of securities to be bought or sold for any account.</p> <p>The Discretionary Investment Management Agreement states that all securities transactions will be either executed by TD Ameritrade or routed by TD Ameritrade to another broker-dealer for execution. However, a client may elect to choose the brokerage services of another broker-dealer of their own selection. Any client that chooses to direct transactions to a specific broker-dealer of their own choosing may not realize the benefit of participation in bunched transactions which may receive more favorable pricing or commission charges, in the aggregate.</p>
12A(4)	<p>USA Tax does not attempt to negotiate the commission rates charged by executing brokerage firms. Clients are free to negotiate commission rates with firms directly. The factors involved in such negotiations might include the size of a client's account, the brokerage firm's policy with respect to discounts and</p>

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12B	<p>the client's relationship with the firm's representatives. Unless a lower rate has been negotiated by the client and communicated in writing to USA Tax, the client should expect to pay commissions based upon a standard non-discounted commission schedule. USA Tax's policy with respect to commissions paid on portfolio transactions executed on behalf of its clients is to seek competitive pricing and best execution capabilities with respect to all of its client's portfolio transactions.</p> <p>Clients wishing to implement the advice of USA Tax's associated persons are free to select any broker they wish and are so informed. If the clients wish to have their funds invested in the Asset Allocation Program, TD Ameritrade will serve as the broker-dealer for the account. Commission rates may be found at other broker/dealers which may be higher or lower than those charged at TD Ameritrade.</p> <p>When clients designate specific brokers or dealers through which transactions are to be effected, orders for such directed brokerage clients will be placed after orders for clients that leave the selection of brokers to the discretion of USA Tax. For these accounts, it may not be possible for USA Tax to obtain the lower commission rates which might be attainable if USA Tax had full discretion in the selection of the executing firm. Directed brokerage accounts may not be permitted to participate in volume discounts for batched transactions as do fully discretionary accounts. Clients directing brokerage may also incur other transaction costs or greater spreads or receive less favorable net prices on transactions for their accounts than might otherwise be the case.</p> <p>USA Tax may combine purchase or sale orders ("bunching" or "blocking" trades) for more than one account where blocking the trades appears to be potentially advantageous for each participating account (e.g., for the purpose of reducing brokerage commissions or obtaining a more favorable transaction price). USA Tax will aggregate transaction orders only if it believes that the aggregation is consistent with USA Tax's duty to seek best execution for customer trades and is consistent with the terms of the investment</p>

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Other	<p>advisory agreement with each customer whose trades are being aggregated.</p> <p>USA Tax seeks to obtain quality execution at favorable security prices, through responsible brokers and dealers. At this time, USA Tax and its adviser representatives do not allow brokerage commissions to be used in return for brokerage and research services (“soft dollars”). In selecting brokers and dealers to execute clients’ portfolio transactions, consideration is given to such factors as the price of the security, the rate of commission, the size and difficulty of the order, the reliability, integrity, financial condition, and general execution and operational capabilities of competing brokers and dealers. It is not the policy of USA Tax to seek the lowest available commission rate when it is believed that a broker or dealer charging a higher commission rate would offer greater reliability or provide a better price or execution.</p> <p>The firm does not engage in proxy voting on behalf of clients. Clients are responsible for proxy voting, if applicable.</p>

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