

**White Oaks Wealth Advisors, Inc.
IDS Center, Suite 1725
Eighty South Eighth Street
Minneapolis, Minnesota 55402**

**Phone: 612-455-6900
Fax: 612-455-6901
Web Site: www.whiteoakswealth.com**

March 30, 2012

FORM ADV PART 2A. BROCHURE

This brochure provides information about the qualifications and business practices of White Oaks Wealth Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at 612-455-6900. 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.

Additional information about White Oaks Wealth Advisors, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for White Oaks Wealth Advisors, Inc. is 106555.

White Oaks Wealth Advisors, Inc. is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Table of Contents

<i>Advisory Business.....</i>	<i>1</i>
<i>Fees and Compensation.....</i>	<i>3</i>
<i>Performance-Based Fees and Side-By-Side Management.....</i>	<i>4</i>
<i>Types of Clients</i>	<i>5</i>
<i>Methods of Analysis, Investment Strategies and Risk of Loss</i>	<i>6</i>
<i>Disciplinary Information</i>	<i>7</i>
<i>Other Financial Industry Activities and Affiliations.....</i>	<i>8</i>
<i>Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....</i>	<i>9</i>
<i>Brokerage Practices</i>	<i>10</i>
<i>Review of Accounts</i>	<i>11</i>
<i>Client Referrals and Other Compensation.....</i>	<i>12</i>
<i>Custody</i>	<i>13</i>
<i>Investment Discretion</i>	<i>14</i>
<i>Voting Client Securities</i>	<i>15</i>
<i>Financial Information</i>	<i>16</i>
<i>Requirements for State-Registered Advisers.....</i>	<i>17</i>
<i>Additional Information</i>	<i>18</i>

Advisory Business

Form ADV Part 2A, Item 4

White Oaks Wealth Advisors, Inc.'s registration was granted by the United States Securities and Exchange Commission on March 29, 1996. Robert John Klosterman is majority shareholder and principal of the firm. Sharon Alison Bloodworth is minority shareholder and Chief Compliance Officer of the firm. The firm is not publicly owned or traded. There are no indirect owners of the firm or intermediaries who have any ownership interest in the firm. White Oaks provides Family Office Services, Investment Management, Wealth Management, Trust and Banking Services. Since it is an individualized approach, clients are free to impose restrictions on their accounts. White Oaks has decided not to participate in so called "wrap programs" offered by many investment firms, to preserve more flexibility in investment choices and reduce costs. The majority of White Oaks clients have given the firm discretionary authority to make investment decisions in their accounts following a proprietary model created by White Oaks designed to meet a client's desire for return and appetite for risk. As of December 31, 2011, the firm managed assets on a discretionary basis in the amount of \$253,217,480 which represented 262 accounts and on a nondiscretionary basis in the amount of \$567,519, representing 2 accounts. White Oaks also manages custody assets as of December 31, 2011 of \$113,947,663. White Oaks no longer accepts nondiscretionary relationships for Investment Management relationships. In 1/31/2011 White Oaks acquired Intrinzia Family Office.

White Oaks Wealth Advisors, Inc. provides the following Wealth Management services for its clients:

- (1) White Oaks Wealth Advisors via its Intrinzia Family Office business unit provides services including but not limited to Investment Tracking and Performance Reporting, Bill Paying, Household management, Payroll processing, Entity Tracking, Estate Planning Strategies, Tax Planning and Recordkeeping, Negotiate and facilitate major purchases, Intra-Family Communication and Meetings, Developing and Managing Philanthropic programs and processes and many items that the family need dealt with on a financial basis. These services are contracted individually and the fees are known in advance of the engagement. Portfolio Management as described below is not expressly included in these services and is contracted for separately. Investment Performance Tracking is not considered Investment or Asset Management. White Oaks cannot accept investment responsibility if only contracted for accounting and investment tracking. White Oaks does have a policy of recognizing the additional value in also managing some or a portion of the clients net worth internally and will provide credit toward family office services from the agreed to contract price. Fees for these services vary and are based on the expected work to be done and are highly customized. All fees are disclosed and agreed to in advance of the engagement.
- (2) White Oaks Wealth Advisors, Inc. provides Portfolio Management services to individuals, companies, foundations and qualified retirement plans on a discretionary basis. White Oaks Wealth Advisors, Inc. reviews with each client, under the investment management plan, their risk tolerance and asset allocation based on their expectations for return, risk tolerance and prejudices for and against certain types of investments. From this a portfolio design is developed and managed on an ongoing basis. White Oaks Wealth Advisors, Inc. makes use of Separately Managed Accounts and Mutual funds for its clients in addition to individual securities. Full disclosure of the additional levels of fees for managers and custody is provided to the client. White Oaks Wealth Advisors, Inc. deducts the fees* for this service from the account when possible. In conjunction with this arrangement (1) the client provides written authorization permitting the deduction of these fees to the trustee or custodian; and (2) the custodian/trustee agrees to send to the client a statement, at least quarterly, indicating all amounts disbursed from the account including the amount of advisory fees paid directly to White Oaks Wealth

Advisors, Inc. No fee is ever paid more than six (6) months in advance. For our Pooled Strategy Accounts the fees are deducted directly from the Funds and are reflected on the client's K-1s at the end of the tax year. White Oaks Wealth Advisors, Inc. does not share or participate in transaction fees charged by the custodian/trustee. Clients are under no obligation to accept or follow the recommendations made by White Oaks Wealth Advisors, Inc. or to effect transactions through White Oaks Wealth Advisors, Inc. or firms with a connection to White Oaks. Clients may be able to purchase recommended funds or separate accounts outside of our firm without White Oaks Wealth Advisors, Inc. fees. Since White Oaks Wealth Advisors, Inc. provides advice on investment company securities (i.e. mutual funds) the client should be aware that, in addition to the fees paid to White Oaks Wealth Advisors, Inc. there are also fees that the investment company charges for its own investment advisory fees and expenses.

- (3) White Oaks Wealth Advisors, Inc. also provides comprehensive wealth strategy plans for an hourly or project fee. These fees are payable at the time the plan is delivered by White Oaks Wealth Advisors, Inc. based on the information provided by the client on their goals and objectives. Clients will be asked to rate and rank their goals and objectives including but not necessarily limited to retirement, education funding, estate and income tax reduction, wealth transfer, stock option exercises, portfolio design, cash flow and budgeting and other topics relevant to the client's financial situation. A client's goals and prejudices for and against certain concepts and/or investment vehicles will be evaluated and considered when developing strategies to meet or improve their financial status. In developing recommended strategies White Oaks Wealth Advisors, Inc. will review the client's needs and opportunities with regard to cash flow management, retirement and/or financial security, risk management and insurance needs, special funding needs, estate and wealth transfer, income and estate tax and investment policy. White Oaks Wealth Advisors, Inc. may also recommend specific investment vehicles including stocks, bonds, separately managed accounts, mutual funds, hedge funds, commodities, structured notes, futures, real estate or tax deferred or tax exempt vehicles. White Oaks Wealth Advisors, Inc. may also recommend certain types of insurance to be implemented as part of a plan; however, we do not sell or receive commissions from the sale of insurance or investment products. While a comprehensive wealth strategy is based on future expectations, each client is strongly urged to have a plan reviewed annually in order to adapt to new and changing circumstances.
- (4) White Oaks Wealth Advisors, Inc. will also provide other miscellaneous services to clients on an hourly time and expense basis. Including but not limited to financial planning, family meetings, cost basis research, bill paying, outside investment research and other miscellaneous services a client may request.

White Oaks Wealth Advisors, Inc. in order to provide greater access to alternative investments and lower overall investment management costs has adopted a pooled approach in its professional dealings with some advisory clients. See Item 10, below.

Fees and Compensation

Form ADV Part 2A, Item 5

Service	Cost
Family Office Services	Retainers quoted in advance
Investment Management Fees	0.25%-1.25% depending on investment size and strategy. Please see service agreements and/or offering memorandums for most complete information.
Financial Planning Services	Project fee or hourly \$350/hr Partner \$150/hr Junior Advisor

Performance-Based Fees and Side-By-Side Management

Form ADV Part 2A, Item 6

White Oaks Wealth Advisors will also provide Portfolio Management using Performance Fees as part of the compensation. White Oaks currently manages its White Oaks Flexible Strategy Fund with a performance fee that is discussed further in Item 10 below.

Types of Clients

Form ADV Part 2A, Item 7

Individuals, families, corporations, foundations and other business entities and qualified retirement plans.

Methods of Analysis, Investment Strategies and Risk of Loss

Form ADV Part 2A, Item 8

White Oaks Wealth Advisors, Inc. uses a proprietary strategic core and satellite asset allocation approach in designing client portfolios. We believe in diversification and risk adjusted stock, asset class and/or sector selection. We seek out undervalued asset classes, overlooked sectors or trends and high probability strategies to enable us to accomplish our goal of outperforming our benchmarks on a net of fees basis. White Oaks Wealth Advisors, Inc. relies on historical data such as mean rate of return, standard deviation, alpha, upcapture and downcapture and covariance to help understand how an investment strategy has performed and is likely to perform over long periods of time. White Oaks invests significantly in independent third party research on economic and investment macro conditions and trends. Additionally, White Oaks also will make use of major firm research made available to us from firms like JP Morgan, Merrill Lynch, Goldman Sachs, RBC Dain Rauscher and many others. White Oaks clearly recognizes the intent of these large firms is to serve as an inducement to use their products and services and consequently places much more emphasis on our paid for research and independent thinking. Of course, by using these resources good ideas do in fact come to the forefront and we feel it is critical to our overall process.

White Oaks investment philosophy is to focus on long-term opportunities with long-term being defined as a 3-5 year time horizon. Investment tools such as margin, option writing and/or structured products may be used in a strategy if appropriate. The main focus of the White Oaks investment process is to assess relative valuations in the market place, develop strategic tactics to capture value and implement/monitor the process.

Investing in securities involves risk of loss that you should be prepared to bear.

Disciplinary Information

Form ADV Part 2A, Item 9

None.

Other Financial Industry Activities and Affiliations

Form ADV Part 2A, Item 10

In its effort to add additional value to the investment process White Oaks Wealth Advisors, Inc. has adopted a pooled approach in its professional dealings with advisory clients that have a minimum of \$1,000,000 of investible assets. The \$1,000,000 (\$5,000,000 for non personal entities) asset level is one that the SEC defines as an *accredited investor*. Additional structures have been created for those with \$5,000,000 (\$25,000,000 for non personal entities) of investible assets known in SEC parlance as a *Super-Accredited Investor*. To provide for preferred tax status and client protections these structures are formed as Limited Liability Corporations (LLC) Specifically, White Oaks Wealth Advisors, Inc. acts as investment adviser to a variety of these limited liability companies, that is include (1) White Oaks Advisors Aggressive Growth Fund, LLC, (2) White Oaks Wealth Advisors Alternative Strategies Fund, LLC, (3) White Oaks Wealth Advisors Conservative Growth Fund, LLC, (4) White Oaks Wealth Advisors Moderate Growth Fund, LLC. and (5) White Oaks Wealth Advisors Flexible Strategies Fund, LLC. The White Oaks Wealth Advisors Flexible Strategies fund does have a performance fee as part of the compensation coupled with a lower management fee. Such limited liability companies shall be comprised of advisory clients who shall enjoy status as members in such LLCs. Rather than White Oaks Wealth Advisors, Inc. providing investment supervisory service support directly to such advisory clients, such investment supervisory support shall instead be provided directly to the LLCs.

In an effort to have the availability of reasonably priced institutional trust services to White Oaks Wealth Advisors, Inc. clients White Oaks has a minority ownership interest in a savings and loan holding company, National Advisors Holdings, Inc. ("NAH") that has formed a federally chartered trust company, "National Advisors Trust Company" ("NATC"). NAH and NATC are regulated by the Office of Thrift Supervision. The trust company intends to provide a low cost alternative to traditional trust service providers, and White Oaks Wealth Advisors, Inc. intends to refer clients to NATC for trust and custodial services.

On January 31, 2011, the firm acquired Intrinzia Family Office. This firm offers family office services including but not limited to accounting, bookkeeping, reviews of investment performance, collection of financial information for CPAs.

Although the sale of insurance was discontinued in 1999, the firm does continue to receive life insurance renewal income. This amount is less than \$1,000 per year.

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

Form ADV Part 2A, Item 11

Ethical conduct is important to White Oaks and its clients. As such White Oaks Wealth Advisors, Inc. has adopted a written Code of Ethics that is in compliance with SEC rule 204A-1. The code sets forth standards of conduct and requires compliance with federal securities laws. Our code also addresses personal securities trading and requires our personnel to report their personal securities holdings and transactions to the Chief Compliance Officer of the firm, Sharon Bloodworth. We will provide a copy of our Code of Ethics to any client or prospective client upon request

White Oaks Wealth Advisors, Inc. is in and shall continue to be in total compliance with The Insider Trading and Securities Fraud Enforcement Act of 1988. Specifically, White Oaks Wealth Advisors, Inc. has adopted a firm wide policy statement outlining insider trading compliance by White Oaks Wealth Advisors, Inc. and its associated persons and other employees. This statement has been distributed to all employees of White Oaks Wealth Advisors, Inc. and has been signed and dated by each such person. In addition, any contractor working with our clients has also signed and received a copy of the ethics policy. A copy of the firm wide policy is left with each person and the original is maintained in a master file. White Oaks Wealth Advisors, Inc. also has adopted a written supervisory procedures statement highlighting the steps that shall be taken to implement the firm wide policy. These materials are also distributed to all associated persons and other employees of White Oaks Wealth Advisors, Inc., are signed, dated and filed with the insider trading compliance materials. There are provisions adopted for (1) restricting access to files, (2) providing ongoing continuing education, (3) restricting and/or monitoring trading on those securities of White Oaks Wealth Advisors, Inc. employees that may have non-public information, (4) requiring all of White Oaks Wealth Advisors, Inc. employees to conduct their trading through a specified broker or reporting transactions promptly to White Oaks Wealth Advisors, Inc., and (5) monitoring the securities trading of the firm, its employees and associated persons.

White Oaks Wealth Advisors, Inc. or individuals associated with the applicant may buy or sell securities identical to those recommended to clients for their personal account.

It is the express policy of White Oaks Wealth Advisors, Inc. that no person employed by the applicant may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts.

White Oaks Wealth Advisors, Inc. or any related person(s) may have an interest or position in certain security(ies) which may also be recommended to a client.

As these situations may represent a conflict of interest, White Oaks Wealth Advisors, Inc. has established the following restrictions in order to ensure its fiduciary responsibilities:

(1) A director, officer, or employee of White Oaks Wealth Advisors, Inc. shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No associated person of White Oaks Wealth Advisors, Inc. shall prefer his or her own interest to that of the advisory client. (2) White Oaks Wealth Advisors, Inc. maintains a list of all securities for itself, and anyone associated with White Oaks Wealth Advisors, Inc. These holdings are reviewed on a regular basis by Sharon Bloodworth, Chief Compliance Officer. (3) White Oaks Wealth Advisors, Inc. requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices. (4) Any individual not in observance of the above may be subject to termination.

Brokerage Practices

Form ADV Part 2A, Item 12

White Oaks Wealth Advisors does not require that clients use a particular brokerage firm as part of its work. That being said there are relationships that have been established that make it easier to use certain firms. Two that have been used widely by White Oaks are Charles Schwab & Co. and National Advisors Trust Company, FSB. Key considerations for their selection are the availability of electronic downloads of information, dedicated service teams, costs and ease of use by our internal staff. These are benefits that would not be enjoyed if White Oaks were not in the investment advisory business. White Oaks has invested in technology that allows for downloads from the major brokerage firms, so if a client has a strong preference to use a particular broker it can be accomplished. Overall costs are a consideration and will be discussed with a client prior to implementation.

Product sponsors and vendors will at times pay for associated persons of the firm to attend educational conferences in other cities. We evaluate each program/conference and will send members of the White Oaks team if it is deemed to provide significant education and value. White Oaks also budgets money for continuing education conferences so it is not reliant on sponsor/vendor events exclusively for educational needs.

Review of Accounts

Form ADV Part 2A, Item 13

Financial Planning Review Procedures: Wealth Advisory Service clients are offered annual review meetings but can elect to meet more often. Reviews can cover a review of the client's objectives and changes in cash flow, wealth transfer strategies, investment, risk management, assets, liabilities or other circumstances. Outstanding recommendations are reviewed and actions determined to achieve completion. Client accounts are reviewed by the advisors of the firm.

Investment Management Review Procedures: White Oaks Wealth Advisors, Inc. uses several sources of public information to evaluate current investment policies and strategies for its clients. Advisory client accounts are reviewed on a monthly basis by reviewing the performance, current allocation, specific investment holding/strategies and overall holdings. White Oaks Wealth Advisors, Inc. uses separately managed accounts, mutual funds and individual securities in implementing client investment strategies and uses several sources of information to evaluate relative performance as determined by the clients indicated goals and objectives. These sources include but are not limited to: Ned Davis Research, Connors Research, Morningstar, Schwab Institutional and a variety of other public resources. Asset Management Client accounts are with custodians that provide for electronic downloads and are updated for transactions and pricing daily. Accounts where the custodian does not provide electronic downloads are posted and priced quarterly. Performance results are reviewed each month and compared to indexes having comparable style including but not limited to: S&P 500, Russell 1000 Growth Index, Russell 1000 Value Index, Russell 2000 Growth Index, Russell 2000 Value Index, Barclays Intermediate Government-Corporate Bond Index, Morgan Stanley EAFE, and the Wilshire REIT Index. White Oaks Wealth Advisors, Inc. continuously is reviewing existing managers and others. When managers no longer meet the client criteria, replacements are made. Client accounts are reviewed by the advisors of the firm.

Reports are given to Investment Management clients on a quarterly basis that include a list of current holdings, performance reports and an overview of the quarterly financial and investment climate.

Client Referrals and Other Compensation

Form ADV Part 2A, Item 14

White Oaks Wealth Advisors values its independence and as such does not currently participate in paid referral programs.

There is no other compensation other than what has been described at item 12, above.

Custody

Form ADV Part 2A, Item 15

White Oaks does take custody of clients accounts and assets in some but not all situations. Intrinzia Family Office clients have provided access to allow for the managing of banking relationships including the payment of bills, transferring of funds, securing credit and many other items. This also includes brokerage and investment firms where the client has expressly granted access. Another example is the ability to access an individual's 401(k) account online and make changes is defined as having custody. A firm that does have custody like White Oaks is required to have an annual custody audit. A copy of that audit is available for review.

Not all assets are subject to the custody rule (SEC rule 206-4(6)). Some assets are held by firms that qualify under the SEC rule and are termed "qualified custodians" These relationships are not subject to audit as there is exception for the audit requirement under SEC guidelines. Pooled strategies referred to in item 10 are subject to audit as well as all relationships where there is specific authorization such as a power of attorney granted to White Oaks Wealth Advisors, Inc or Intrinzia Family Office. The majority of the assets the firm supervises is subject to audit.

The firm is deemed to have custody because it has a Power of Attorney over certain client accounts.

Investment Discretion

Form ADV Part 2A, Item 16

In that White Oaks Wealth Advisors, Inc. will work through Charles Schwab & Co. Inc.'s Institutional Division, National Advisors Trust Company, FSB and client selected brokers , White Oaks Wealth Advisors, Inc. will have discretionary authority and will therefore have the ability, without first obtaining specific consent, to determine the securities to be bought or sold, the amount of securities to be bought or sold, the broker, dealer or institution to be used and the commissions rates paid.

Voting Client Securities

Form ADV Part 2A, Item 17

The firm does not vote proxy statements on behalf of advisory clients.

Financial Information

Form ADV Part 2A, Item 18

No financial reporting is required as (A) the firm does not receive fees more than six months in advance, (B) is not in a precarious financial condition and (C) has never been the subject of a bankruptcy petition.

Requirements for State-Registered Advisers

Form ADV Part 2A, Item 19

Not applicable.

Additional Information

None.