



Item 1 – Cover Page

Part 2A of Form ADV: Firm Brochure

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Dated July 15, 2011

For further information, please contact either:

- George A. Salter II, CFP® - Chief Executive Officer & Co-Founder
- James E. Salter – Chief Operating Officer & Co-Founder

This Brochure provides information about the qualifications and business practices of Blossom Wealth Management, LLC (hereinafter “BWM”, “Advisor” or the “Firm”). If you have any questions about the contents of this Brochure, please contact us at (925) 833-9999 and/or email james@blossomwm.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.

BWM is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about BWM is also 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 150402.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated March 8, 2011 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting James E. Salter at (925) 833-9999 or james@blossomwm.com.

Additional information about BWM is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with BWM who are registered, or are required to be registered, as investment adviser representatives of BWM.

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Item 4 – Advisory Business

BWM is a Registered Investment Adviser in the State of California with its principal place of business located in Alamo, California. Blossom Wealth Management, LLC was co-founded in 2009 by George A. Salter II, CEO and James E. Salter, COO. This boutique firm is structured to provide quality, professional investment advice and excellent service to each client.

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

- George A. Salter II, Chief Executive Officer
- James E. Salter, Chief Operating Officer

Blossom Wealth Management offers the following advisory services to its clients:

Wrap and Non-Wrap Account Portfolio Management

Advisor will emphasize continuous personal client contact and interaction in providing discretionary or non-discretionary investment supervisory services. Further, Advisor will work with its clients to identify their investment goals and objectives as well as risk tolerance in order to create an initial portfolio allocation designed to complement their clients' goals and objectives. Advisor may create a portfolio, consisting of individual stocks or bonds; exchange traded funds; no-load funds and/or load-waived funds (front-end commissions will not be charged).

Investment strategies may include long term buy and hold, short-term trading, short sales and option writing strategies. Each portfolio will be initially designed to meet particular investment goals. Advisor has determined that this portfolio is suitable to the client's goals, objectives, circumstances, and risk tolerance. Each client will have the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Advisor's strategy, generally, will be to seek to meet client investment objectives while providing clients with access to personal advisory services on at least a quarterly basis, or more often, depending upon prior agreement.

BWM's investment recommendations are not limited to any specific product or service offered by any broker-dealer, investment or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- ADR's
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)

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- Commercial paper
 - Certificates of deposit
 - Municipal securities
 - Variable life insurance
 - Variable annuities
 - Mutual fund shares
 - United States governmental securities
 - Options contracts on securities
 - Options contracts on commodities
 - Interests in partnerships investing in real estate
 - Interests in partnerships investing in oil and gas interests
 - Interests in partnerships investing in other
 - Other

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

Each portfolio is based on a client's personal needs and risk tolerance. BWM will respect specific requests from clients that may impose restrictions on investing in certain types of securities. Once the portfolio is constructed, BWM provides periodic supervision and re-optimization of the portfolio as changes in market conditions and client circumstances may require. Such reviews and updates will be conducted in accordance with the client's needs (e.g. quarterly, semi-annually, annually, etc.) and time frames for reviews will be discussed and set individually with clients.

Selection of Sub-Advisors

As part of BWM's portfolio management services, the firm may also offer its clients access to third party investment advisers (TPA) to manage a portion of their assets. As of March 8, 2011 BWM is not utilizing any TPAs in the management of client portfolios, but we do reserve the right to use TPAs as we deem appropriate for a client's specific needs in the future. All TPAs to whom BWM refers its clients must be licensed with the appropriate state jurisdiction(s) or with the Securities and Exchange Commission as an investment adviser.

BWM will, among other things, make recommendations regarding the suitability of a TPA or investment style based on, but not limited to, the client's long-term goals, risk tolerance, time horizon, account profile, investment objectives and/or financial situation. In addition to evaluating and recommending TPAs to clients, BWM will gather information from the client about the client's financial situation and investment objectives. BWM then monitors the TPA's performance periodically; reviews reports provided to the client; contacts the client periodically to review the client's financial situation and objectives; and assists the client in understanding and evaluating the services provided by the TPA. Clients are

reminded to promptly notify BWM of any material changes in their financial situation and/or investment objectives.

The TPA will actively manage the client's equity portfolio and will assume investment discretionary and trading authority over the managed account. BWM will not manage or obtain investment discretion or trading authority over the assets in any client's managed account.

Clients who are referred to TPAs will receive full disclosure, including services rendered, account minimums and fee schedules, at the time of the referral by delivery of a copy of the TPA's relevant Form ADV Part II, or equivalent disclosure document.

Clients are required to sign a management agreement with BWM and may be required to sign a management agreement directly with the TPA. The client or BWM may terminate the portfolio management agreement within five days of the date of acceptance without penalty to the client. After the five-day period, either party, upon written notice to the other, may terminate the management agreement. The management fee will be pro-rated for the quarter in which the cancellation notice was given and any unearned fees will be returned to the client. Where the client is also required to sign an agreement directly with the TPA, the client or the TPA may terminate the relationship in accordance with the provisions set forth in the TPA's agreement.

As of March 8, 2011 Blossom Wealth Management managed \$41.4 million of client assets on a discretionary basis.

Publication of Periodicals

The Advisor publishes a monthly newsletter providing general information on various financial topics including, but not limited to, estate and retirement planning, market trends, etc. No specific investment recommendations are provided in this newsletter and the information provided does not purport to meet the objective or needs of any individual. This newsletter is distributed free of charge to our advisory clients and is available on a subscription basis at a rate of \$120.00 per year.

Item 5 – Fees and Compensation

Blossom Wealth Management charges an annual fee for investment management services on actively managed accounts. For example, a client with \$100K invested would be charged \$1,000 a year which is automatically withdrawn quarterly, in advance. Therefore, the quarterly rate would be $.25 (1\%/4) \times \text{account value} = \250.00 quarterly fee. All fees are automatically deducted from accounts.

Management Fees Schedule

Account Market Value	Annual Fee (%)
Assets up to \$99,000	1.0%
\$100,000 to \$199,000	.95%
\$200,000 to \$299,000	.90%
\$300,000 to \$399,000	.85%
\$400,000 to \$499,000	.80%
\$500,000 to \$599,000	.75%
\$600,000 to \$999,000	.70%
1MM-1.499MM	.65%
1.5MM-2MM	.60%
2MM Plus	Varies Depending on Client Needs

FEE SCHEDULES:

Energy Innovations Portfolio Management (EIP) Wrap Portfolio Management

Assets under Management	Maximum Annual Advisory Fee
Any Assets	2.25%

Centurion Portfolio Management (CPM)

Assets under Management	Maximum Annual Advisory Fee
Any Assets	2.00%

Armada Portfolio Management (APM)

Assets under Management	Maximum Annual Advisory Fee
Any Assets	2.00%

The fee for investment management will be based on the time weighted value of the account for the previous quarter and is payable quarterly in advance. The first advisory fee is based on the value of the account on the first day of management by BWM and is payable within one month after execution of the agreement. The first advisory fee will be assessed on a pro-rata basis taking into account the time for which the account was not managed by BWM and the time left in the quarter.

Fees may be negotiable. The Client's fees will take into account the aggregate number of portfolios under management with Advisor. Fees will be automatically deducted from the account. Clients will be provided with a quarterly statement from account custodian reflecting deduction of the advisory fee.

BWM hereby discloses that Clients may receive the same or comparable services from other Financial Advisors at a lower fee. BWM discloses that it may utilize various firms for the execution of securities transactions and to custody assets. In certain cases, Advisor may recommend that clients execute transactions through unaffiliated broker-dealers. In any event, Client is under no obligation to act upon Advisor's recommendations and if the Client elects to act on any of the recommendations, the Client is under no obligation to effect the transaction through Advisor, or any of the unaffiliated broker-dealers.

For the *Energy Innovations* wrap accounts, the Client will incur transaction charges imposed by unaffiliated third parties. The Client may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the funds' prospectus (i.e., fund management fees and other fund expenses), wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. Non-wrap account Clients will incur transaction charges imposed by unaffiliated third parties.

Either party may terminate the agreement at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within five (5) business days of signing the Advisor's investment advisory agreement. After five (5) business days, clients will receive pro-rata refunds, which take into account work completed by the Advisor on behalf of the client. The client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the client. Refunds will be given on a pro-rata basis.

Portfolio Management Services Under Third Party Advisory Services

Advisor may refer clients to other Third Party Asset Managers, where one of the third party money manager investment advisory representatives will design an investment portfolio and provide ongoing corresponding investment management services on a fee-only basis for a percentage of assets, not to annually exceed 3.0% of asset under management. The third party money managers' annual investment advisory fee shall be pro-rated and paid quarterly, in advance or arrears. The percentage (%) portion of the fee shall be based upon the market value of the assets on the last day of the previous quarter. These third party money managers may, in their sole discretion, charge a lesser annual advisory fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, type of services required, account composition, negotiations with client, etc).

Advisor shall generally recommend that investment management accounts be maintained at the third party money manager's place of business or another unaffiliated service provider. Factors which Advisor considers in recommending a third party money manager (or any other investment adviser or other broker-dealer/custodian) to clients include their respective financial strength, reputation, execution, pricing, reporting, research, and service. Prior to Advisor referring clients to third party money managers for investment management services, the client will be required to sign a Solicitation Disclosure Statement setting forth the percentage of the client's overall advisory fee to be paid to Advisor, that

they understand Advisor is being paid a fee to refer the client to third party money managers and whether the client's fee will be increased as a result of the solicitation fee paid to Advisor.

Financial Planning and Financial Consulting Services

BWM will typically provide a variety of financial planning services, pursuant to a written Agreement, to individuals, families and other clients regarding the management of their financial resources based upon an analysis of client's current situation, goals, and objectives. Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for clients based on the client's financial goals and objectives. This planning or consulting may encompass one or more of the following areas: investment planning, retirement planning, estate planning, charitable planning, education planning, and business planning.

The plan developed for or financial consultation rendered to the client will usually include general recommendations for a course of activity or specific actions to be taken by the clients. For example, recommendations may be made that the clients begin or revise investment programs, create or revise wills or trusts, obtain or revise insurance coverage, commence or alter retirement savings, or establish education or charitable giving programs. BWM may also refer clients to an accountant, attorney or other specialist. For planning engagements, Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting engagements, Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

FEE SCHEDULE: Financial Planning/Financial Consulting Services

Advisor offers financial planning services on an hourly basis for \$250-\$500 per hour, which may be negotiable depending on the nature and complexity of each client's circumstances. An estimate for total hours will be determined at the start of the advisory relationship.

The Advisor's fee is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. However, the Advisor shall not receive any portion of these commissions, fees, and costs. The hourly fees are determined after considering many factors, such as the level and scope of the services.

The Advisor may also charge a negotiable fixed fee ranging from \$1,000 to \$15,000 for a financial plan, the total of which is dependent upon the level and scope of these services. One half of the total estimated fixed and hourly fees are due and payable at the time the client's agreement is executed, the remainder of the fees are due upon presentation of a plan or the rendering of consulting services. Financial plans will be presented to the clients within 6 months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the clients.

As stated previously, the hourly rate is \$250 per hour. In the event that a client should cancel the financial planning agreement under which any plan is being created, the client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate. Any surplus in the Advisor's possession as the result of collecting a deposit at the time of signing the financial planning agreement will be returned to the client within 5 business days of cancellation.

Either party may terminate the agreement at anytime by providing written notice to the other party within five (5) days of signing the Advisor's financial planning agreement. The client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the client. Refunds will be given on a pro-rata basis.

ADDITIONAL INFORMATION CONCERNING FEES

In certain circumstances, advisory fees and account minimums may be negotiable based upon prior relationships as well as related account holdings. The fees charged are calculated as described above and are not charged on the basis of a share of capital gains or capital appreciation of the funds or any portion of the funds of an advisory client.

All fees paid to Advisor for investment advisory services are separate from the fees and expenses charged by mutual funds and exchange traded funds to their shareholders. These fees and expenses are described in each fund's prospectus. Such fees will generally include a management fee, other fund expenses and a possible distribution fee.

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

Advisory recommendations are based on the client's financial situation at the time the services are provided and are based on financial information disclosed by the client to Advisor. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. As the client's financial situation, goals, objectives, or needs change, the client must notify BWM promptly.

Advisor shall never have custody of any client funds or securities, as the services of a qualified and independent custodian will be used for these asset management services. The fees charged are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds, or any portion of the funds of an advisory client.

Advice offered by Advisor may involve investments in stocks, ETF's, hedge funds, private equities, managed futures, master limited partnerships, and some mutual funds. Clients are hereby advised that all fees paid to Advisor for investment advisory services are separate and distinct from the fees and expenses charged by stocks, ETF's, hedge funds, private equities, managed futures, and some mutual funds (described in each fund's prospectus) to their shareholders. These fees may include, but are not limited to, a management fee, upfront sales charges, and other fund expenses. The client should review all fees charged by money market funds, Advisor, and others to fully understand the total amount of fees to be paid by the client.

Upon client's written authorization, fees will be automatically deducted from the account. Clients will be provided with a quarterly statement from account custodian reflecting deduction of the advisory fee.

Annual Expense Ratios

The previously-listed fees are in addition to the annual expense ratios that are deducted by the mutual funds, ETFs and private managers from each investment held within each account. Currently, the total portfolio weighted average of annual expense ratios range from approximately 0.18% - 0.39%.

Item 6 – Performance-Based Fees and Side-By-Side Management

BWM does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

In some cases, BWM may enter into performance fee arrangements with qualified clients: such fees are subject to individualized negotiation with each such client. BWM will structure any performance or incentive fee arrangement subject to Section 205(a)(1) of the Investment Advisors Act of 1940 (The Advisors Act) in accordance with the available exemptions thereunder, including the exemption set forth in Rule 205-3. In measuring clients' assets for the calculation of performance-based fees, BWM shall include realized and unrealized capital gains and losses. Performance based fee arrangements may create an incentive for BWM to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities. BWM has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

Item 7 – Types of Clients

BWM provides portfolio management services to individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable institutions. We expect this will expand to include Taft-Hartley plans, foundations, endowments, municipalities, registered mutual funds, private investment funds, trust programs, sovereign funds, foreign funds such as UCITs and SICAVs, and other U.S. and international institutions.

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

Investment Strategies

BWM uses the following strategies in managing client accounts:

Long-term Purchases: We purchase securities with the idea of holding them in the clients account for a year or longer. We may do this because we believe the securities to be currently undervalued. We may do this because 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.

Short-term Purchases: We purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Trading: We may purchase securities with the idea of selling them very quickly (typically within 30 days or less). We do this in an attempt to take advantage of our predictions of brief price swings.

A risk in a short-term purchase is the potential for sudden losses if the anticipated price swing does not materialize. Moreover, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased

brokerage and other transaction-related costs, as well as less favorable tax treatment of short term capital gains.

Option Writing: We may 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 us 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 will increase substantially before the option expires.

A put gives us the holder 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 will fall before the option expires.

We may use options to speculate on the possibility of a sharp price swing. We will also use options to “hedge” a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio. We use “covered calls”, in which we sell an option on a security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed upon price. A risk of covered calls is that the option buyer does not have to exercise the option, so that if we want to sell the stock prior to the end of the option agreement, we have to buy the option back from the option buyer, for a possible loss. We use a “spreading strategy”, in which we purchase two or more option contracts (for example, a call option that you buy and a put option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

A risk of spreading strategies is that the ability to fully profit from a price swing is limited.

Short Sales: Short Sales are not made but purchases of negative beta mutual funds and Exchange Traded Funds (“ETF”)s are made from time to time. A negative beta means that the stock is inversely correlated with the market. Many precious metals and precious-metal-related stocks are beta-negative as their value tends to increase when the general market is down and vice versa.

Risk of Loss: Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of BWM or the integrity of BWM's management. BWM has no information applicable to this item.

Item 10 – Other Financial Industry Activities and Affiliations

As licensed insurance agents, Messrs. George A. Salter II and James E. Salter may recommend to advisory clients a variety of insurance products, and may offer commissionable (variable and non-variable) insurance products to Advisor's clients for which they may receive compensation.

If investment banking is an appropriate part of implementing your plan, we ask that you consider working with Fallbrook Capital; our partner affiliate.

If we determine that an insurance product is an appropriate part of implementing your plan, we ask that you consider acquiring products through Provada Insurance Services; our partner affiliate.

In some cases we may use outside fixed income firms for greater inventory options.

George A. Salter II helps Capistrano Global Advisors in their efforts to expand foreign market expansion of US firms into other countries.

Messrs. George A. Salter II and James E. Salter are adjunct faculty members of Dominican University of California in San Rafael, California. They teach courses in investments, financial planning, and personal finance. Messrs. receive compensation based solely on the salary schedule for instructors and may indirectly benefit from advisory clients partaking in the course offered.

These activities constitute 5% of Messrs.' time.

BWM endeavors at all times to put the interest of its clients first as part of its fiduciary duty as a Registered Investment Adviser; the following steps are taken to address this conflict:

- BWM discloses to clients the existence of all material conflicts of interest, including the potential for the firm and employees to earn compensation from advisory clients in addition to the firm's advisory fees;
- BWM discloses to clients that they are not obligated to purchase recommended investment products from employees or affiliated companies;
- BWM collects, maintains and documents accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;

- BWM'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;
- BWM requires that employees seek prior approval of any outside employment activity so that it may ensure that any conflicts of interests in such activities are properly addressed;
- BWM periodically monitors these outside employment activities to verify that any conflicts of interest continue to be properly addressed by the firm; and
- BWM educates its 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

BWM has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at BWM must acknowledge the terms of the Code of Ethics annually, or as amended.

BWM anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which BWM has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which BWM, its affiliates and/or clients, directly or indirectly, have a position of interest. BWM's employees and persons associated with BWM are required to follow BWM's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of BWM and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for BWM's clients.

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of BWM 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. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of BWM's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between BWM and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an

aggregated basis when consistent with BWM's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. BWM will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the order.

BWM's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting James E. Salter at (925) 833-9999 or via email at james@blossomwm.com.

It is BWM's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. BWM will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

Advisor and/or its representatives may buy or sell for their personal account(s) investment products identical to those recommended to clients. It is the expressed policy of Advisor that neither Advisor, nor its representatives may purchase or sell any individual stock or bond prior to a transaction(s) being implemented for an advisory account.

This policy is meant to prevent Advisor and/or its representatives from benefiting as a result of transactions placed on behalf of advisory accounts. Advisor has established the following restrictions in order to ensure its fiduciary responsibilities to clients are met:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
2. No principal or employee of the 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.
3. It is the expressed policy of the firm that no person employed by BWM 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.

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4. BWM requires prior approval for any IPO or private placement investments by related persons of the firm.
 5. BWM maintains 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.
 6. BWM has established procedures for the maintenance of all required books and records.
 7. All clients are fully informed that related persons may NOT receive separate commission compensation when effecting transactions during the implementation process.
 8. Clients can decline to implement any advice rendered, except in situations where BWM is granted discretionary authority.
 9. All of the principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
 10. BWM requires delivery and acknowledgement of the Code of Ethics by each supervised person of the firm.
 11. BWM has established policies requiring the reporting of Code of Ethics violations to senior management.
 12. Any individual who violates any of the above restrictions may be subject to termination.

Insider Trading

In accordance with Section 204A of the Investment Advisers Act of 1940, Advisor also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Advisor.

Privacy Statement

BWM is committed to safeguarding the confidential information of its clients and holds all personal information provided to it in the strictest confidence. These records include all personal information that BWM collects from its clients or receives from other firms in connection with any of the financial services they provide. BWM also requires other firms with whom they deal to restrict the use of client's information. BWM's Privacy Policy is available upon Client's engagement of BWM's services or by prior request of the Client.

Item 12 – Brokerage Practices

Investment or Brokerage Discretion

Advisor may have discretionary authority to determine for each Client account the securities to be bought or sold, amount of securities to be bought or sold, and broker or dealer to be used.

Recommended Broker-Dealers

BWM may execute or recommend that clients execute their securities transactions through the Schwab Institutional division of Charles Schwab & Co., Inc. (“Schwab”), registered broker-dealers with FINRA/SIPC.

Schwab may charge commissions (ticket charges) for executing BWM’s transactions. BWM does not receive any part of these separate charges which are assessed directly to BWM. Schwab does not have a role with respect to BWM’s investment advisory accounts; however they may serve as the broker-dealer in cases where clients wish to execute recommendation as part of the implementation of a financial plan. It is important to note that Schwab does not maintain supervisory relationships with respect to BWM or its representatives nor are they in any way affiliated with it. BWM is independently owned and operated.

BWM may recommend/require that clients establish accounts with Schwab to maintain custody of clients’ assets and to effect trades for their accounts. Schwab may provide BWM with access to their institutional trading and custody services, which are typically not available to /or Schwab retail investors. Schwab’s services include brokerage custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For BWM’s Clients’ accounts maintained in their custody, Schwab does not charge separately for custody but are compensated by account holders through commissions or other transaction-related fees or securities trades that are executed through Schwab or that settle into Schwab.

Schwab also makes available to BWM other products and services that may benefit BWM but which may not benefit its clients. These types of services will help BWM in managing and administering client accounts. These include software and other technology that provide access to client account data (i.e. trade confirmations and account statements); facilitate trade executions; provide research, pricing information, and other market data; facilitate in the payment of BWM’s fees from its clients’ accounts; and assist with back-office functions, record-keeping, and client reporting. Many of these services may be used to service all or a substantial number of BWM’s accounts.

Schwab's products and services that assist in managing and administering clients' accounts include software and other technology that:

- (i) provide access to client account data (such as trade confirmations and account statements);
- (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- (iii) provide research, pricing and other market data;
- (iv) facilitate payment of fees from clients' accounts; and
- (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Institutional also offers other services intended to help manage and further develop BWM's business enterprise. These services may include:

- (i) compliance, legal and business consulting;
- (ii) publications and conferences on practice management and business succession; and
- (iii) access to employee benefits providers, human capital consultants and insurance providers.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to BWM. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to BWM. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of BWM personnel. In evaluating whether to recommend or require that clients custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

BWM's receipt of Additional Services does not diminish our duty to act in the best interests of our clients, including seeking best execution of trades for client accounts.

Item 13 – Review of Accounts

Review of Accounts

While the underlying securities within managed accounts are continually monitored, these accounts are continuously reviewed and at a minimum 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.

George A. Salter II, CEO and James E. Salter, COO will review each client's investment account on at least a quarterly basis. Most larger accounts are reviewed periodically through out a year. Meetings with clients to discuss investment accounts will be scheduled on a mutually agreed upon basis. Triggering factors that stimulate the review of a client's account during interim annual periods include, but are not limited to, the client's request for an additional review and/or the additional deposit of funds into the account.

Clients that have contracted with the firm for financial planning services will be provided with a review and update to their plan upon their request at an hourly planning rate (\$250-\$500 per hour). However, BWB may waive or offset these fees for clients that have engaged the firm for portfolio management services.

Reports to Clients

Clients will receive monthly statements directly from their account custodian(s). BWB will also provide reports to clients on an "as needed" basis or upon the client's request.

Each client will receive an annual report that provides rate of return for each investment account and a total portfolio rate of return. These reports are provided in January each year for the prior 12 months and posted to the client web portal provided by Morningstar. Through out the year BWB may also provide these reports, run on a rolling 12 month basis, for clients as deemed appropriate.

Item 14 – Client Referrals and Other Compensation

BWB neither engages in client referrals for compensation nor compensates any person for client referrals.

Item 15 – Custody

AS previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that BWB directly debits advisory fees from client accounts. 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 BWM directly if they believe that there may be an error in their statement.

BWM does not have custody of client funds or securities.

Item 16 – Investment Discretion

BWM usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought and sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, BWM observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, BWM's authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Investment guidelines and restrictions must be provided to BWM in writing.

Item 17 – Voting *Client* Securities

As a matter of firm policy and practice, BWM does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. BWM may provide advice to clients regarding the clients' voting of proxies.

Proxy Voting

Advisor does not vote proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about BWM's financial condition. BWM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

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.

Item 19 – Requirements for State-Registered Advisers

The following individuals are the principal executive officers and management persons of the Advisor:

- George A. Salter II, CFP®, JD, MBA
- James E. Salter, MBA

(End of “Part 2A of Form ADV: Firm Brochure”)

Item 1- Cover Page

Part 2B of Form ADV: Brochure Supplement

(Page 20 through Page 24)

Information Pertaining to:

George A. Salter II

PO Box 125 Alamo CA 94507

Telephone: (925) 946-9999

Facsimile: (887) 665-8765

www.blossomwm.com

Blossom Wealth Management, LLC - *Registered Investment Advisor*

Dated March 8, 2011

This Brochure Supplement provides information about George A. Salter II that supplements the Blossom Wealth Management brochure. You should have received a copy of that Brochure. Please contact James E. Salter at (925) 833-9999 or via email at james@blossomwm.com if you did not receive BWM's Brochure or if you have any questions about the contents of this supplement.

Additional information about George A. Salter II is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

George A. Salter II, CEO

Year of Birth: 1974

Education:

- University of San Diego, School of Law, San Diego, CA, 2001, Juris Doctor
- Dominican University of California, San Rafael, CA, 1999, Master in Business Administration – Pacific Basin Studies and Sustainable Management
- Dominican University of California, San Rafael, CA, 1997, Bachelor of Arts in Political Science

Securities Examinations and Licenses:

- FINRA Series 7 – 04/02 (General Securities Representative Examination
- FINRA Series 66 – 06/02 (Investment Company and Variable Contract Products Representative Examination)

Licensing:

- California State Insurance – Variable Contracts, Life, Accident, and Health

Other Professional Designations:

- CERTIFIED FINANCIAL PLANNER™ CFP®

Business Background last 5 years:

- Blossom Wealth Management, LLC, Alamo, CA - 06/09 to Present, CEO & Managing Member
- Capistrano Global 06/09 to Present - Director, Clean Tech and West Coast Operations
- Blossom Investment Management, LLC, Larkspur, CA – 06/09 to 06/10, Co-Owner
- Dominican University of California, San Rafael, CA – 02/09-Present, Adjunct Faculty.
- CitiGroup Global Markets, Inc., Walnut Creek, CA – 08/05 to 06/09, Financial Advisor
- Merrill Lynch, Pierce, Fenner & Smith, Inc., Oakland, CA – 09/03 to 08/05, Financial Advisor

Biography:

George's education began at Dominican University of California in San Rafael. Attending the school on a soccer scholarship, George began his studies with a B.A. in Political Science. He stayed at Dominican to study business, graduating at the top of his class with an MBA in International Finance/Sustainable Development. Realizing how often legal issues arise in the business world, George continued his education at the University of San Diego, School of Law. He earned his J.D. in December 2001.

These graduate studies laid the foundation for the global investment program that George runs today. Whether working for a gold mine in Ghana, traveling extensively through Spain and Brazil, or studying winegrowing in the Rhinegau region of Germany, George was constantly aware of the interconnected global economy. These experiences, combined with advanced research on behavioral finance during law school, have given George a unique perspective on financial planning and wealth migration.

George has been a financial advisor since February 2002. Over the years, he has assisted his clients - and his colleagues clients - to create and implement complex estate and business succession plans. He is a CERTIFIED FINANCIAL PLANNER™ or CFP®.

Today, George helps successful individuals, corporate executives and business owners grow, protect and then transfer their assets. Consistent with his sustainable background, he is an advisor who incorporates Socially Responsible Investment principles during portfolio creation.

Outside the office, George is very active with several non-profits and other community organizations. He and his wife, Nicole Davidson, recently celebrated their 6th wedding anniversary and welcomed their second child in December. They live in Alamo, CA.

Community Commitments:

- Advisory Board for School of Business and International Studies at Dominican University of California (2009- Current)
- Dominican University of California Business Association (DUCBA) speaker, organizer, and contributor (2009 – Current)
- Dominican University of California Athletics Booster Club Member (2010 – Current)
- Mustang Soccer Assistant coach (2009)
- Guest Speaker for Socially Responsible Groups

The following is an explanation of the Certified Financial Planner® (CFP®) designation.

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

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

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

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The Examination, administered in 10 hours over a two-day period includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s Standards of Professional Conduct, a set of documents outlining the ethical and proactive standards for CFP® professionals.

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

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial

planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

George A. Salter II works with Fallbrook Capital for all investment banking activities.

Item 5- Additional Compensation

George A. Salter II does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6 - Supervision

George A. Salter II, CEO and James E. Salter, COO are responsible for all supervision and formulation and monitoring of investment advice offered to clients. George can be reached at 925-946-9999 and James can be reached at 925.833.9999.

Item 7- Requirements for State-Registered Advisers

Additional Disciplinary History

George A. Salter II, CFP®, JD, MBA, has **never** been found liable in any civil, self-regulatory organization, or administrative proceeding.

Bankruptcy History

George A. Salter II, CFP®, JD, MBA, has **never** been the subject of a bankruptcy petition.

Item 1- Cover Page

Part 2B of Form ADV: Brochure Supplement

(Page 25 through Page 28)

Information Pertaining to:

James E. Salter

PO Box 125 Alamo CA 94507

Telephone: (925) 946-9999

Facsimile: (887) 665-8765

www.blossomwm.com

Blossom Wealth Management, LLC - *Registered Investment Advisor*

Dated March 8, 2011

This Brochure Supplement provides information about James E. Salter that supplements the Blossom Wealth Management brochure. You should have received a copy of that Brochure. Please contact James E. Salter at (925) 833-9999 or via email at james@blossomwm.com if you did not receive BWM's Brochure or if you have any questions about the contents of this supplement.

Additional information about James E. Salter is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

James E. Salter, COO

Year of Birth: 1978

Education:

- Dominican University of California, San Rafael, CA , 2002, Master in Business Administration - Global Strategic Management
- Dominican University of California, San Rafael, CA, 2001, Bachelor of Arts in Business – Concentration in International Business

Securities Examinations and Licenses:

- FINRA Series 7 – 12/06 (General Securities Representative Examination)
- FINRA Series 66 – 03/07 (Investment Company and Variable Contract Products Representative Examination)

Licensing:

- California State Insurance – Variable Contracts, Life, Accident, and Health

Business Background last 5 years:

- Blossom Wealth Management, LLC, Alamo, CA - 06/09 to Present, Chief Compliance Officer
- Blossom Investment Management, LLC, Larkspur, CA – 06/09 to 6/10, Co-Owner
- Dominican University of California, San Rafael, CA – 02/09-Present, Adjunct Faculty
- CitiGroup Global Markets, Inc., Walnut Creek, CA – 03/07 to 06/09, Financial Advisor
- SalterQuest.com, Escondido, CA – 12/03 to 03/07, CEO & Co-Founder
- Quest Capital Securities, Laguna Hills, CA – 01/06 to 03/07, Financial Advisor
- Springboard Consulting, Inc., Berkeley, CA, 06/99 to 03/07, Wealth Manager

Biography:

Prior to becoming a Financial Advisor, he spent 7 years developing Web Based Businesses and working as a Wealth Manager in Berkeley. He provides wealth planning and asset management strategies for institutions, trusts, endowments, corporate executives and high-net-worth individual families.

James graduated Summa Cum Laude from Dominican University of California with a Bachelor of Arts in Business Administration and a Concentration in International Business.

He also earned his MBA with a focus on Global Strategic Management. While attending DUC, James played on the Men's basketball team in the California Pacific Conference.

Originally from San Diego, James has lived in the Bay Area for the past ten years. He enjoys listening to cultural music, playing guitar, reading, snowboarding, cycling, trail running, scuba diving, golf, and adventure photography.

He is a passionate traveler, and has been to Canada, Mexico, Guatemala, Nicaragua, Costa Rica, Panama, Cuba, Jamaica, Bahamas, British/U.S. Virgin Islands, Dominica, Barbados, Curacao, Peru, Bolivia, Chile, Argentina, Uruguay, Paraguay, Brazil, Fiji, New Zealand, Australia, Singapore, Malaysia, Thailand, China, India, Egypt, Croatia, Greece, Italy, Vatican City, Malta, Austria, Switzerland, Liechtenstein, Slovakia, Hungary, The Czech Republic, Germany, Holland, France, Spain, Portugal, Great Britain, Tanzania, Kenya, Sweden, Norway, Denmark, Poland, Estonia, Finland, Russia and Turkey.

Community Commitments:

- Alumni Board (President Elect) for Dominican University of California (2009-Current)
- Dominican University of California Business Association (DUCBA) speaker, organizer, and contributor (2009 – Current)
- Dominican University of California Athletics Booster Club Member (2010 – Current)
- Student Speaker Judge for Bay Area Lions Clubs
- Guest Speaker for Socially Responsible Groups

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

James E. Salter works with Fallbrook Capital for all investment banking activities.

Item 5- Additional Compensation

James E. Salter does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6 - Supervision

George A. Salter II, CEO and James E. Salter, COO are responsible for all supervision and formulation and monitoring of investment advice offered to clients. George can be reached at 925-946-9999 and James can be reached at 925.833.9999.

Item 7- Requirements for State-Registered Advisers

Additional Disciplinary History

James E. Salter, MBA, has **never** been found liable in any civil, self-regulatory organization, or administrative proceeding.

Bankruptcy History

James E. Salter, MBA, has **never** been the subject of a bankruptcy petition.

(End of “Part 2B of Form ADV: Brochure Supplement”)