

Item 1 - Cover Page

Mac Adams Wealth Advisors, LLC
Form ADV Part 2A
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March 30, 2011

This brochure provides information about the qualifications and business practices of Mac Adams Wealth Advisors, LLC. ("MWA"). If you have any questions about the contents of this brochure, please contact us at 214-273-3630 or email jane@macfingroup.com.

The information in this brochure has not been approved or verified by the United State Securities and Exchange Commission or by any state securities authority.

Additional information about MWA also available on the SEC's website at www.adviserinfo.sec.gov

References to "registered investment advisor" or any references to be "registered" does not imply a certain level of skill or training.

Item 2 - Material Changes

On July 28, 2010, the United State Securities and Exchange Commission (SEC) published new requirements and rules for Registered Investment Advisors. (RIAs). This required amendments to the disclosure document that we provide to clients, ADV Part 2 A (Brochure) and Appendix 1 (Wrap Fee Brochure)

This Brochure date is 3/30/2011 and is a new document prepared according to the SEC's new rules.

Other than the new structure of this brochure, there were no material changes in our business since 2010.

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Item 4 - Advisory Business

Our Firm

Mac Adams Wealth Advisors, (MWA) is a limited liability corporation (LLC) formed under the laws of the State of Texas in 2009. MWA is an investment advisor registered with Securities and Exchange Commission. MWA offers personalized investment advisory services to individuals, trust, estates, charitable organizations, corporations and other business entities.

Location

Our firm's location is 12770 Coit Road suite 1226 Dallas Texas 75251.

Our People

Our company works as team dedicated to serving our clients and their unique needs.

Michael Mac Adams and Jane Mac Adams are the principal owners of MWA.

- Jane Mac Adams is the Chief Compliance Officer (CCO), investment and research principal.
- Mike Mac Adams is the estate planning and strategic partnership principal.

Our Beliefs

- Each client's goals, fears, and needs are unique and should be understood and addressed accordingly.
- We hold all client interactions to fiduciary standards.
- The assets we manage are very important to each client's financial security and are to be managed prudently.
- It is important to minimize taxes, and other costs to maximize returns and preserve wealth.
- Investment management is only one part of wealth management. We work closely with other professionals and we may offer other services and products.

Our Services

MWA's primary service is providing asset management and protection to our clients. To accomplish this we offer clients a range of consulting, financial planning, and investment management services.

MWA Asset Management Programs

MWA is the sponsor of the MWA Asset Management Program I & II (the "Program"). AMP II is a wrap fee program. Please see Appendix 1, our wrap fee program brochure for additional information.

MWA may also provide advisory services through certain programs sponsored by LPL Financial Corporation (LPL), a registered investment advisor and broker-dealer.

Financial Planning and Consulting Services

Financial planning services will typically involve providing a variety of services, principally advisory in nature, to client regarding the management of their financial resources based upon an analysis of their individual needs. An IAR of MWA will first conduct a complimentary initial consultation. After the initial consultation, if the client decides to engage MWA for financial planning services, an IAR will conduct a follow-up meeting during which pertinent information about the client's financial circumstances and objectives is collected. Once THE information has been reviewed and analyzed, a written financial plan IS be produced and presented to the client. The primary objective of this process is so MWA can assist the client in developing a strategy for the successful management of income, assets, and liabilities in meeting the client's financial goals and objectives.

Financial plans are based on the client's particular financial situation at the time the plan is presented and is based on financial information disclosed by the client to MWA. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and the use of past of trends and performance of the market and economy. Past performance is not an indication of future performance. MWA cannot offer any guarantees or promises that the client's financial goals and objectives will be met. As the client's financial situation, goals, objectives, or needs change, the client must notify MWA promptly.

Retirement Plan Consulting

MWA IARs may assist client in establishing Retirement Plan Accounts and selection of funds made available. Retirement Plans are self directed by participant and IARS have no trading authority.

Estate Planning

IARs also advise on estate planning issues and may advise on insurance products

Personalized Service

MWA uses the following strategy to customize advisory services to each client:

- Initial Interview - an initial interview is conducted with each client to determine the client's financial circumstances, goals, acceptable levels of risk, any reasonable restrictions on the management of their account, and other relevant circumstances;
- Individual Treatment - the client's account is managed on the basis of the client's financial circumstances and investment objectives;
- Consultation - an Advisory Affiliate of the MWA knowledgeable about the client's account shall be reasonably available to consult with the client relative to the status and management of their account, on a regular basis;

Assets Under Management as of March 23, 2011

Discretionary: \$27,484,000

Non-Discretionary: \$8,830,000

Item 5 - Fees and Compensation

MWA Asset Management Program

MWA is the sponsor of the MWA Asset Management Program I and II (AMP I & II) AMP II is a wrap fee program. Please refer to Appendix 1 for the wrap fee brochure statement. Fees range from 0.25% to 2.00%.

In the event the client participates in the AMP program, MWA shall provide its investment management services and arrange for brokerage transactions under a single annualized fee.

For participants in the Program, MWA shall charge an annual fee based upon a percentage of the market value of the assets being managed by MWA. This includes all commissions or transaction fees which otherwise would be incurred by the client. Participants in the Program may pay a higher aggregate fee than if investment management and brokerage services are purchased separately. A complete description of the Program's terms and conditions (including fees) are contained in the Program's wrap fee brochure.

MWA, in its sole discretion, may negotiate to charge a lesser management fee based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, pro bono activities, etc.)

Clients may incur certain charges imposed by the Financial Institution(s) and other third parties such as fees charged by Independent Managers, custodial fees, charges imposed directly by a mutual fund or exchange traded fund in the account, which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Additionally, for assets outside of any wrap fee programs, clients may incur brokerage transaction fees. Such charges and fees are exclusive of and in addition to MWA's fees.

MWA's agreement and/or the separate agreement with the Financial Institution(s) may authorize MWA through the Financial Institution(s) to debit the client's account for the amount of MWA's fee and to directly remit that management fee to MWA in accordance with applicable custody rules. Upon request to MWA, client's may choose to be invoiced for their management fees.

For the initial quarter of investment management services, the first quarter's fee shall be calculated on a pro rata basis. The Agreement between MWA and the client will continue in effect until terminated by either party pursuant to the terms of the Agreement. MWA's annual fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner.

The client may make additions to and withdrawal from the account at any time, subject to MWA's right to terminate and account. If assets are deposited into an account after the inception of a quarter, the fee payable with respect to such assets will be prorated based on the number of days remaining in the quarter. Clients may withdraw account assets on notice to

MWA, subject to the usual and customary securities settlement procedures. For partial withdrawals within a billing period, MWA shall credit its unearned fee towards the next quarter's fee. However, MWA designs its portfolios as long-term investments and asset withdrawals may impair the achievement of a client's investment objectives.

Independent Managers

The investment management fees charged by the designated Independent Manager(s), together with the fees charged by the wrap fee program sponsor and corresponding designated broker-dealer/custodian of the client's assets, may be exclusive of, and in addition to, MWA's investment advisory fee set forth above. As discussed above, the client may incur additional fees than those charged by MWA, the designated Independent Manager(s), wrap fee program sponsor (if applicable), and corresponding designated broker-dealer and custodian

In addition to MWA's written disclosure statement, the client shall also receive the written disclosure statement of the designated Independent Manager(s) and wrap fee program sponsor (if applicable). Certain Independent Manager(s) may impose more restrictive account requirements and varying billing practices than MWA. In such instances, MWA may alter its corresponding account requirements and/or billing practices to accommodate those of the Independent Manager(s) or wrap fee program sponsor.

If the MWA refers a client to a certain Independent Manager(s) where MWA's compensation is included in the advisory fee charged by such Independent Manager(s) and the client engages those Independent Manager(s), MWA shall be compensated for its services by receipt of a fee to be paid directly by the Independent Manager(s) to MWA in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940, as amended, and any corresponding state securities laws, rules, regulations, or requirements. Any such fee shall be paid solely from the Independent Manager(s) investment management fee or the program fee of the wrap fee program (as appropriate), and shall not result in any additional charge to the client.

Financial Planning & Consulting Fees

MWA's fixed fee for financial planning services generally ranges between \$500 and \$5,000, depending upon the complexity and scope of the plan, the client's financial situation and client's objective. MWA may require that 50% of the fee be paid in advance, with the remaining portion due upon completion of the services rendered. Under no circumstances will MWA require prepayment of a fee more than six months in advance and in excess of \$500, as services will be rendered within six months of the date of contract.

MWA may, in its discretion waive or offset the financial planning fee should the client choose to implement the recommendations through IARs of MWA or in their separate capacities as registered representatives of LPL. MSA reserves the right to determine whether its financial planning fees will be waived or offset by the commissions earned in the implementation process.

MWA may consult with clients on an hourly basis. Consulting fees are negotiable and range between \$50 to \$500 per hour depending on the level and scope of the services required and the professional rendering the service.

MWA will deliver its disclosure brochure - Part 2A of Form ADV - to the client at least 48 hours prior to or the same day of acceptance. Financial Planning agreements may be terminated with 10 day written notice delivered by either party. A client that received the disclosure on the day of execution may terminate the agreement without penalty within five business days of signing and owe no fee. After the first five days, the client will incur charges for services provided up to the point of termination and such fees will be due and payable by the client. In the event there are any prepaid unearned fees, MWA will promptly refund a pro rata share to the client.

Item 6 - Performance-Based Fees and Side-by-Side Management

Mac Adams Wealth Advisors does not have any Performance Based-Fees or Side-by-Side Management to disclose.

Item 7 - Types of Clients

MWA offers personalized investment advisory services to individuals, trust, estates, charitable organizations, corporations and other business entities.

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

Methods of Analysis

The IAR has access to various research reports and model portfolios to which he or she may refer in determining investment advice IAR provides to clients. The IAR choose his or her own research methods. It is important to note that no methodology or investment strategy is guaranteed to be successful or profitable.

MWA management makes recommendations regarding asset allocation. IARs may or may not follow these recommendations in providing investment advice.

Investment Strategies

MWA manages client portfolios by allocating portfolio assets among various securities (as further described above) on a discretionary basis using one or more of its propriety investment strategies (collectively referred to as "investment strategy"). In so doing, MWA shall buy, sell, exchange, and/or transfer securities based upon the investment strategy. MWA's management using the investment strategy has been designed to comply with the requirements of Rule 3a-4 of the Investment Company Act of 1940, as amended. Rule 38-4 provides similarly-managed accounts, such as investment strategy, with a safe harbor from the definition of an investment company. The following features have been specifically included in MWA's management using the investment strategy:

- Initial Interview - an initial interview is conducted with each client to determine the client's financial circumstances, goals, acceptable levels of risk, any reasonable restrictions on the management of their account, and other relevant circumstances;

- Individual Treatment - the client's account is managed on the basis of the client's financial circumstances and investment objectives;
- Consultation - an Advisory Affiliate of the MWA knowledgeable about the client's account shall be reasonably available to consult with the client relative to the status and management of their account, on a regular basis;
- Notice of Transactions - the client shall receive notice of all transactions in their account as if they had maintained a similar account of the investment strategy;
- Quarterly Statement - the client shall be provided with a quarterly statement containing a description of all activity in their account;
- Ability to Impose Restrictions - The client shall have the ability to impose reasonable restrictions on the management of their account, including the ability to instruct MWA not to purchase certain securities or types of securities;
- No Pooling - the client's beneficial interest in a security does not represent an undivided interest in all the securities held by the custodian, but rather respects a direct and beneficial interest in the securities which comprise the client's account;
- Separate Account - a separate account is maintained for the client with the custodian; and
- Ownership - each client retains ownership of the account (e.g., right to withdrawal securities or cash, exercise or delegate proxy voting, and receive transaction confirmations). In addition to the foregoing, clients may, in writing, place reasonable limitations upon MWA's discretionary authority.

The investment strategy may involve an above-average portfolio turnover that could negatively impact upon the net after-tax gain experienced by an individual client. Securities in the investment strategy may be exchanged and/or transferred without regard to a client's individual tax ramifications. Certain investment opportunities that become available to MWA's clients may be limited. For example, various mutual funds may limit the ability of MWA to buy, sell, exchange or transfer securities consistent with its investment strategy. In order to meet its fiduciary duties to all of its clients, MWA will endeavor to allocate investment opportunities among its clients on a fair and equitable basis. Participation in MWA's investment strategy carries additional risk to clients in that a mutual fund may unilaterally restrict and/or prohibit MWA trading activities, thus prohibiting it from managing the assets consistent with the investment strategy.

MWA may also recommend that certain clients authorize the active discretionary management of a portion of their assets by and/or among certain independent manager(s) either directly or through a wrap fee program ("Independent Manager(s)"), based upon the stated investment objectives of the client. The terms and conditions under which the client shall engage the Independent Manager(s) shall be set forth in separate written agreements between (1) the client and MWA, and (2) the client and the designated Independent Manager(s) and/or wrap fee program sponsor. MWA shall continue to render advisory services to the client relative to the ongoing monitoring and review of account performance, for which MWA shall receive an annual advisory fee which is based upon a percentage of the market value of the assets being managed by the designated Independent Manager(s). Factors that MWA shall consider in recommending Independent Manager(s) include the client's stated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research.

Types of Investments & Risks

MWA and IARs can recommend many different types of securities, including mutual funds, unit investment trusts ("UITs"), closed end funds, ETFs, variable annuity subaccounts, equities, fixed income securities, options, hedge funds, managed futures, and structured products. Investing in securities involves the risk of loss that clients should be prepared to bear. Described below are some particular risks associated with some types of investments available in the program

- **Alternative Strategy Mutual Funds.** Certain mutual funds invest primarily in alternative investments and/or strategies. Investing in alternative investments and/or strategies may not be suitable for all investors and involves special risks, such as risks associated with commodities, real estate, leverage, selling securities short, the use of derivatives, potential adverse market forces, regulator changes and potential illiquidity. There are special risk associated with mutual funds that invest principally in real estate securities, such as sensitivity to changes in real estate values and interest rates and price volatility because of the fund's concentration in the real estate industry.
- **Closed-End Funds.** Clients should be aware that closed-end funds are not readily marketable. In an effort to provide invest liquidity, the funds may offer to repurchase a certain percentage of shares at net asset value on a periodic basis. Thus, clients may be unable to liquidate all or a portion of their shares in these types of funds.
- **Exchange-Traded Funds (ETFs).** ETFs are typically investment companies that are legally classified as open end mutual funds or UITs. However, they differ from traditional mutual funds, in particular, in that ETF shares are listed on a securities exchange. Shares can be bought and sold throughout the trading day like shares of other publicly-traded companies. ETF shares may trade at a discount or premium to their net asset value. This difference between the bid price and the ask price is often referred to as the "spread." The spread varies over time based on the ETF's trading volume and market liquidity, and is generally lower if the ETF has a lot of trading volume and market liquidity and higher if the ETF has little trading volume and market liquidity. Although many ETFs are registered as an investment company under the Investment Company Act of 1940 like traditional mutual funds, some ETFs, in particular those that invest in commodities, are not registered as an investment company.
- **Exchange-Trade Notes (ETNs).** An ETN is a senior unsecured debt obligation designed to track the total return of an underlying market index or other benchmark. ETNs may be linked to a variety of assets, for example, commodity futures, foreign currency and equities. ETNs are similar to ETFs in that they are listed on an exchange and can typically be bought or sold throughout the trading day. However, an ETN is not a mutual fund and does not have a net asset value; the ETN trades at prevailing market price. Some of the more common risks of an ETN are as follows. The repayment of the principal, interest (if any), and the payment of any returns at maturity or upon redemption are dependent upon the ETN issuer's ability to pay. In addition, the trading price of the ETN in the secondary market may be adversely impacted if the issuer's credit rating is downgraded. The index or asset class for performance replication is an ETN may or may not be concentrated in a specific sector, asset class or country and may therefore carry specific risks.
- **Leverage and Inverse ETFs, ETNs, and Mutual Funds.** Leveraged ETFs, ETNs, and mutual funds, sometimes labeled "ultra" or "2x" for example, are designed to provide a

multiple of the underlying index's return, typically on a daily basis. Inverse products are designed to provide the opposite of return of the underlying index, typically on a daily basis. These products are different from and can be riskier than traditional ETFs, ETNs, and mutual funds. Although these products are designed to provide returns that generally correspond to the underlying index, they may not be able to exactly replicate the performance of the index because of fund expenses and other factors. This is referred to as tracking error. Continual re-setting of returns within the product may add to the underlying costs and increase the tracking error. As a result, this may prevent these products from achieving their investment objective. In addition, compounding of the returns can produce a divergence from the underlying index over time, in particular for leveraged products. In highly volatile markets with large positive and negative swings, return distortions are magnified over time. Because of these distortions, these products should be actively monitored, as frequently as daily, and are generally not appropriate as an intermediate or long-term holding. To accomplish their objectives, these products may not be diversified and can be based on commodities or currencies. These products may have higher expense ratios and be less tax-efficient than more traditional ETFs, ETNs, and mutual funds.

- **Options.** Certain types of option trading are permitted in order to generate income or hedge a security held in the program account; namely, the selling (writing) of covered call options or the purchasing of put options on a security held in the program account. Client should be aware that the use of options involves additional risks. The risks of covered call writing include the potential for the market to rise sharply. In such case, the security may be called away and the program account will no longer hold the security. The risk of buying long puts is limited to the loss of the premium paid for the purchase of the put if the option is not exercised or otherwise sold by the program account.
- **Structured Products.** Structured products are securities derived from another asset, such as a security or a basket of securities, an index, a commodity, a debt issuance, or a foreign currency. Structured products frequently limit the upside participation in the reference asset. Structured products are senior unsecured debt of the issuing bank and subject to the credit risk associated with that issuer. This credit risk exists whether or not the investment held in the account offers principal protection. The creditworthiness of the issuer does not affect or enhance the likely performance of the investment other than the ability of the issuer to meet its obligations. Any payments due at maturity are dependent on the issuer's ability to pay. In addition, the trading price of the security in the secondary market, if there is one, may be adversely impacted if the issuer's credit rating is downgraded. Some structured products offer full protection of the principal invested, others offer only partial or no protection. Investors may be sacrificing a higher yield to obtain the principal guarantee. In addition, the principal guarantee relates to nominal principal and does not offer inflation protection. An investor in a structure product never has a claim on the underlying investment, whether a security, zero coupon bond, or option. There may be little or no secondary market for the securities and information regarding independent market pricing for the securities may be limited. This is true even if the product has a ticker symbol or has been approved for listing on an exchange. Tax treatment of structured products may be different from other investments held in the account (e.g., income may be taxed as ordinary income even though payment

is not received until maturity). Structured CDs that are insured by the FDIC are subject to applicable FDIC limits.

- **High-Yield Debt.** High-yield debt is issued by companies or municipalities that do not qualify for "investment grade" ratings by one or more agencies. The below investment grade designation is based on the rating agency's opinion of an issuer that it has a greater risk to repay both principal and interest and a greater risk of default than those issuers rated investment grade. High yield debt carries greater risk than investment grade debt. There is the risk that the potential deterioration of an issuer's financial health and subsequent downgrade in its rating will result in a decline in market value or default. Because of the potential inability of an issuer to make interest and principal payments, an investor may receive back less than originally invested. There is also the risk that the bond's market value will decline as interest rates rise and that an investor will not be able to liquidate before maturity.
- **Hedge Funds and Managed Futures.** Hedge and managed futures funds may be purchased by clients meeting certain qualification standards. Investing in these funds involves additional risk including, but not limited to, the risk of investment loss due to the use of leveraging and other speculative investment practices and the lack of liquidity and performance volatility. In addition, these funds are not required to provide periodic pricing or valuation information to investors and may involve complex tax structures and delays in distributing important tax information. Client should be aware that these funds are not liquid as there is no secondary trading market available. At the absolute discretion of the issuer of the fund, there may be certain repurchase offers made from time to time. However, there is no guarantee that client will be able to redeem the fund during the repurchase offer.
- **Variable Annuities.** If client purchases a variable annuity that is part of the program, client will receive a prospectus and should rely solely on the disclosure contained in the prospectus with respect to terms and conditions of the variable annuity. Client should also be aware that certain riders purchased with a variable annuity may limit the investment options and the ability to manage the subaccounts.

Item 9 - Disciplinary Information

Mac Adams Wealth Advisor has no disciplinary events to disclose.

Item 10 - Other Financial Industry Activities and Affiliations

Registered Representative of LPL Financial

Certain MWA IARs are registered representatives of LPL Financial, a FINRA member broker-dealer. Clients can choose to engage MWA IARs in their individual capacities, to effect securities brokerage transactions on a commission basis.

Licensed Insurance Agents

Certain MWA IARs are in their individual capacities, are licensed insurance agents, and may recommend the purchase of certain insurance-related products on a commission basis.

Conflict of Interest

The recommendation by MWA IARs that a client purchase a securities or insurance commission product presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from MWA IARs. Clients are reminded that they may purchase securities or insurance products recommended by the IAR through other, non-affiliated insurance agents or broker-dealers. MWA's Chief Compliance Officer, Jane Mac Adams, remains available to address any questions that a client or prospective client may have regarding the above conflict of interest.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**Description of Code of Ethics**

MWA has adopted a Code of Ethics, the full text of which is available to clients upon request. MWA has several goals in adopting the Code. First, MWA desires to comply with all applicable laws and regulations governing its practice. Next, the management of MWA has determined to set forth guidelines for professional standards, under which all associated persons of MWA are to conduct themselves. MWA has set high standards, the intention of which is to protect client interests at all times and to demonstrate its commitment to its fiduciary duties of honesty, good faith, and fair dealing with clients. All associated persons are expected to strictly adhere to these guidelines, as well as the procedures for approval and reporting established in the Code of Ethics, primarily related to personal securities transactions, and violations of the Code. This will serve to educate associated persons regarding appropriate activities. MWA has instituted, as a deterrent, a policy of disciplinary actions to be taken with respect to any associated person who violates the Code.

Participation or Interest in Client Transactions

Associated persons, in their function as registered representatives and insurance agent, will effect securities transactions through LPL. If an advisory client implements recommendations made by the associated person by purchasing securities or other products through LPL, the associated person will receive additional compensation in the form of commissions, including 12b-1 fees for the sale of investment company products. At times, MWA and/or its associated persons may take positions in the same securities as clients, and in all such cases will seek to avoid conflicts with clients.

Personal Trading

In accordance with its fiduciary responsibilities to its clients, MWA and/or its associated persons will generally be "last in" and "last out" for any trading that occurs in securities that are not exempt from federal reporting - e.g., mutual funds and direct obligations of the U.S. Government.

Item 12 - Brokerage Practices

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

Factors that MWA considers in recommending LPL (or any other broker-dealer/custodian to clients) include historical relationship with MWA, financial strength, reputation, execution, capabilities, pricing, research, and service. Although the commissions and/or transaction fees paid by MWA clients shall comply with MWA'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 MWA determines, in good faith, that the commission/transaction fee is reasonable in relation to the value of the brokerage and research services received. 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's services, including the value of research provided, execution capability, commission rates, and responsiveness. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, MWA's investment management fee. MWA'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.

MWA does not generally accept directed brokerage arrangement (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate the terms and arrangements for their account with that broker-dealer, and MWA 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 order for accounts managed by MWA. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transaction for the account than would otherwise be the case.

Please Note: in the event that the client directs MWA to effect securities transaction for the client's accounts through a specific broker-dealer, the client correspondingly acknowledges that such direction may cause the account to incur higher commissions or transaction costs than account would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through MWA.

To the extent that MWA provides investment management services to its clients, the transactions for each client account generally will be effected independently, unless MWA decides to purchase or sell the same securities for several clients at approximately the same time. MWA may (but is not obligated to) combine or "bunch" such orders to obtain best execution. MWA

shall not receive any additional compensation or other remuneration as a result of such aggregation

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, MWA may receive from LPL (or another broker-dealer/custodian) without cost (and/or at discount) support services and/or products, which assist MWA to better monitor and service client accounts maintained at such institutions. Included within the support services that may be obtained by MWA are 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 in furtherance of its investment advisory business operations.

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

MWA clients do not pay more for investment transaction effected and/or assets maintained at LPL as a result of this arrangement. There is no corresponding commitment made by MWA to LPL 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 a result of the above arrangement.

MWA does not receive referrals from broker-dealers.

Item 13 - Review of Accounts

IARs of MWA review the client portfolio's continually by reviewing all security positions held by clients under the Firm's supervision. Client accounts are monitored on a continuous basis by their IAR's with a formal review conducted at least quarterly. Triggering factors for additional reviews include, but are not limited to, changes in client portfolios and large deposits and/or withdrawals from the account.

Supervision & Monitoring

Jane Mac Adams, CCO, monitors client accounts quarterly and may also conduct reviews. Triggering factors that stimulate additional review of an account include, but are not limited to, changes in economic conditions, known changes in the client's financial situation, changes to the models used to construct client portfolios and large deposits and/or withdrawals from the account.

IARs are encouraged to check advisory fees for accuracy. MWA's CCO also conducts accuracy checks on a quarterly basis. This process involves calculating the fee the client was supposed to be charged, based on end of quarter account value, and comparing to actual advisory deducted

from client accounts. Any advisory fees that were not accurately deducted are refunded to the clients account.

Financial planning clients may request a review/update of their financial plan. Such reviews may be subject to an additional fee.

Reports to Clients

Financial planning clients will receive a report - either verbally or in writing - on an as needed basis in connection with a review of the plan. The client may be charged an additional fee for updates to a financial plan.

For MWA Advisory accounts the client will receive a monthly statement from LPL the broker/dealer-clearing firm. This statement will show total portfolio value and the securities holding and activity in the account. Clients will also receive transaction confirmations on all transactions in their account on a trade-by-trade basis. Reports are also available on ongoing basis through LPL Account View. Clients can view transactions, distributions, dividends and get performance information.

Client receives the following reports from LPL:

- Notice of Transactions - the client shall receive notice of all transactions in their account as if they had maintained a similar account of the investment strategy;
- Quarterly Statement - the client shall be provided with a quarterly statement containing a description of all activity in their account;

MWA IAR's do an aggregate review at least once a year showing performance. On client request, spreadsheet showing client aggregate data are issued on a monthly or as need basis.

LPL provides copies of all summary reports to MWA.

Item 14 - Client Referrals and Other Compensation

MWA does not have compensation for client referral programs.

Item 15 - Custody

MWA does not custody client funds. All client accounts are held with qualified custodians. (banks or a broker dealers). Clients are urged to review their statements carefully.

Item 16 - Investment Discretion

Clients may grant MWA discretionary trading authorization to buy, sell, or exchange investments held by and in the name of the client's account in shares of mutual funds, variable annuity sub-accounts, ETF's, the money market fund, or cash. The IAR may select, allocate, and

associates.

Neither MWA nor the client may assign the Agreement without the consent of the other party.

MWA also may render non-discretionary investment management services to clients relative to: (1) variable life/annuity products that they may own, and/or (2) their individual employer-sponsored retirement plans. In so doing, MWA either directs or recommends the allocation of client assets among the various mutual fund subdivisions that comprise the variable life/annuity product or retirement plan. The client assets shall be maintained at either the specific insurance company that issued the variable life/annuity product which is owned by the client, or at the custodian designated by the sponsor of the client's retirement plan.

Additions may be in cash or securities provided that MWA reserves the right to liquidate any transferred securities, or decline to accept particular securities into a client's account. MWA may consult with its clients about the options and ramifications of transferring securities. However, clients are advised that when transferred securities are liquidated, they are subject to transaction fees, fees assessed at the mutual fund level (i.e., contingent deferred sales charge) and/or tax ramifications.

MWA clients are advised to promptly notify MWA if there are every any changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon MWA's management services.

Item 17 - Voting Client Securities

MWA does not accept authority to vote client securities.

Item 18 - Financial Information

MWA does not solicit fees of more than \$1,200, per client, six months or more in advance.

MWA is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts.

MWA has not been the subject of a bankruptcy petition.