

Part 2A of Form ADV: Firm Brochure

Paragon Wealth Strategies, LLC

March 9, 2017

This brochure provides information about the qualifications and business practices of Paragon Wealth Strategies, LLC. If you have any questions about the contents of this brochure, please contact us at (904) 861-0093 or info@wealthguards.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

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Additional information about Paragon Wealth Strategies, LLC also is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 146543.

Paragon Wealth Strategies, LLC is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2

Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

- This Firm Brochure, dated **March 9, 2017**, DOES NOT INCLUDE any material changes since our last Firm Brochure dated November 7, 2016.

- This brochure continues to incorporate the following updates made on the dates shown below, which occurred in the interim since our last **Annual Update filing** done on **February 22, 2016**.

Item 3
Table of Contents

ITEM 1	COVER PAGE	1
ITEM 2	MATERIAL CHANGES	2
ITEM 3	TABLE OF CONTENTS	3
ITEM 4	ADVISORY BUSINESS	4
ITEM 5	FEES AND COMPENSATION	10
ITEM 6	PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT	16
ITEM 7	TYPES OF CLIENTS	17
ITEM 8	METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS	18
ITEM 9	DISCIPLINARY INFORMATION	22
ITEM 10	OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS	23
ITEM 11	CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING	24
ITEM 12	BROKERAGE PRACTICES	27
ITEM 13	REVIEW OF ACCOUNTS	31
ITEM 14	CLIENT REFERRALS AND OTHER COMPENSATION	32
ITEM 15	CUSTODY	33
ITEM 16	INVESTMENT DISCRETION	34
ITEM 17	VOTING CLIENT SECURITIES	35
ITEM 18	FINANCIAL INFORMATION	36

Item 4

Advisory Business

Paragon Wealth Strategies, LLC ("Paragon") is a SEC-registered investment adviser with its principal place of business located in Jacksonville, Florida. Paragon began conducting business in 2008, after departing from its affiliation from 2005-2008 as a branch office of The Householder Group.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Jonathan N. Castle, Managing Member & Chief Investment Officer
- Michelle L. Ash, Managing Member & Chief Operating Officer

Additionally, the firm's employee, Karen Rasmussen, who serves as Client Service Director, is also a Member in the firm.

Paragon Wealth Strategies, LLC offers the following two (2) advisory services to our clients:

1) INVESTMENT SUPERVISORY SERVICES ("ISS") **INDIVIDUAL PORTFOLIO MANAGEMENT**

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy and create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

The portfolios we construct are not limited to any specific product or service offered by a broker-dealer or insurance company. However, based upon our research and philosophy, our portfolios will typically consist of and will generally include advice regarding the following securities:

- No-Load Mutual fund shares, often institutional shares not available to retail investors
- Exchange Traded Funds (ETFs)
- Individual Government Fixed-Income Bonds and CDs
- Corporate debt securities (other than commercial paper)

Depending upon the individual client's circumstance, we may offer **advice** on the following types of investments. However, based upon our research and investment philosophy, we will **not typically use** the following types of investments in a portfolio that we construct:

- Exchange-listed securities (ie. stocks) (except for ETFs)
- Securities traded over-the-counter
- Municipal securities
- Variable life insurance
- Variable annuities
- Options contracts on securities
- Interests in partnerships investing in real estate
- Interests in partnerships investing in oil and gas interests
- Interests in partnerships investing in other assets such as equipment leasing

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

How to Engage Our Investment Supervisory Services

To engage us to provide you with investment supervisory services, you will generally be required to enter into a written agreement with us, setting forth the terms and conditions of the engagement and describing the scope of the services.

2) FINANCIAL PLANNING and NON-INVESTMENT CONSULTING/IMPLEMENTATION SERVICES

To the extent requested by the client, Paragon shall generally provide consulting services regarding non-investment related matters, such as retirement planning, estate planning, tax planning, insurance, etc.

Financial Planning Process

We gather required information through in-depth personal interviews. Information gathered generally includes the client's current financial status, tax status, future goals, returns objectives and attitudes towards risk. We review documents supplied by the client, including a questionnaire completed by the client, and make recommendations based on our analysis. Should the client choose to implement the recommendations, we suggest the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion.

Client is Not Obligated to Follow Recommendations or Utilize Recommended Services

Financial Planning recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company. All recommendations are of a generic nature. Paragon may recommend the services of itself and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if Paragon recommends its own services. The client is under no obligation to act upon any of the recommendations made by us under a financial planning / consulting engagement. You are also under no obligation to engage the services of any such recommended professional, including ourselves.

Neither Paragon, nor any of its representatives, serves as an attorney or insurance agent, and no portion of Paragon's services should be construed as same. To the extent requested by a client, Paragon may recommend the services of unaffiliated professionals for certain non-investment implementation purposes (i.e. attorneys, accountants, insurance, etc.). The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Paragon. Please Note: If the client engages any such recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional.

Client Responsibility to Verify Data Accuracy

In performing our services, we do not attempt to verify any information received from the client or from the client's other professionals (e.g., attorney, accountant, etc.) through outside sources. We are expressly authorized to rely on information from the client. It is very important that you provide us with accurate information because the recommendations we make will be based on the data you give us. Moreover, it remains your responsibility to promptly notify us if there is ever any change in your financial situation or investment objectives so we may review, evaluate or revisit our previous recommendations and/or services.

How to Engage Our Financial Planning Services

Our financial planning services are often, though not always, provided as a component of our Investment Supervisory Services. To engage us to provide you with financial planning services, you will generally be required to enter into a written agreement with us, setting forth the terms and conditions of the engagement and describing the scope of the services.

GENERAL TERMS APPLIED TO ALL SERVICES

Retirement Rollovers-No Obligation/Conflict of Interest

A client leaving an employer typically has four options (and may engage in a combination of these options):

- I. Leave the money in his former employer's plan, if permitted,
- II. Roll over the assets to his new employer's plan, if one is available and rollovers are permitted,
- III. Rollover to an IRA, or
- IV. Cash out the account value (which could, depending upon the client's age, result in adverse tax consequences).

Paragon may recommend an investor roll over plan assets to an Individual Retirement Account (IRA) managed by Paragon. As a result, Paragon and its advisors may earn an asset-based fee (**see Please Note** below). In contrast, a recommendation that a client or prospective client leave his or her plan assets with his or her old employer or roll the assets to a plan sponsored by a new employer will generally result in no compensation to Paragon (unless you engage Paragon to monitor and/or manage the account while maintained at your employer). Paragon has an economic incentive to encourage an investor to roll plan assets into an IRA that Paragon will manage or to engage Paragon to monitor and/or manage the account while maintained at your employer

There are various factors that Paragon may consider before recommending a rollover, including but not limited to:

- I. The investment options available in the plan versus the investment options available in an IRA,
- II. Fees and expenses in the plan versus the fees and expenses in an IRA,
- III. The services and responsiveness of the plan's investment professionals versus Paragon's,
- IV. Protection of assets from creditors and legal judgments,
- V. Required minimum distributions and age considerations,
- VI. Employer stock tax consequences, if any,
- VII. Plan's withdrawal options or limitations, before and/or after retirement

No client is under any obligation to rollover plan assets to an IRA managed by Paragon or to engage Paragon to monitor and/or manage the account while maintained at your employer.

Please Note: If Paragon's engagement will include the management of the client's retirement account per the same fee schedule set forth in Item 5 below, regardless of custodian or the client's decision to process a rollover, the above economic incentive to recommend a rollover is moot. **ANY QUESTIONS:** Paragon's Chief Compliance Officer, Michelle L. Ash, remains available to address any questions that a client may have regarding its prospective engagement and the corresponding conflict of interest presented by such engagement.

Investment Risk

Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by Paragon) will be profitable or equal any specific performance level(s).

Non-Discretionary Service Limitations

Clients that determine to engage Paragon on a non-discretionary investment advisory basis must be willing to accept that Paragon cannot effect any account transactions without obtaining prior consent to any such transaction(s) from the client. Thus, in the event that Paragon would like to make a transaction for a client's account (including in the event of an individual holding or general market correction), and the client is unavailable, Paragon will be unable to effect the account transaction(s) (as it would for its discretionary clients) without first obtaining the client's consent. **See also** disclosure at Item 15 later in this document.

Electronic Confirmations/Account Statements

Fidelity and TD Ameritrade offer reduced transaction fee charges to clients who elect to receive electronic trade confirmations and account statements rather than by regular mail. Unless you advise Paragon to the contrary, in writing, Paragon will advise the custodian that the client elects to receive electronic trade confirmations and account statements.

Use of Dimensional Fund Advisors Mutual Funds

While Paragon may recommend allocating investment assets to mutual funds that are not available directly to the public, Paragon may also recommend that clients allocate investment assets to publically-available mutual funds that the client could obtain without engaging Paragon as an investment adviser. However, if a client or prospective client determines to allocate investment assets to publically-available mutual funds without engaging Paragon as an investment advisor, the client or prospective client would not receive the benefit of Paragon's initial and ongoing investment advisory services. Others mutual funds, such as those issued by Dimensional Fund Advisors ("DFA"), are generally only available through registered investment advisers. Paragon may allocate client investment assets to DFA mutual funds. Therefore, upon the termination of Paragon's services to a client, restrictions regarding transferability and/or additional purchases of, or reallocation among DFA funds will apply.

Emoney Software Access

In conjunction with Paragon's services, access to Emoney software is typically provided to a client. As a component of Emoney, we may also provide periodic comprehensive reporting services which can incorporate all of the client's investment assets, including those investment assets that are not part of the assets that we manage (the "Excluded Assets"). The client and/or his/her other

advisors that maintain trading authority, and not us, shall be exclusively responsible for the investment performance of the Excluded Assets. Our service relative to the Excluded Assets is limited to reporting only, which does not include investment monitoring or implementation. The client may engage us to manage the Excluded Assets pursuant to the terms and conditions of the *Investment Advisory Agreement* between us and the client.

Disclosure Document Provided to Client

A copy of Paragon Wealth Strategies, LLC's privacy policy notice and a written disclosure statement that meets the requirements of Rule 204-3 of the Investment Advisers Act of 1940, as amended ("Advisers Act"), shall be provided to each client prior to or contemporaneously with the execution of the Agreement. Any client who has not received a copy of our written disclosure statement at least forty-eight (48) hours prior to executing the Agreement shall have five (5) business days after executing the Management Agreement to terminate our services without cost or penalty. You are presently reading our disclosure document that complies with the requirements of Rule 204-3.

AMOUNT OF MANAGED ASSETS

As of December 31, 2016:

	Discretionary	Non-Discretionary	Total
Assets Managed	\$ 175,457,492	\$767,260	176,224,752

Item 5

Fees and Compensation

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO

MANAGEMENT FEES

Our annual fees for Investment Supervisory Services are based upon a percentage of assets under management and generally range from 0.40% to 1.25%.

The annualized fee for Investment Supervisory Services is charged as a percentage of assets under management, according to the following tiered fee schedule:

Managed Asset Level	Annual % Fee
\$0 - \$1,000,000	1.25% on first \$1,000,000
\$1,000,000 - \$2,500,000	1.00% on next \$1,500,000
\$2,500,000 - \$5,000,000	0.40% on next \$2,500,000
\$5,000,000+	Negotiable, or otherwise 0.40%

Minimum account size and grouping of related client accounts

A minimum of \$500,000 of assets under management is generally required for Investment Supervisory Services. Paragon may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee. (Example: Client has an IRA account and individual brokerage account, each worth \$250,000. These two accounts will be grouped to achieve the \$500,000 minimum of assets under management.)

However, Paragon will not group related client accounts for the purposes of achieving the assets under management or a higher tier on the fee schedule under any of the following circumstances:

- Assets not billed or managed by the firm but held with the firm's Custodian will generally not be included in calculation of the assets under management or a higher tier on the fee schedule.

Accommodation Accounts and Non-managed Accounts

Paragon reserves the right to offer clients the ability to open accounts with the firm that will not be managed by us. We refer to these accounts as "accommodation accounts" and/or "non-managed" accounts. The purpose of these accounts is, among other things, to allow clients the opportunity to consolidate assets with one Custodian. As mentioned in the previous paragraph, these accounts will not be considered when calculating a client's assets under management or the

client's tiered fee. However, Paragon will be responsible for servicing these accounts, to include placing client-directed trades, assisting clients with adding or withdrawing funds, and other account service needs. Paragon reserves the right to withdraw this feature at any time during the client relationship by "de-linking" an account from Paragon's authorization with the Custodian. If an account is de-linked, it will become a retail account of the Custodian, and the client will contact the Custodian for trading and servicing of the account. Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

Direct Debit

Our firm directly debits advisory fees from client accounts when possible based on client account type and client authorization through our Management Agreement. The advisory fee will be debited quarterly, in advance, based upon the market value of the assets on the last day of the previous quarter as valued by the Custodian. Our fees will vary each quarter based on the value of the assets we manage. If the value of the assets goes up, our fee will increase. If the value of the assets goes down, our fee will decrease.

Direct Billing Option

Instead of direct debit of advisory fees from client accounts, clients may request to be billed for fees incurred. In these circumstances, the calculation of our fees is identical to that described in the following paragraphs. Instead of direct debit from the client account, the client will be sent an invoice for payment of advisory fees. Generally, we will request payment under Net 10 terms. Termination of our services after the commencement and payment for a calendar quarter billing period will result in the unearned portion of the advisory fee being promptly refunded to the client by check sent via regular mail.

Calculation of Advisory Fees

Our advisory fees are calculated each quarter by applying the tiered fee schedule above to the total amount of assets in the client accounts we manage, and then dividing the annual fee into quarterly installments of $\frac{1}{4}$ of the annual amount.

An example of this calculation is as follows:

Assets Under Management as of 12/31/2015 = \$500,000

Applicable Annual Fee = 1.25%

Calculation: $(\$500,000 \times 1.25\%) / 4 = \$1,562.50$ debit for the quarter beginning 1/1/2016

Tiered fee schedule

For clients whose value of assets managed exceeds \$1,000,000 (One Million), a reduced fee based on the tiered schedule will apply. It is important to understand how a tiered fee schedule works. A tiered fee schedule applies the fee for the first tier (in our case, the first \$1,000,000.00 of assets) to that amount. Assets over that amount have the next tier's amount applied, until that tier's maximum amount is reached. At that point, the third tier is applied, and so on.

Here is an example of how the tiered fee schedule is applied:

Assets Under Management as of 12/31/2016 = \$2,000,000

Applicable Annual Fee =

1.25% on the first \$1,000,000 under management

1.00% on the remaining \$1,000,000 under management

Calculation:

$(\$1,000,000 \times 1.25\%)/4 = \$3,125.00 + (\$1,000,000 \times 1.00\%)/4 = \$2,500.00$

Total: $\$3,125.00 + \$2,500.00 = \$5,625$ debit for the quarter beginning 1/1/2017

The purpose of a tiered fee schedule is to avoid a potential conflict of interest in growing a client's assets. If our fee schedule was a flat-fee schedule instead of a tiered fee schedule, then a conflict of interest might be created, in that our firm would receive reduced fees by growing a client's account to the point at which the client exceeds a breakpoint. Similarly, a tiered fee schedule also helps a client avoid increased fees if their assets under management decline, which is another consequence of a flat-fee schedule.

Initial Quarter's Advisory Fee

The advisory fee for the initial quarter shall be calculated on a pro rata basis commencing on the day the assets are initially designated to us for management under the Management Agreement. Our firm reserves the right to defer commencement of the initial billing until such time that the account's agreed-to allocation and structure is built, but in no case will this deferred commencement result in a higher fee to the client than they would have otherwise paid had the fee been debited immediately at the time designated to us for management.

Impact of Account Additions or Withdrawals

You may make additions to and withdrawals from the Account at any time, subject to our right to terminate an account. If assets are deposited to or withdrawn from an account after the inception

of a quarter the advisory fee payable with respect to the assets will not be prorated based on the number of days remaining in the quarter. Clients may withdraw assets from the account after providing us with notice. All withdrawals are subject to customary securities settlement procedures.

Termination and Advisory Fees

After executing a Management Agreement for our services, clients initially have five (5) business days from the date of execution of the Management Agreement to terminate our services. After that time, the Management Agreement will continue in effect indefinitely from the initial date, but may be terminated at any time upon receipt of written notice to terminate by either party to the other. The written notice must be manually signed by the terminating party. If the Management Agreement is terminated after the commencement of a calendar quarter billing period, the unearned portion of the advisory fee will be promptly refunded to the account it was debited from.

Fee Increases

No increase in the Management Fee shall be effective without prior written notification to the client.

Custodian's Statements, Client Responsibility

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period. Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Limited Negotiability of Advisory Fees

Although Paragon has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule. These include the complexity of the client, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, and reports, among other factors. The specific annual fee schedule is identified in the contract between the adviser and each client.

Fee schedules other than as stated at the beginning of this section may be in place with existing clients based on the advisory fees in effect at the time the client entered into the advisory relationship. Discounts, not generally available to our advisory clients, may be offered to family

members and friends of associated persons of our firm.

FINANCIAL PLANNING FEES

In general, our financial planning services are typically provided as a component of our Investment Supervisory Services (see previous pages in this section). If financial planning is quoted separately, then Paragon's Financial Planning fee is determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Our Financial Planning fees are typically calculated and charged on a fixed fee basis, typically ranging from \$185 to \$50,000, depending on the specific arrangement reached with the client.

Our Financial Planning fees may occasionally be calculated and charged on an hourly basis instead of a fixed fee basis, at Paragon's discretion. Our hourly fees range from \$185 to \$350 per hour. Although the length of time it will take to provide a Financial Plan will depend on each client's personal situation, we will provide an estimate for the total hours at the start of the advisory relationship. Under hourly engagements, actual fees are calculated at the end of the engagement and charged in arrears. Fees will be reduced by any retainer requested (see below).

We typically request a retainer upon completion of our initial fact-finding session with the client; however, advance payment will never exceed \$1,200 for work that will not be completed within six months. The balance is due upon completion of the plan.

Financial Planning Fee Offset:

Paragon reserves the right to reduce or waive the minimum fixed fee and/or the hourly fee, or prorate it back to the client against normal ongoing charges, if a financial planning client chooses to engage us for our Investment Supervisory Services.

OTHER GENERAL INFORMATION (NOT SERVICE-SPECIFIC)

Mutual Fund Fees:

All fees paid to Paragon for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. Generally, as a matter of course, Paragon will not recommend funds that impose sales charges. A client could invest in a mutual fund directly, without our services. However, to reduce investor costs, Paragon may use institutional funds not available for direct investment by retail investors. In the case that a client

chose to invest in available retail mutual funds directly, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Additional Fees and Expenses:

In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

Grandfathering of Minimum Account Requirements and Advisory Fees:

Pre-existing advisory clients are subject to Paragon minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements will differ among clients.

Advisory Fees in General:

Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

Limited Prepayment of Fees:

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 more than six months in advance of services rendered.

Item 6

Performance-Based Fees and Side-By-Side Management

A performance-based fee is a fee based on the firm receiving a share of capital gains on, or capital appreciation of, the assets of the client. Paragon Wealth Strategies, LLC **does not offer** advisory relationships that charge performance-based fees.

Item 7

Types of Clients

Paragon Wealth Strategies, LLC provides advisory services to the following types of clients:

- High net worth individuals
- Individuals (other than high net worth individuals)

As previously disclosed in the “Fees and Compensation” section (Item 5), our firm has established certain initial minimum account requirements, based on the nature of the service(s) being provided. For a more detailed understanding of those requirements, please review the disclosures provided in each applicable service.

Item 8

Methods of Analysis, Investment Strategies and Risk of Loss

METHODS OF ANALYSIS

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

Charting. In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down and to predict how long the trend may last and when that trend might reverse.

A risk in using charting is that it may be based on assumptions that prove to be incorrect. Charts reflect the price movements of markets and securities in the past - and while past events and market cycles may repeat themselves, charting past events cannot accurately predict unforeseen political or life events which occur in the future and affect market movements.

Technical Analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Fundamental Analysis. Fundamental analysis attempts to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Generally, we subscribe to the Efficient Market Hypothesis and believe that markets are reasonably efficient and integrate all known and imagined information rapidly throughout the entire market. As such, we and other proponents of the Efficient Market Hypothesis believe that, more often than not, securities are properly priced by the markets themselves and underpricing and inefficiencies are either random, or the result of unexpected and unforeseeable events which makes them extremely difficult to detect and act upon. In accordance with this philosophy, we will typically recommend low-cost Index Funds or Exchange Traded Funds versus individual securities or actively managed mutual funds that attempt to "beat the market" by identifying underpriced securities and buying those securities versus owning an entire sector, index, or market.

For clients who already own individual securities, and for various reasons do not wish to sell those securities to build an asset allocation portfolio (such as a high tax impact of selling an appreciated security) we will occasionally advise the client on the prudence of holding the security using Fundamental Analysis.

Cyclical Analysis. In this type of technical analysis, we measure the movements of a market sector against the overall market in an attempt to predict the price movement of that particular sector throughout market cycles.

A risk in using cyclical analysis is that it may be based on assumptions that prove to be incorrect.

Mutual Fund and/or ETF Analysis. We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Risks for all forms of analysis. Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

INVESTMENT STRATEGIES

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Asset Allocation: Rather than focusing primarily on securities selection, we attempt to identify an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance.

A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.

Long-term purchases: We purchase securities with the idea of holding them in the client's account for a year or longer. Typically we employ this strategy when:

- We want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Margin transactions

Paragon **generally does not use** margin strategies. We will execute margin strategies only at a client's direction and not in discretionary portfolios. In those circumstances, we may purchase stocks for your portfolio with money borrowed from your brokerage account. This allows you to purchase more stock than you would be able to with your available cash, and allows us to purchase stock without selling other holdings.

A risk in using the leverage available through margin transactions is that, if the value of the margined securities should fall, you may receive a margin call – requiring either the additional deposit of cash, or sale of securities, in order to settle the call. This may occur at a time when it is otherwise not favorable to sell a security.

You must complete an application for margin privileges with your account custodian, and they must approve that request, prior to the ability to use this strategy.

Option writing

Paragon **generally does not use** options strategies in accounts we manage with discretionary authority. Options strategies will only be recommended and implemented based upon individual client needs (such as large, inherited stock positions) and only after detailed discussion of the strategy with that particular client.

We allow clients to use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

- A call gives you the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock is likely to increase substantially before the option expires.
- A put gives you the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock is likely to fall before the option expires.

You must complete an application for options privileges with your account custodian, and they must approve that request, prior to the ability to use this strategy.

RISK OF LOSS

Securities investments are **not guaranteed and you may lose money on your investments.** You should be prepared to bear this risk. We ask that you work with us to help us understand your tolerance for risk.

Item 9
Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10

Other Financial Industry Activities and Affiliations

Conflicts of Interest - General

Clients should be aware that the receipt of additional compensation by Paragon Wealth Strategies, LLC and its management persons or employees when additional assets are placed with our firm creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. We endeavor at all times to put the interest of our clients first as part of our fiduciary duty as a registered investment adviser. We take the following steps to address this conflict:

- We disclose to clients the existence of all material conflicts of interest, including the potential for our firm and our employees to earn additional compensation from advisory clients when considering placing additional assets with our firm;
- We disclose to clients that they are not obligated to purchase recommended investment products from our employees or affiliated companies;
- We collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;
- Our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;
- We require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
- We periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm; and
- We educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

Item 11

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

Fiduciary Duty to Clients

Paragon Wealth Strategies, LLC and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Overview

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security which may also be recommended to a client.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts. For purposes of this Code, the term "security" includes not only stocks, but also options, rights, warrants, futures contracts, and convertible securities. This policy is not applicable for securities that are not "reportable securities", which includes mutual funds, money market funds, CDs, commercial paper, and government treasuries. It is also not applicable to most Exchange Traded Funds (ETFs), since these are becoming as commonly used as mutual funds. If an ETF is considered a 'thinly traded' security, meaning the daily trading volume is low and there may be a limited number of interested buyers and sellers, then the Code's rules will apply to employee purchase or sale.

We may aggregate our employee trades with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price and transaction costs will be shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular batched order, we will allocate all purchases pro-rata, with each account paying the average price. Our employee accounts will be included in the pro-rata allocation.

Policies and Procedures for Implementation of Code of Ethics

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

- No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
- No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
- It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account. This prevents such employees from benefiting from transactions placed on behalf of advisory accounts.
- Our firm requires prior approval for any IPO or private placement investments by related persons of the firm.
- We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his/her designee.
- All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
- We require delivery and acknowledgement of the Code of Ethics by each supervised person of our firm.
- We have established policies requiring the reporting of Code of Ethics violations to our senior management.
- Any individual who violates any of the above restrictions may be subject to termination.

Employees' Reporting Requirements

Our Code of Ethics includes policies and procedures for the review of employees' quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

Use of Material Non-Public Information Prohibited

Paragon's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

Other Prohibited Actions

Paragon and individuals associated with our firm are prohibited from engaging in principal transactions. Principal transactions are transactions that occur with our clients from our own accounts. Paragon and individuals associated with our firm are prohibited from transactions that buy securities from you for our own accounts, or sell securities to you from our own accounts.

Paragon and individuals associated with our firm are prohibited from engaging in agency cross transactions. An agency cross transaction happens when one person serves as broker to both the buyer and the seller. Paragon individuals associated with our firm are prohibited from acting in this capacity that would help one client sell a holding directly to another client. The reason for this rule is to ensure there is no favoritism of one client over another.

Copy of Code of Ethics Available to Clients

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to Michelle Ash at michelle.ash@wealthguards.com, or by calling us at (904) 861-0093.

Item 12

Brokerage Practices

In the event that the client requests that Paragon recommend a broker-dealer/custodian for execution and/or custodial services (exclusive of those clients that may direct Paragon to use a specific broker-dealer/custodian), Paragon generally recommends that investment management accounts generally be maintained at Fidelity or TD Ameritrade. Prior to engaging Paragon to provide investment management services, the client will be required to enter into a formal Investment Advisory Agreement with Paragon setting forth the terms and conditions under which Paragon shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that Paragon considers in recommending Fidelity or TD Ameritrade (or any other broker-dealer/custodian to clients) include historical relationship with Paragon, financial strength, reputation, execution capabilities, pricing, research, and service. Although the commissions and/or transaction fees paid by Paragon's clients shall comply with Paragon's duty to obtain best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Paragon determines, in good faith, that the commission/transaction fee is reasonable. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Paragon will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client account transactions. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, Paragon's investment management fee. Paragon's best execution responsibility is qualified if securities that it purchases for client accounts are mutual funds that trade at net asset value as determined at the daily market close.

Research and Additional Benefits

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, Paragon may receive from Fidelity and/or TD Ameritrade (or another broker-dealer/custodian, investment manager, platform or fund sponsor) without cost (and/or at a discount) support services and/or products, certain of which assist Paragon to better monitor and service client accounts maintained at such institutions. Included within the support services that may be obtained by Paragon may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other

educational and/or social events, marketing support, computer hardware and/or software and/or other products used by Paragon in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that may be received may assist Paragon in managing and administering client accounts. Others do not directly provide such assistance, but rather assist Paragon to manage and further develop its business enterprise.

Paragon's clients do not pay more for investment transactions effected and/or assets maintained at Fidelity and/or TD Ameritrade as a result of this arrangement. There is no corresponding commitment made by Paragon to Fidelity and/or TD Ameritrade or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as result of the above arrangement.

Paragon's Chief Compliance Officer, Michelle Ash, remains available to address any questions that a client or prospective client may have regarding the above arrangements and any corresponding perceived conflict of interest such arrangements may create.

Client-Directed Brokerage

Paragon does not generally accept directed brokerage arrangements (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and Paragon will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by Paragon. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. **Please Note:** In the event that the client directs Paragon to effect securities transactions for the client's accounts through a specific broker-dealer, the client correspondingly acknowledges that such direction may cause the accounts to incur higher commissions or transaction costs than the accounts would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through Paragon. Higher transaction costs adversely impact account performance. **Please Also Note:** Transactions for directed accounts will generally be executed following the execution of portfolio transactions for non-directed accounts.

Block Trading Policy and Practice

Definition of Block Trading

Block Trading means to submit an order for sale or purchase of a large quantity of securities, sometimes accomplished through aggregating multiple clients' orders. This is also known as creating a "batch", or "batching" an order.

General Policy

As a matter of policy and practice, Paragon does not generally block client trades, unless we decide to purchase or sell the same securities for several clients at approximately the same time.

Impacts of Trading Without Block Trades

If we do not block trade, then we implement client transactions separately for each account. Consequently, certain client trades may be executed before others, at a different price and/or commission rate. Additionally, our clients may not receive volume discounts available to advisers who block client trades.

Practice when Block Trading

We may, but are not obligated to, combine or "batch" such orders to obtain best execution, negotiate more favorable commission rates, or to allocate equitably among our clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently.

Under this procedure, transactions will generally be averaged as to price and allocated among our clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that we determine to aggregate client orders for the purchase or sale of securities, including securities in which our Advisory Affiliate(s) may invest, we shall generally do so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. We do not receive any additional compensation as a result of the aggregation.

In the event that we determine that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include:

- When only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates.
- Allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts.

- If an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account's assets after an order is placed).
- With respect to sale allocations, allocations may be given to accounts low in cash.
- In cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, we may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts.
- In cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

Tradeaway / Prime Brokerage:

Trade Aways, Prime Brokerage, and Fees

Relative to its discretionary Investment Supervisory Services, when beneficial to the client, individual equity and/or fixed income transactions may be effected through broker-dealers other than the account custodian, in which event, the client generally will incur both the fee (commission, mark-up/mark-down) charged by the executing broker-dealer and a separate “tradeaway” and/or prime broker fee charged by the account custodian.

Item 13

Review of Accounts

INVESTMENT SUPERVISORY SERVICES- INDIVIDUAL PORTFOLIO MANAGEMENT

REVIEWS: While the underlying securities within individual portfolio management services accounts are continually monitored, the actual accounts are reviewed at least quarterly. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by one or more of the following individuals:

- Jonathan N. Castle, Managing Partner and Chief Investment Officer
- Michelle L. Ash, Managing Partner
- Michael Mikonis, Service Advisor
- Edward Acker, Support Advisor

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive from their broker-dealer, we provide quarterly reports summarizing account performance, balances and holdings.

FINANCIAL PLANNING SERVICES

REVIEWS: While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Financial Planning clients unless otherwise contracted for.

REPORTS: Financial Planning clients who engage us by a financial planning contract will receive a completed financial plan. Additional reports will not typically be provided unless otherwise contracted for. Clients who receive financial planning services as a part of Investment Supervisory Services may receive financial plans and/or reports, at the firm's discretion, generally as determined to be applicable to the client's need and situation.

GENERAL INFORMATION APPLICABLE TO ALL SERVICES

All investment advisory clients are encouraged to discuss their needs, goals, and objectives with us and to keep us informed of any changes thereto. Paragon shall contact ongoing investment advisory clients at least annually to review our previous services and/or recommendations and to discuss the impact resulting from any changes in the client's financial situation and/or investment objectives.

Item 14

Client Referrals and Other Compensation

CLIENT REFERRALS

Our firm **may, but does not currently**, pay referral fees to independent persons or firms ("Solicitors") for introducing clients to us. Whenever we pay a referral fee, we require the Solicitor to provide the prospective client with a copy of this document (our *Firm Brochure*) and a separate disclosure statement that includes the following information:

- the Solicitor's name and relationship with our firm;
- the fact that the Solicitor is being paid a referral fee;
- the amount of the fee; and
- whether the fee paid to us by the client will be increased above our normal fees in order to compensate the Solicitor.

As a matter of firm practice, the advisory fees paid to us by clients referred by solicitors are **not increased** as a result of any referral.

SOLICITOR REFERRALS

Our firm does **NOT** receive referral fees from independent persons or firms for us introducing clients to them, whereby our firm is acting as the Solicitor.

OTHER COMPENSATION

As indicated above at Item 12, Paragon may receive certain economic benefits from Fidelity and/or TD Ameritrade.

Item 15

Custody

Paragon shall have the ability to have its advisory fee for each client debited by the custodian on a quarterly basis. Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian for the client accounts (Fidelity and/or TD Ameritrade). Paragon may also provide a written periodic report summarizing account activity and performance.

Please Note: To the extent that Paragon provides clients with periodic account statements or reports, the client is urged to compare any statement or report provided by Paragon with the account statements received from the account custodian. Please Also Note: The account custodian does not verify the accuracy of Paragon's advisory fee calculation.

Item 16

Investment Discretion

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

Item 17

Voting Client Securities

As a matter of firm policy, we **do not vote proxies** on behalf of clients. Therefore, although our firm may provide investment advisory services relative to client investment assets, clients maintain exclusive responsibility for:

1. Directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and
2. Making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets.

Clients are responsible for instructing each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

We may provide clients with consulting assistance regarding proxy issues if they contact us with questions at our principal place of business.

Item 18

Financial Information

As an advisory firm that maintains discretionary authority for client accounts, we are also required to disclose any financial condition that is reasonably likely to impair our ability to meet our contractual obligations. Paragon Wealth Strategies, LLC has no financial circumstances to report.

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement in this document.

Paragon Wealth Strategies, LLC has not been the subject of a bankruptcy petition at any time.

ANY QUESTIONS:

Paragon's Chief Compliance Officer, Michelle Ash, remains available to address any questions regarding this Part 2A.