

**Part 2A of Form ADV: Firm Brochure**

Item 1 Cover Page

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February 22, 2012

**This brochure provides information about the qualifications and business practices of Sullivan & Associates. If you have any questions about the contents of this brochure, please contact us at 719-576-4500. 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 Sullivan & Associates also is available on the SEC's website at [www.adviserinfosec.gov](http://www.adviserinfosec.gov). Sullivan & Associates IARD Number is 106570.**

Item 2 Material Changes

Sullivan & Associates has had no material changes since its last brochure update on March 31, 2011.

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#### Item 4 Advisory Business

Sullivan & Associates (“Adviser”), owned by Patrick Sullivan, is an Independent Registered Investment Advisor specializing in helping individuals and businesses achieve financial stability, growth and independence. We work to help clients achieve these goals through sound financial management and a commitment to continued improvement.

Presently, the Adviser focuses on providing services mainly to the following types of Clients:

- Individuals
- Pension and profit sharing plans
- Trusts
- Estates
- Charitable organizations
- Corporations or other business entities not listed in the above

Financial planning is tailored to individual Client’s needs through interviews with Clients and the collection of important information. Sullivan & Associates does not use a standard financial planning tool. Instead Patrick and Kevin Sullivan use their expertise as CFPs, CFAs, and CMICs and their over 50 years of combined experience to create financial plans unique to each Client. To learn more about these designations, please refer to each brochure supplement for Patrick and Kevin Sullivan.

As of 12/31/11, the Firm had the following in assets under management:

Discretionary	Assets: \$ 0
Non-Discretionary	Assets: \$ 0
Total	Assets: \$ 0

#### **Privacy Notice**

Sullivan & Associates is committed to protecting confidentiality of the information furnished to us by our Clients. We are providing you this information as required by Regulation S-P adopted by the Securities and Exchange Commission.

#### **Information about you that we collect.**

We collect nonpublic personal information about you from the following sources: information we receive from you on applications or other forms or through our web site; information about your transactions with us, our affiliate or others; and information we may receive from a consumer reporting agency.

#### **Our use of information about you.**

We may share information about you with other companies in the Raymond James family - that is, companies that are owned by Raymond James Financial. In certain rare cases we may share information with professional designation oversight bodies if an investigation is begun conducted. Otherwise, we do not disclose any nonpublic personal information about you to anyone except as permitted by law. We follow the same policy with respect to nonpublic information received from all Clients and former Clients.

#### **How we protect your confidential information.**

Sullivan & Associates has policies that restrict access to nonpublic personal information about you to those employees who have need for that information to provide investment alternatives or services to you, or to employees who assist those who provide investment alternatives or services to you. We maintain physical, electronic and procedural safeguards to protect your nonpublic personal information.

**Opt-Out Procedure**

If you prefer that Sullivan & Associates not take your nonpublic personal information and use it at a non-affiliated firm, you may direct us not to make or permit such disclosures by contacting us at the following toll free number: 1-866-423-7237.

**Item 5 Fees and Compensation****Financial Planning Fees**

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**FINANCIAL PLANNING SERVICES**

Comprehensive financial planning covers five areas and includes implementation strategy. The five areas are:

1. Current Personal Financial Affairs
2. Risk Management
3. Investment Management
4. Tax Management
5. Estate Management

Advice is provided in all of these areas. Specific equity and debt securities advice may be provided and all investment advice may, if desired, be implemented through Raymond James Financial Services ("RJFS"). Advice on insurance and real estate may also be provided, and if desired, implemented through our affiliations. Financial plans are updated on an as necessary basis due to changing needs and circumstances. However, Clients are never obligated to use the RJFS or any other firm that the Adviser may suggest,

Sullivan & Associates charges an initial fee for this financial planning service. The amount of this fee can range but there is a minimum initial fee of \$2,000 in most cases, which is billed on a quarterly basis for services to be rendered that quarter (i.e. \$2,000 divided by 4 quarters equals \$500 per quarter billing). In lieu of initial and annual planning fees, Sullivan & Associates also offers to maintain selected individuals and businesses on a monthly or quarterly review for a retainer fee. The retainer fee is billed on a quarterly basis for services to be rendered that quarter. The Adviser does not ever request prepayment of \$500 or more six (6) months or more in advance. Sullivan & Associates will also work on an hourly rate ranging from \$100 to \$400 dollars an hour to be determined by the nature and complexity of the work. If agreed upon, the hourly or retainer rate may be offset by the brokerage fees from related accounts. This is not automatic. These fees are negotiable dependent upon services desired and are payable after services have been provided; services may be terminated at any time.

Client may terminate this Agreement without penalty within five (5) business days from the date set forth below. Otherwise, either party may terminate this Agreement upon written notification to the other party, this Agreement shall terminate once the advisory services described on Schedule A have been rendered by the Adviser and payment for such services is received from the Client. If Agreement is terminated before completion of services, any unearned fees will be refunded back to the Client. Upon termination of this Agreement, S&A will not be obligated to provide any further investment advisory consulting services to Client under this Agreement.

IARs of the Adviser may receive other forms of compensation as a part of business activities unrelated to the Firm. These activities may create a conflict for the IAR. However, the Adviser has policies and procedures in place to recognize and appropriately deal with any conflicts that arise between the IAR's multiple capacities. These activities are discussed in *Item 10 Other Financial Industry Activities and Affiliations*.

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

Sullivan & Associates does not charge performance-based fees or utilize side-by-side management.

## Item 7 Types of *Clients*

The Adviser has the following types of Clients:

- Individuals
- Pension and profit sharing plans
- Trusts
- Estates
- Charitable organizations
- Corporations or other business entities not listed in the above

The Adviser does not require a minimum account balance for financial planning services.

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

Sullivan & Associates only offers financial planning services to clients and may conduct the following types of analysis on Client's portfolio based on the type of services agreed to between Client and the Adviser:

- Income Analysis/Current Financial Situation
- Cash Flow/Budget Analysis
- Investment Analysis, including diversification, if required, Risk Tolerance, Time Horizon
- Education Needs Analysis
- Retirement Needs Analysis
- Retirement Plan Review
- Life Insurance Review
- Disability Insurance Review including Policy Analysis
- Estate Analysis
- Estate Planning Service
- Gifting Program
- Private Annuity
- Charitable Gifting
- Employee Benefit Analysis
- Other Investment Advisory Consulting Services (describe below)

Sullivan & Associates does not use a standard financial planning tool. Instead Patrick and Kevin Sullivan use their expertise as CFPs, CFAs, and CMICs and their over 50 years of combined experience to create financial plans unique to each Client. To learn more about these designations, please refer to each brochure supplement for Patrick and Kevin Sullivan.

## Item 9 Disciplinary Information

Sullivan & Associates and its IARs do not have any disciplinary history.

## Item 10 Other Financial Industry Activities and Affiliations

Sullivan & Associates has three (3) IARs: Patrick Sullivan, Kevin Sullivan, and Michael McVoy. All of these individuals have other financial industry activities and affiliations as noted below.

### Securities Brokerage (Patrick Sullivan, Kevin Sullivan, and Michael McVoy)

IARs or related persons, in their individual capacity as Registered Representatives of Raymond James Financial Services, Inc., may be paid fees and/or commissions on securities transactions.

There is an inherent potential conflict of interest in this arrangement in that Sullivan & Associates through its IARs or related persons who are Registered Representatives of RJFS may share in a percentage of the brokerage commissions. Additionally, being a Registered Representative of RJFS is a conflict, because the amount of potential compensation may sway an IAR to offer one type of service over another.

Insurance Broker/Agent (Kevin Sullivan)

Sullivan & Associates and its IARs or related persons may have insurance company affiliations from which they receive commissions. Clients are under no obligation to execute recommendations relating to insurance and/or annuity products through the Adviser. Being an insurance broker/agent is a conflict of interest, because the amount of potential compensation may sway an IAR to offer one type of product over another.

Investment Adviser Representative Raymond James Financial Services Advisors, Inc. ("RJFSA") (Patrick and Kevin Sullivan)

Sullivan & Associates IARs may also be registered with RJFSA as IARs. IARs may provide services for programs which are administered by RJA as an IAR under RJFSA. If a Client chooses to implement a financial plan through Sullivan & Associates, the IAR will offer one of the products or services administered by RJA and are compensated for this. Being an IAR of both Sullivan & Associates and RJFSA is a conflict of interest, because the amount of compensation may sway an IAR to offer one type of product of service over another.

Real Estate Broker/Agent (Patrick Sullivan)

Sullivan & Associates and its IARs or related persons may have real estate broker/agent licenses from which they receive commissions. Being a real estate broker/agent is a conflict of interest for the above named IAR. As a part of the financial planning process, an IAR may review Clients' real estate holdings and offer to represent a Client in a real estate transaction, in which case the IAR will receive additional compensation.

Board of Directors- Non-Profit Organizations (Kevin Sullivan, and Michael McVoy)

From time to time the IARs of Sullivan & Associates may sit on the Boards of non-profit organizations on a voluntary basis without compensation.

Kevin Sullivan sits on the board of Disability Services, Inc. and the Stewardship Committee for Pike's Peak United Way. Michael McVoy sits on the Pitkin County Transportation District Retirement Board, Manaus Non-Profit Board, and the board of the Wilderness Workshop.

Sitting on a board of directors is a conflict of interest for the above named IARs, as it may diminish time devoted to financial planning services.

In order to address conflict of interests noted in this section, Sullivan & Associates has created a Code of Ethics and policies and procedures to ensure that all IARs place Client's interest ahead of their own as required by their fiduciary duty. To read more about the Adviser's Code of Ethics, please see *Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading*.

The IARs of Sullivan & Associates spend a certain percentage of time on the above activities as noted below:

Patrick Sullivan- Approximately 25%

Kevin Sullivan- Approximately 25%

Michael McVoy- Approximately 35%

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

The Adviser strives to comply with all applicable laws and regulations governing its practices and has set forth guidelines for professional standards of conduct for its associated persons, the goal 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 adhere strictly to these guidelines.

Sullivan & Associates has adopted a Code of Ethics. Sullivan & Associates monitors the personal securities transactions of its employees, officers, directors and investment advisor representatives. The Code of Ethics sets forth standards of conduct and addresses potential conflicts of interest among Sullivan & Associates, Sullivan & Associates personnel and Sullivan & Associates advisory Clients. All investment advisory Clients may request a copy of the Sullivan & Associates Code of Ethics by contacting the Sullivan & Associates at 719-576-4500.

From time to time, the Adviser or persons associated with the Adviser may buy or sell securities that are recommended to its Clients or securities in which its Clients are invested. This is a conflict of interest for the Adviser. It is the Adviser's policy that associated persons shall not have priority over any Client account in the purchase or sale of securities.

## Item 12 Brokerage Practices

The Adviser only offers financial planning services. However, IARs will recommend RJFS to advisory Clients for plan implementation and brokerage services if the Client chooses to implement the plan. Implementation of the financial plan through such individuals presents a conflict of interest to the extent that associated persons of the Adviser would receive normal and customary commissions as registered representatives of RJFS or licensed insurance agents resulting from any securities or insurance transactions in addition to financial planning fees. However, the Adviser has created a Code of Ethics and policies and procedures to address conflicts of interest to ensure that all IARs place Client's interest ahead of their own as required by their fiduciary duty. To read more about the Adviser's Code of Ethics, please see *Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading*. Given IARs' regulatory limitations being a registered representative of RJFS, if the Client does not use RJFS, the IAR will reserve the right not to accept the account.

## Item 13 Review of Accounts

Financial plan reviews are performed either by Patrick L. Sullivan, CFP® and/or Kevin P. Sullivan, CFA, CFP®, CIMC. All accounts are reviewed by both. The frequency of reviews is dependent upon two variables. First, the needs of the Client and, second, the level of service desired by the Client. A Client review may be triggered by the review schedule agreed upon by the Client such as quarterly, major changes in the financial condition of the Client, Client request, or a major change in economic conditions that would require a review.

Clients receive an initial formal financial plan. Ongoing reviews, whether monthly, quarterly, or annually as contracted by the Client are conducted informally unless a formal report is requested by the Client.

## Item 14 Client Referrals and Other Compensation

From time to time Sullivan & Associates and/or Raymond James may receive compensation in the form of sponsorship fees for seminars, meetings or conferences from product sponsors such as limited partnerships, mutual funds, insurance companies and annuity sponsors. Such sponsorship fees generally entitle the sponsor to an allotted presentation to IARs of the Adviser. This is a conflict of interest for the Adviser, because receipt of compensation may sway the IAR to offer the product or service.

If Clients act upon IAR advice and chooses to use one of RJFS's affiliates as a money manager, custodian or to purchase insurance, the Adviser or its IAR may receive compensation in the form of commissions from the affiliate. If a Client chooses to use an IAR in his individual capacity as an insurance agent, the individual IAR will receive a commission. Additionally, if a Client purchases a mutual fund containing a 12b-1 fee, the Adviser and the IAR may receive such fee. This is a conflict of interest for the Adviser, because receipt of compensation may sway the IAR to offer the product.



The IARs of Sullivan & Associates may also be compensated as IARs of RJFSA. If a Client chooses to implement a financial plan through Sullivan & Associates, the IAR will offer one of the products or services administered by RJA and are compensated for this. Being an IAR of both Sullivan & Associates and RJFSA is a conflict of interest, because the amount of compensation may sway an IAR to offer one type of product or service over another.

As part of its fiduciary duties to Clients, Sullivan & Associates endeavors at all times to put the interests of its investment advisory Clients first. Clients should be aware, however, that the receipt of economic benefits by the Adviser or its related persons, as noted in this section, creates potential conflicts of interest, because an IAR may be inclined to offer products or services from these companies. However, the Adviser has created a Code of Ethics and policies and procedures to address conflicts of interests cited in this section to ensure all IARs place Client's interest ahead of their own as required by their fiduciary duty. To read more about the Adviser's Code of Ethics, please see *Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading*.

Sullivan & Associates does not pay for or receive compensation for Client referrals.

#### Item 15 Custody

The Adviser does not have custody of Client's assets.

#### Item 16 Investment Discretion

The Adviser only offers financial planning services, and as such does not have discretion over any Client accounts.

#### Item 17 Voting *Client* Securities

Sullivan & Associates does not take any action or render any advice with respect to voting of proxies. Clients should receive their proxy materials from the custodian or transfer agent. However, in the event the Adviser receives such material, it will forward all proxy materials to Clients. Furthermore, the Adviser will not advise Clients on how to vote their proxies.

From time to time, securities held in the accounts of Clients will be the subject of class action lawsuits. The Firm will not determine if securities held by the Client are subject to a pending or resolved class action lawsuit. It will not evaluate a Client's eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, the Firm will not initiate litigation to recover damages on behalf of Clients who may have been injured as a result of actions, misconduct, or negligence by corporate management of issuers whose securities are held by Clients.

#### Item 18 Financial Information

Sullivan & Associates does not have custody of Client's assets nor does seek prepayment of \$500 or more six (6) months or more in advance. It has not been subject to bankruptcy and knows of no reason that its financial condition would be impaired in meeting its contractual obligations to Clients.

Item 19          ADV Part 2B Brochure Supplement for Patrick Lea Sullivan

Item 1 Cover Page

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February 22, 2012

**This brochure supplement provides information about Patrick Lea Sullivan that complements the Sullivan & Associates brochure. You should have received a copy of that brochure. Please contact us at 719-576-4500 if you did not receive the Sullivan & Associate's brochure or if you have any questions about the contents of this supplement.**

**Additional information about Patrick Lea Sullivan is available on the SEC's website at [www.adviserinfosec.gov](http://www.adviserinfosec.gov). Patrick Sullivan's CRD Number is 837115.**

Item 2 Educational Background and Business Experience

Patrick Sullivan (YOB: 1944) received his B.S. degree in Business Administration from the University of Maryland in 1974 and his M.B.A. from Pepperdine University in 1977. Mr. Sullivan is a Certified Financial Planner<sup>®</sup> ("CFP<sup>®</sup>") and formerly a Certified Investment Management Consultant. Additionally, Mr. Sullivan holds the Series 7 (General Securities Representative), Series 24 (General Securities Principal), and Series 53 (Municipal Securities Principal) FINRA licenses and the Series 31 (Futures Managed Funds Examination) and Series 63 (Uniformed Securities Agent State Law Examination) licenses.

In order to obtain the CFP<sup>®</sup> designation, one must adhere to certain standards. The current requirements include: a bachelor's degree, three (3) years of full time relevant work experience, passing a rigorous examination, ongoing completion of continuing education, and meeting the CFP Board's ethics standards.

In order to obtain the other noted licenses, a person must study and pass a rigorous examination for each license. Additionally, a person is subject to training requirements.

Business Background:

January 1981 to August 1989 - Mr. Sullivan worked as an account executive and branch manager for Integrated Resources Equity.

September 1984 to May 1993 - Mr. Sullivan worked as graduate faculty for Regis University.

August 1989 to Present - Mr. Sullivan works as a financial planner and Branch Manager for Raymond James Financial Services.

Item 3 Disciplinary Information

Mr. Patrick Sullivan does not have any disciplinary history.

#### Item 4 Other Business Activities

##### Securities Brokerage

Patrick Sullivan, in his individual capacity as a Registered Representative of Raymond James Financial Services, Inc., may be paid fees and/or commissions on securities transactions, which represents a conflict of interest.

##### Investment Adviser Representative Raymond James Financial Services Advisors, Inc ("RJFSA")

Patrick Sullivan may also be registered with RJFSA as an IAR. IARs may provide services for programs which are administered by RJA as an IAR under RJFSA and receive compensation, which represents a conflict of interest.

##### Real Estate Broker/Agent

Mr. Patrick Sullivan holds a real estate broker/agent licenses from which he receives commissions. Being a real estate broker/agent is a conflict of interest.

Please see *Item 10 Other Financial Industry Activities and Affiliations* of Sullivan & Associates Firm Brochure (attached) on how these conflicts of interest are mitigated.

Patrick Sullivan spends approximately 25% of his time on all the above activities.

#### Item 5 Additional Compensation

From time to time Mr. Patrick Sullivan may receive compensation in the form of commissions from the activities disclosed in Item 4 above. These are conflicts of interest. Sullivan & Associates and Mr. Sullivan endeavor at all times to put the interests of its investment advisory Clients first. Clients should be aware, however, that the receipt of economic benefits by Sullivan & Associates or Mr. Sullivan in and of itself creates a potential conflict of interest. Please see *Item 10 Other Financial Industry Activities and Affiliations* of Sullivan & Associates Firm Brochure (attached) on how these conflicts of interest are mitigated.

Mr. Patrick Sullivan does not pay for or receive compensation for client referrals.

#### Item 6 Supervision

As the owner of Sullivan & Associates, Mr. Patrick Sullivan is ultimately responsible for any advice he renders to Clients.

#### Item 7 Requirements for State-Registered Advisers

Mr. Patrick Sullivan does not have any disciplinary history.