

DISCLOSURE BROCHURE

04/15/2011

This brochure provides information about the qualifications and business practices of Century Securities Associates, Inc. and advisory programs that we offer. If you have any questions about the contents of this brochure, please contact us at the address or telephone number provided below. 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 Century Securities Associates, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

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MATERIAL CHANGES

04/15/2011

Since Century Securities Associates, Inc.'s last update on March 31, 2010, the firm has experienced the following change which may be considered material:

Century Securities Associates, Inc. is a wholly owned subsidiary of Stifel Financial Corp. (NYSE: SF) On July 1, 2010 Stifel Financial Corp. acquired Thomas Weisel Partners Group, Inc. As a result of the transaction, in addition to the existing affiliated relationships Century Securities Associates, Inc. has with other Stifel Financial Corp. subsidiaries, Century Securities Associates, Inc. became affiliated with Thomas Weisel Partners LLC, TW Asset Management LLC, Thomas Weisel Capital Management LLC, and Thomas Weisel Global Growth Partners LLC.

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EXECUTIVE SUMMARY

About Century Securities Associates, Inc.

Century Securities Associates, Inc. ("Century") is a wholly owned subsidiary and affiliated brokerage and investment advisory ("Advisory") firm of Stifel Financial Corp. Century's business purposes is to serve the investment needs of individual, corporate, institutional, and municipal clients. Century is a member of the Financial Industry Regulatory Authority ("FINRA"), the New York, American, Chicago, Philadelphia, and Chicago Board Options Exchanges, and the Securities Investor Protection Corporation ("SIPC"). Century is a registered investment adviser ("Investment Adviser") with the SEC; however, this does not imply a certain level of skill or training. Information about Century's qualifications, business practices, portfolio management techniques, and affiliates is accessible via publicly available filings with the Securities and Exchange Commission ("SEC") at www.adviserinfo.sec.gov and in this brochure, which is provided free of charge before or at the time we enter into an advisory agreement with you and annually thereafter.

Services We Provide

As set forth above, our firm is registered with the SEC as a broker dealer and Investment Adviser, and offers both brokerage and Advisory services to individuals, corporations, institutions, pension or profit sharing plans, employee benefit plans, trusts, estates, charitable organizations, other business and government entities, educational institutions, and banks or thrift institutions (collectively, "Clients"). We typically provide Advisory services through our registered investment advisory representatives ("Financial Advisors") who determine services that are most appropriate for Clients based on individual investment goals and financial circumstances. We may fulfill a Client's wealth management needs by acting as broker dealer, Investment Adviser, or both. ***It is important to understand that brokerage services are separate and distinct from Advisory services, and both are governed by different laws and separate contracts with Clients. While there are similarities among brokerage and Advisory services, the firm's contractual relationship with and legal duties to Clients are subject to a number of important differences depending on whether we are acting in a brokerage or Advisory capacity.*** Our brokerage and Advisory services cover most types of debt and equity or equity-related securities of domestic and foreign companies and national and local government issuers, both that are exchange-listed and over-the-counter. Services relating to rights and warrants, securities, options, certificates of deposit, variable annuities, variable life insurance, open and closed-end funds, exchange-traded funds (ETFs), unit investment trusts (UITs), real estate investment trusts ("REITs"), American Depositary Receipts ("ADRs"), foreign ordinary shares, and publicly traded master limited partnerships are also provided. Clients may impose restrictions on investing in certain securities or types of securities. More information regarding any securities and/or services offered is available upon request.

Our Relationship with Stifel, Nicolaus & Company, Incorporated

Stifel, Nicolaus & Company, Incorporated ("Stifel") supports the Advisory services described in this Brochure by providing access to Stifel research and Advisory programs, execution of Client transactions, and, in most cases, custody of Client assets. Stifel may, either itself or through an affiliate, act as a general partner to investment partnerships. These investment partnerships may be offered to brokerage Clients, some of whom may also be Advisory Clients. Solicitation activities are typically made via an offering circular or prospectus and may only be made to Clients for whom the partnership interests are deemed suitable. Partnership interests are not held in Advisory portfolios.

ADVISORY BUSINESS

About our Investment Adviser

Our firm has been a registered Investment Adviser with the SEC since March 19, 1993. We are owned by Stifel Financial Corp., which is a publicly held company. Advisory services offered include discretionary account and/or portfolio management, non-discretionary investment advice, as well as assistance with selecting securities or other Investment Advisers. Century may recommend Investment Advisers recommended that are independent of Stifel ("Independent Advisers") or other firms that owned by Stifel Financial Corp. ("Affiliated Advisers"). We enter into written agreements with Clients acknowledging our Advisory relationship and disclosing our obligations when acting in an Advisory capacity. Information about our consulting services is contained herein. A complete description of our wrap fee programs and financial planning services are contained in separate brochures, copies of which are available upon request.

Assets under Management

As of December 31, 2010, we managed Client assets worth \$84,279,940 on a discretionary basis, and \$174,364,742 on a non-discretionary basis.

Wrap Fee Programs

As set forth on the cover page, we offer other Advisory services including financial planning and wrap fee programs, which are not covered in this brochure. We offer various wrap fee programs in which our affiliate, Stifel, act as sponsor and/or portfolio manager. Clients enrolled in such wrap fee programs generally pay one all-inclusive fee that is not based on transactions in the account. The wrap fee program brochure contains more detailed discussion of the various programs and the related fees, and is available upon request. Wrap fee accounts generally are with the same level of care as we manage non-wrap fee program accounts.

Our Responsibilities as an Investment Adviser

As an Investment Adviser, we are held to the legal standards of the Investment Advisers Act of 1940 and state laws where applicable. Such standards include, but are not limited to, fair and equal treatment of Clients, full disclosure of material and potential conflicts of interest, full disclosure of any and all compensation received from Clients or third parties as a result of our relationships with Clients, Client consent prior to engaging in transactions for our own account when dealing with Clients in an Advisory capacity, reasonable basis for believing that investment recommendations are suitable and consistent with Client objectives and goals, including any restrictions placed on us, and reasonable belief that Century is acting in the best interest of Clients. Additional information about our fiduciary obligations, including the policies and procedures that we undertake to fulfill those obligations, is available throughout this Brochure, including under Participation or Interest in Client Transactions section of this brochure.

Through our affiliation with Stifel, our Clients have access to the following programs ("Programs"):

STIFEL VANTAGE PROGRAM

About Stifel Vantage Program

The Stifel Vantage Program (“Vantage”) was referred to as the Stifel Commission-Based Advisory Program (“SCAP”) prior to January 2010. Discretionary account management by Financial Advisors is available through Vantage. Financial Advisors must meet certain criteria established by Stifel including, but not limited to, prior approval from their Branch Manager and Compliance Department. Clients authorize their Financial Advisor(s) to execute transactions in their account on a discretionary basis. Financial Advisors make discretionary buy and sell decisions for a Client based upon the Client’s investment objectives, risk tolerance, time horizon and investment experience. Clients may discuss transactions with their Financial Advisor(s) at any time and initiate transactions on their own accord. Trading in common and preferred stocks, corporate bonds, municipal bonds, treasury and agency issues, options (subject to a separate options agreement signed by Client), mutual funds, ETFs, and UITs is permitted. Clients may impose restrictions on investing in certain securities or types of securities. The minimum initial investment is \$50,000 and can be waived in our discretion.

Vantage Commission Schedule

Commissions are charged on a per transaction basis. Our standard commission schedule is provided to Clients upon account opening and is applicable to all transactions executed in their account. Clients may terminate an Advisory relationship upon written notice to Stifel or by submitting Automated Customer Account Transfer (ACAT) paperwork. Upon receipt of written termination notice, Stifel will, at the Client’s direction, either liquidate the account or transfer the assets to a custodian of the Client’s choice. After terminations, transactions are subject to commissions.

STIFEL SUMMIT PROGRAM

About Stifel Summit Program

The Stifel Summit Program (“Summit”) was referred to as the Stifel Consulting Program (“SCP”) prior to January 2010. Non-discretionary investment advice on assets held at other financial institutions is available through Summit. Financial Advisors may assist Clients with the selection of Independent Advisers and offer advice as to the appropriateness of individual investments including stocks, bonds, mutual funds, UITs, ETFs, closed-end funds, options, alternative investments, and insurance products. Advice may be provided to retirement plan (ERISA) sponsors and/or trustees with regard to investment-related issues specific to ERISA plans. Advice must be in accordance with Client objectives and is provided in a non-discretionary capacity. Clients are responsible for implementing any advice provided by their Financial Advisor(s). The minimum initial investment is \$1,000,000 and can be waived at Stifel’s discretion.

Summit Fee Schedule

The minimum annual fee is \$5000. The annual fee charged is a percentage of the total value of investments on which advice is provided not to exceed 3% or a one-time flat dollar fee. The initial annual fee is calculated based on the account’s most recent account statement, quarterly or otherwise. The fee is billed in advance on a quarterly basis. This means that one fourth of the annual fee is charged each calendar quarter on the first day of each quarter. The initial quarter is prorated based on the number of calendar days from the date of the agreement to the end of the quarter. Each year thereafter, beginning with the first quarter of the next calendar year (January 1), the annual fee is calculated based on the value of investments in the account on the year-end account statement provided by the Client. In the event that the Client fails to promptly provide account statements, we may calculate the annual fee based on the most current information available. As directed by the

Client, fees may be paid either by check and processed through the Client’s brokerage account following an invoice, or by debiting another non-ERISA account. A billing account must be established and maintained by the Client for the sole purpose of processing fees. These fees are separate and independent from other charges that may be imposed by the account on which the advice is being provided. When an advisory relationship is terminated, we refund Clients the pro-rata amount from the time that the Advisory relationship was terminated to the last day of the quarter.

STIFEL GUIDEPOST PROGRAM

About Stifel Guidepost Program

The Stifel Guidepost Program was referred to as the Stifel Retirement Plan Advisory Program (“SRPAP”) prior to January 2010. Non-discretionary investment advice is available to participants of employer-sponsored, participant-directed retirement plans (e.g., 401k plans) through Guidepost. Financial Advisors may review available investment options of employer-sponsored plans and recommend written allocation strategies to its participants. Financial Advisors may provide advice on a regular basis after recommending an initial allocation strategy if current information has been made available. Advice must be in accordance with Client objectives and is provided in a non-discretionary capacity. Clients are responsible for implementing any advice provided by their Financial Advisor(s).

Guidepost Fee Schedule

The minimum annual fee is \$200. The annual fee charged is a percentage of the total value of investments on which advice is provided not to exceed 3%. The initial annual fee is calculated based on the account’s most recent account statement, quarterly or otherwise. The fee is billed in arrears on a quarterly basis. This means that one fourth of the annual fee is charged each calendar quarter on the first day of each quarter. The initial quarter is prorated based on the number of calendar days from the date of the agreement to the end of the quarter. Each year thereafter, beginning with the first quarter of the next calendar year (January 1), the annual fee is calculated based on the value of investments in the account on the year-end account statement provided by the Client. In the event that the Client fails to promptly provide account statements, the annual fee may be based on the most current information available. As directed by the Client, fees may be paid either by check and processed through the Client’s brokerage account following an invoice, or by debiting another non-ERISA account. A separate billing account must be established and maintained by the Client for the sole purpose of processing fees. These fees are separate and independent from other charges that may be imposed by the plan on which the advice is being provided. Since fees are billed in arrears, no refunds are necessary when a Client terminates an account; however, a Client will be billed for any earned but unpaid fees as of the termination date.

Other Investment Advisory Services

We also provide financial planning services, which are covered by a separate Disclosure Brochure, a copy of which is available upon request. In addition, we offer various wrap fee programs in which we and/or our affiliate may act as portfolio manager. Wrap fee accounts and non-wrap fee accounts using the same level of care. A copy of the Wrap Fee Program Brochure is also available upon request.

FEES AND COMPENSATION

How We Charge For Advisory Services

Please refer to each Program description for corresponding fee schedules. Fee schedules may be subject to negotiation depending on a range of factors including, but not limited to, account size and overall ranges of services provided. ***The total charges that Clients may pay in Advisory fees may be higher than the commissions that could have been charged for brokerage-only services. Clients should consider the value of Advisory services provided when evaluating fees.*** The combination of brokerage and Advisory services may not be available separately or may require multiple accounts and varying forms of payment. When selecting programs, Clients should also consider the amount of anticipated trading activity in assessing the overall cost of the program. The following payment options are available to Clients:

Automatic Debit

The Advisory fee is deducted from available cash or cash equivalents including money market funds in the Client's Advisory account on the billing date each quarter. We have discretionary authority to rebalance or liquidate securities in order to generate sufficient funds to cover the fee. Account statements reflect the fee payment amount.

Letter of Authorization

The Advisory fee is deducted from a separate account on the billing date each quarter. If the designated account has insufficient funds, we reserve the right to automatically debit the Advisory account to collect the amount due.

Client Invoice

Each Client receives an invoice on the billing date each quarter and agrees to remit the fee payment promptly. If the fee payment is not received, we reserve the right to automatically debit the Advisory account to collect the amount due. If the fee payment is debited from a qualified plan and funds are received thereafter, the receivable shall be considered a contribution.

Brokerage Commissions

As a dual-registered firm, we execute all Client brokerage transactions with very limited exceptions. We generally do not charge separate brokerage commissions to Clients that pay an Advisory fee. However, from time to time, we may charge commissions to Clients who participate in transactions in which our firm is part of a syndicated selling group. In such cases, we generally deduct the value of the securities included in the trade when assessing our next quarterly fee from the account.

Insurance Commissions

In addition to being a dual registrant, our firm is also licensed as an insurance agency with various states. As such, our Financial Advisors are able to offer various insurance products to Clients as part of our comprehensive investment services to Clients. We receive a portion of any commissions that the issuing insurance company pays with respect to insurance products sold by our Financial Advisors.

Compensation to Financial Advisors

We remit a percentage of the commissions and fees ("Payout Rate") that we receive from Clients to our Financial Advisors. Payout Rates range from 25% to 50% and are determined by many factors, including the total revenue generated by each Financial Advisor. Under certain circumstances, including mergers and acquisitions, some Financial Advisors may be compensated differently. We reserve the right, in our sole discretion, and without prior notice, to change the method by which Financial Advisors are compensated. As licensed securities salespersons ("Registered Representatives"), Financial Advisors may effect securities transactions for commissions. Most Financial Advisors are licensed to provide both brokerage and Advisory services. Financial Advisors may

also be licensed as insurance agents and, as such, can effect insurance transactions for separate and customary commission compensation. ***The Payout Rate for our Financial Advisors in connection with Advisory fees may be higher than their Payout Rate for brokerage commissions only. Financial Advisors may, therefore, have an incentive to recommend Advisory accounts over brokerage accounts.*** In addition, the Payout Rate may differ depending on the program in which a Client is enrolled and as a result of the different fee structures available, Financial Advisors may also have incentive to recommend certain programs over others. Our firm, Financial Advisors or Stifel may, from time to time, receive incentive awards from issuers of various investment products for the recommending or introducing investment products to Clients. The receipt of this compensation may affect our judgment in recommending investment products to Clients as it incentivizes Financial Advisors to recommend investment products based on the compensation received rather than their Clients' needs. Clients have the option to purchase investment products that we recommend through brokers who are not affiliated with us.

Mutual Fund Fees and Compensation

Clients should consider all risks and charges prior to investing in any mutual fund. Clients who own mutual funds may incur certain internal expenses charged directly by the mutual fund company. These expenses are separate and in addition to fees charged for Advisory services. Internal expenses are described in each mutual fund prospectus. The prospectus contains important information about the mutual fund being offered and should be reviewed carefully before investing. Mutual funds are sold by prospectus only. We and/or our affiliates may receive payments from mutual fund companies for selling the related mutual fund shares and/or for providing custodial and other services to Clients holding such mutual fund shares. This compensation may include shareholder services or distribution fees addressed below under 12b-1 Compensation. Although paid directly by the mutual fund company, the compensation received is derived from fees that the Client pays to the mutual fund. The amount of compensation received will vary depending on our arrangement with the applicable mutual fund company. Each mutual fund's prospectus generally describes the amount of compensation to be paid for specified services provided to its shareholders. In general, the fund companies will continue to pay our firm for the duration of the Advisory agreements or, in some circumstances, may extend beyond the termination of the agreements if Clients continue to hold mutual fund shares through brokerage accounts held at our firm.

Networking Compensation

We may receive networking fees in consideration for ancillary services provided in connection with mutual fund positions held through our firm. These fees are generally paid from the assets of the fund, but in some cases may be subsidized in part by affiliates of mutual fund companies (such as the fund manager). The fees are generally calculated by applying the standard networking range of up to \$10 per fund account annually.

12b-1 Compensation

Mutual fund expenses may include 12b-1 distribution fees ("12b-1s") that may be paid from mutual companies to Financial Advisors via the firm as a conduit. This means that Financial Advisors may, from time to time, receive compensation in connection with the placement of Client funds into particular mutual funds. This compensation is in addition to and separate from fees paid by Clients for Advisory services. 12b-1s may be in excess of the amount that would qualify as "no-load." Our firm and/or our affiliates may receive 12b-1 compensation from non-affiliated mutual fund companies which is intended to

compensate us for effecting purchases of mutual fund shares or for other services ancillary thereto. The current rate of 12b-1s paid to us from non-affiliated mutual fund companies generally ranges from 0% to 0.25% annually.

Revenue Sharing Compensation

In addition to sales loads, 12b-1s, and processing fees, we and/or our affiliates may receive other compensation ("Revenue Sharing") from mutual fund distributors. Revenue Sharing with a particular mutual fund company is generally based on either the amount of sales or the value of Client assets held with the mutual fund company. Because Revenue Sharing is intended to compensate us for ancillary services in connection with effecting sales of mutual fund shares, we require that such payments be made directly from mutual fund distributors; not from mutual fund companies themselves. Revenue Sharing gives us a financial incentive to recommend particular mutual funds to Clients. *We generally receive Revenue Sharing in connection with mutual funds in accounts, excluding accounts that are held at other financial institutions. Revenue Sharing is not rebated to Clients and is not paid to Financial Advisors. While not all mutual fund companies participate in Revenue Sharing with our firm and/or our affiliates, the compensation amount received may be based on either the total sales up to 0.15% of purchases, a portion of the mutual fund assets held by Clients up to 0.25% on an annual basis, or a fixed dollar amount.* Although we seek to apply a standard payment schedule, it is recognized that not all mutual fund companies approach Revenue Sharing the same way, and some mutual fund companies may decline to pay Revenue Sharing exactly at the levels listed above, or at all, which may present a financial disincentive for us to promote the sale of those mutual funds. This Revenue Sharing information is current as of the date of this brochure and is subject to change at our discretion. Updated and current Revenue Sharing arrangements are available upon request.

Training and Education Expense Contributions

Mutual fund companies may subsidize a portion of the cost of training and achievement seminars offered to Financial Advisors through specialized firm-wide programs and consulting training forums. These seminars are designed to provide education and training to Financial Advisors who regularly solicit Clients to participate in a particular mutual fund platform. The subsidies may vary among mutual fund companies, and no mutual fund company is required to participate in the seminars or to contribute to the costs of the seminars in order to have their funds distributed through our platform. Financial Advisors do not receive a portion of these payments.

Unit Investment Trust ("UIT") Fees and Compensation

Investors should consider all risks and charges prior to any UIT transaction. Clients who own UITs may incur certain internal expenses charged directly by the UIT. These expenses are separate and in addition to fees charged for Advisory services. Internal expenses are described in each UIT prospectus. The prospectus contains important information about the UIT being offered and should be reviewed carefully before investing. UITs are sold by prospectus only. Most UIT sponsors make additional payments to firms, including our firm, for selling their UITs. These payments are typically calculated as a percentage of the total volume of sales of the sponsor's UITs made by the firm in a brokerage capacity during the UIT's initial offering period. That percentage typically increases as higher sales volume levels are achieved. Detailed descriptions of the terms of these additional payment programs are provided in each UIT's prospectus. UIT sponsors may also pay our firm fixed amounts for marketing, promotional or related expenses intended to result in additional sales of a sponsor's products, or to defray a portion of the costs incurred to facilitate UIT sales, such as the costs of developing or purchasing UIT trading systems. Payment rates and total payment amounts vary from sponsor to sponsor. These payments are made by the UIT sponsor and not out of UIT assets. These amounts are not paid to Financial Advisor or branch offices.

Exchange Traded Fund ("ETF") Fees and Compensation

Investors should consider all risks and charges prior to any ETF transaction. Clients who own ETFs may incur certain internal expenses charged directly by the ETF. These expenses are separate and in addition to fees charged Advisory services. Internal expenses are described in each ETF prospectus. The prospectus contains important information about the ETF being offered and should be reviewed carefully before investing. ETFs are sold by prospectus only.

Non-Cash Compensation

Financial Advisors may receive non-cash compensation from mutual fund companies, Independent Advisers, Affiliated Advisers, insurance vendors, and sponsors of products that we and/or our affiliates distribute in the form of occasional gifts, meals, tickets, and/or other forms of entertainment.

PERFORMANCE-BASED FEES

Century does not charge performance-based fees.

TYPES OF CLIENTS

Please refer to the Executive Summary for a description of the types of clients to whom we generally provide investment advice. Please refer to the program descriptions for requirements, such as minimum account size, for opening or maintaining an account.

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Clients should refer to each Program and Portfolio description above for a detailed discussion of the investment strategies and methods of analysis used in connection with such Portfolio or Program.

Risk of Loss

Our personnel make a number of assumptions during the Advisory process, including when determining an appropriate asset allocation for each Client and/or recommending investments or outside managers. These assumptions may be wrong and, as a result, a Client's projected returns may be less than we anticipated.

Our personnel recommend a wide array of investments. Each investment that we recommend will be subject to general market risk, which is the risk that the security's value will decline because of downturns in the general securities markets. The following additional risks may also be applicable to our recommendations:

Investment Company Risk: A number of Portfolios are heavily invested in mutual funds. In addition, Advisory accounts may invest in other investment companies, including ETFs, UITs and/or closed-end funds. Each fund in a Portfolio may be subject to a variety of risks, depending on its investment strategies and/or securities held in its portfolio. For example, mutual funds that primarily hold a portfolio of small capitalization companies will be subject to small capitalization risks, which may include increased volatility and decreased liquidity (relative to large capitalization companies). Small and medium cap companies face a greater risk of business failure, which could increase a fund's volatility. ETFs shares may trade at a market price that is above or below its net asset value. Different funds may also use investment techniques and financial instruments that may be considered aggressive, including the use of derivative

transactions and short selling techniques. The performance of funds (and, therefore, the realized return) will also depend on other factors, including the success of each fund manager's style and investment strategy. Each Client that invests in a fund will also bear a proportionate share of any fees and expenses charged by the fund – higher than expected expenses will reduce a client's realized returns.

Foreign Securities Risk: Advisory accounts may invest in foreign securities, directly or through including funds that hold a portfolio of foreign securities. Foreign securities can be more volatile than domestic (U.S.) securities. Securities markets of other countries are generally smaller than U.S. securities markets. Many foreign securities may also be less liquid than U.S. securities, and typically are subject to currency risks. All these factors could affect a fund's price and, therefore, a client's realized return on the investment.

Fixed Income Securities Risk: Fixed income securities are subject to credit risk, interest rate risk and liquidity risk. Credit risk is the risk the issuer or guarantor of a debt security will be unable or unwilling to make timely payments of interest or principal or to otherwise honor its obligations. Interest rate risk is the risk of losses due to changes in interest rates. In general, the prices of debt securities rise when interest rates fall, and the prices fall when interest rates rise. Liquidity risk is the risk that a particular security may be difficult to purchase or sell and that an investor may be unable to sell illiquid securities at an advantageous time or price. Investments in government-sponsored entity securities also exhibit these risks, although the degree of such risks may vary significantly among the different government-sponsored entity securities. Some securities issued or guaranteed by U.S. government agencies or instrumentalities are not backed by the full faith and credit of the U.S. and may only be supported by the right of the agency or instrumentality to borrow from the U.S. Treasury.

Alternative Investments Risk: Alternative investments, including (but not limited to) investment partnerships, may also present unique risks, such as decreased liquidity and transparency, and increased complexity. Alternative investments typically use derivative instruments (such as, options, futures or index-based instruments). The use of derivative instruments involves multiple risks, including counterparty risk (i.e., the risk that the institution on the other side of their trade will default), as well as the risk that the instrument may not work as intended due to unanticipated developments in market conditions. In addition, to the extent that the alternative investment uses commodities (or commodity-based derivatives) as part of its investment strategy, the investment return may also vary as a result of fluctuations in the demand and supply of the underlying commodities.

DISCIPLINARY INFORMATION

On March 27, 2003, Century entered into an agreement of acceptance, waiver and consent with the National Association of Securities Dealers (NASD) resolving NASD's claim that the firm failed to comply with NASD rules relating to advertisements, including pre-filing and content requirements. While not admitting or denying the allegations, the firm agreed to a regulatory censure and to pay a fine of \$10,000.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

As set forth above, our firm is dual registered as an Investment Adviser and a broker-dealer, and is also a licensed insurance agency with various states. We have a number of affiliates that are registered as investment advisers or broker dealers (or both). In addition, to being registered representatives of Century, some of our management persons may be registered representatives of these affiliated broker dealers. The following affiliates may be involved, directly or indirectly, in the Advisory services provided to Clients in the Programs covered in this brochure:

Affiliated Investment Advisers and Broker Dealers. As set forth above, the Programs offered in this brochure generally are available to our Clients as a result of our arrangement with our affiliate, Stifel Nicolaus. Our Advisory fees are inclusive of all services provided by our firm and/or our affiliates.

Stifel Nicolaus Insurance Agency, Incorporated. Insurance products may be sold through our affiliate, Stifel Nicolaus Insurance Agency, Incorporated. This affiliate will receive customary commission paid by the insurance companies issuing Client policies. Financial Advisors who sell insurance products in such states typically are licensed as agents of the affiliate, and will receive a portion of the insurance commissions paid.

Limited Partnerships. Our affiliate, Stifel and/or other affiliates may act as general partner to various investment partnerships in which Advisory Clients may be invested. Clients that invest in any such partnership are required to hold their limited partnership interests in their brokerage accounts. As such, these Clients are not charged Advisory fees with respect to the holdings, but may be charged transaction-specific brokerage commissions. As with other pooled investment vehicles, each such investment partnership charges its own fees and expenses.

TW Small Cap Growth Fund. From time to time, our Portfolio assets may be invested in shares of a mutual fund managed by our affiliate, TW Asset Management LLC. Our Financial Advisors may also recommend this fund to non-discretionary clients, or may purchase shares of the fund in a discretionary Client account. The fund charges its own fees and expenses.

Stifel Bank & Trust. From time to time, Advisory Clients may also have deposit and other bank accounts with our banking affiliate. Clients who use this affiliate will be responsible for any customary banking fees that are charged with respect to bank deposit accounts.

Stifel/Comerica Bank & Trust Alliance. As set forth above, this affiliate may serve as trustee to Advisory Clients enrolled in Programs covered by this brochure. Clients who use this affiliate will be responsible for any customary fees that are charged with respect to trust and related accounts.

Each client should note that each relationship set forth above creates a conflict of interest for our firm and/or Financial Advisors. We act as a fiduciary with respect to all Advisory services. As a fiduciary, we take reasonable steps to ensure that all material conflicts are fully disclosed to our Clients. For example, we periodically review our lines of service to identify applicable risks and make appropriate disclosures to Clients in respect of those risks.

CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

In addition to our general Financial Code of Ethics which is applicable to all Century personnel, our Advisory personnel are also subject to our firm's Investment Advisory Code of Ethics. A copy of the Advisory Code of Ethics is available to any Client upon request. Set forth in the Advisory Code of Ethics are standards reasonably designed to promote honest and ethical conduct, comply with federal securities laws and governmental rules and regulations, maintain privacy of Client information, protect access to nonpublic information, and encourage associates to report any known violations. Such standards include placing Client interests first, avoiding any material or potential conflicts

of interest, and ensuring that personal securities transactions are conducted appropriately. Compliance reviews the Code of Ethics annually to ensure adequacy and effectiveness in complying with applicable regulations.

Participation or Interest in Client Transactions

Advisory transactions are typically executed on an agency basis only. However, we may trade with Clients and seek to earn a profit for its own account ("Principal Transactions"). Such transactions are executed at prices and commission rates which we believe are competitive and in accordance with industry practice. Our firm does not typically engage in Principal Transactions with Advisory Clients; however, in limited circumstances, Principal Transactions may occur in Advisory accounts if we have provided written disclosure and obtained prior written Client consent on a trade-by-trade basis. Generally, no underwritings may be sold to Advisory Clients if our firm or our affiliate, Stifel, is a member of the underwriting syndicate or selling group. Depending upon the Advisory program, Clients may or may not incur commissions on these transactions. Principal Transactions are disclosed as such on trade confirmations sent to Clients after trade execution. We typically do not execute agency cross transactions in client accounts; to the extent that any such transaction is effected in a Client account, we will make all necessary disclosures to the affected Clients.

Personal Trading

Century's written supervisory procedures are designed to detect and prevent the misuse of material, non-public information by employees. Century and its affiliates, directors, officers, stockholders, employees and members of their families may have positions in and, from time to time, buy or sell securities that our firm trades in or recommends to Advisory Clients. Our employees and affiliates may invest in any Advisory Program covered in this brochure. Our policies prohibit transactions our own account and accounts of associated persons in any security that is the subject of a recommendation of Stifel's Research Department until the recommendation has been disseminated to Clients and a reasonable time has elapsed following the dissemination. Our directors, officers and employees may not buy or sell securities for their personal accounts if the decision to do so is substantially derived, in whole or in part, by reason of their employment, unless the information is also available to the investing public or through reasonable inquiry. We maintain and regularly review securities holdings in own account and accounts of persons who may have access to Advisory recommendations. Our firm emphasizes the unrestricted right of the Client to decline to implement any advice rendered. Additionally, under NYSE Rules, Financial Advisors affiliated with Stifel Financial Corp. ("SF") are prohibited from recommending SF securities except on an unsolicited basis.

BROKERAGE PRACTICES

About our Broker-Dealer

Century's principal business in terms of revenue and personnel is that of a securities broker-dealer. As a broker-dealer, we provide brokerage services by executing securities transactions per Client instructions. Advice provided to Clients is an integral part of services offered by Financial Advisors when providing brokerage services; therefore, Financial Advisors who are acting in a brokerage capacity may help Clients identify investment goals, create strategies that are reasonably designed to meet those goals, and make suitable buy, hold, and sell recommendations based on risk tolerance and financial circumstances. However, investment decisions are not made on behalf of Clients and fees are not charged for any advice given when providing brokerage services. ***Absent special circumstances, Financial Advisors are not held to fiduciary standards when providing brokerage services.*** Legal obligations to disclose detailed information about the nature and scope of our business, personnel, commissions charged, material or potential conflicts of interests, and other matters, are limited when acting as a broker-dealer.

Our Responsibilities as a Broker-Dealer

As a broker-dealer, Century is held to the legal standards of the Securities Act of 1933, the Securities Exchange Act of 1934, FINRA rules, and state laws where applicable. Such standards include fair dealings with Clients, reasonable and fair execution prices in light of prevailing market conditions, reasonable commissions and other charges, and reasonable basis for believing that securities recommendations are suitable.

How We Charge For Brokerage Services

Clients pay commission charges on a per transaction basis for securities execution services in their brokerage accounts.

Broker

We act as broker, in an agency capacity, when executing securities transactions on behalf of Clients. When executing agency trades for brokerage accounts, we charge commissions on a per transaction basis. As set forth above, Advisory clients enrolled in the Programs covered in this brochure pay one all-inclusive fee for Advisory and/or brokerage services offered as part of the Programs.

Dealer

We act as dealer, in a principal capacity, when executing securities transactions for our own account. When executing principal transactions, our firm is operating on the opposite side of Client transactions by using its own inventory to buy securities from or sell securities to Clients. When executing principal transactions, we seek to earn profits and, therefore, charges mark-ups, mark-downs, or spreads on the prices of securities in addition to regular commissions.

Execution of Transactions

We evaluate speed and certainty of execution, price and size improvement, and overall execution quality when determining the best way to execute Client orders. Where permissible by applicable law, and after complying with applicable regulatory requirements, orders for most Advisory Programs are routed for agency execution in order to comply with our Principal Trade restrictions. It is the sole responsibility of Independent and Affiliated Advisers to meet best execution obligations for Clients of Advisory accounts. Clients should review each Independent and Affiliated Adviser's trading and execution practices carefully. We do not analyze or evaluate whether Independent and Affiliated Advisers are meeting best execution obligations on trades executed for Client accounts. We use automated systems to route and execute orders for the purchase and sale of securities for all Advisory accounts, unless directed by Clients to do otherwise. Orders are generally routed to an execution center that is believed to provide the best execution. Certain large orders that require special handling may be routed to a market center for execution via telephone. We regularly monitor existing and potential execution venues and may route orders in exchange-listed or over-the-counter ("OTC") securities to other venues if it is believed that such routing is consistent with best execution principles. With regard to equity securities, we monitor the performance of competing market centers and routes orders to those that consistently complete transactions timely and at a reasonable cost and that guarantee executions at the national best bid or offer. On a fully disclosed basis, we execute load-waived mutual fund transactions through National Securities Clearing Corporation ("NSCC"). No-load mutual fund transactions are executed through NSCC or TD Waterhouse Institutional Services. ETF transactions are generally executed through the American, Midwest, or New York Stock Exchange. Whenever possible, orders are routed to market centers that offer opportunities for price improvement through automated systems.

Payment for Order Flow

Payment for order flow is defined as any monetary payment, service, property, or benefit that results from remuneration, compensation or consideration to a broker-dealer from another broker-dealer in return for routing customer orders to that broker-dealer. Currently, our policy is not to direct order flow for Advisory programs to specific destinations in exchange for payment. Orders may be routed to electronic communication networks ("ECNs") or similar enterprises in which we or some of our affiliates may have a minority ownership interest if it is determined to be in the best interest of Clients and consistent with our obligations under applicable law. We and/or our affiliates have ownership interests in ECNs and, as such, may receive indirect compensation from the ECNs if orders for Advisory programs are directed to such trading networks. Clients do not pay additional fees directly to us for such arrangements, but our firm and/or our affiliates may receive cash payments from certain market centers in exchange for routing orders.

Aggregation of Trades in Advisory Portfolios

Trades of multiple Client accounts are executed on an agency basis and aggregated ("Block Trade") where possible and when advantageous to Clients. Block Trading allows us to execute equity trades in a timely, equitable manner. Transaction costs are shared equally at an average price per share and on a pro-rata basis between all accounts included in the Block Trade. We attempt to fill all orders placed on the same day in the same Block Trade. Orders that cannot be filled in the same Block Trade or at the same average price are assigned to accounts in a manner that ensures no bias towards any Client. This practice does not ordinarily affect or otherwise reduce fees, commissions or other costs charged to Clients for these transactions, but may provide price improvement. A partial fill of a Block Trade may be allocated among Client accounts randomly, pro rata, or by some other equitable procedure adopted by the Independent and Affiliated Adviser. In certain cases, Independent and Affiliated Advisers may use computer systems that allocate purchase and sale transactions either on a random or pro rata basis. In any case, Clients may pay higher or lower prices for securities than may otherwise have been obtained. We invest cash in money market funds for future purchases and rebalances portfolios when appropriate.

Research and Other Soft Dollar Benefits

Financial Advisors and Clients have access to research published by Stifel's research analysts ("Stifel Research"), the primary source of our research. Subject to certain exceptions, we incorporate the insights and economic perspectives of Stifel Research, where appropriate, into our products and services. ***Clients should be aware that our firm may have conflicts of interest in connection with research reports published.*** Stifel and other affiliates may have long or short positions, or deal as principal or agent, in relevant securities, or may provide Advisory or other services to issuers of relevant securities or to companies connected with issuers covered in research reports issued by Stifel Research. Compensation received by Stifel's research analysts' is not based on investment banking revenues; however, their compensation may relate to revenues or profitability of Stifel business groups as a whole, which may include investment banking, sales, and trading services. Financial Advisors also have access to proprietary models covering equities, fixed income, mutual funds, and municipal securities developed by Stifel's various business areas. Stifel pays an annual fee for research services provided by independent research sources that provide in-depth fundamental corporate research to assist Stifel in its analysis with respect to its programs offered in this brochure. This includes information in the form of written and oral reports, reports accessed by computers or terminals, statistic collations, appraisals and analyses relating to markets, companies, industries, business and economic factors, market trends, portfolio strategy, and trading insight and intelligence. Materials of a general nature that deal with technical factors, the business cycle, and the economy are also regarded as having value. Research services received

directly or indirectly by our firm are generally used to benefit all Client accounts, although not all services will be used for all Client accounts.

Brokerage for Client Referrals

Our firm and/or our affiliates may be compensated by Independent Advisers for Client referrals. Compensation received in this regard based on a percentage of the total fees paid by each Client to the Independent Adviser for the period of time each Client remains with the Independent Adviser. Independent Advisers may open brokerage accounts for clients not introduced by our firm and/or our affiliates, and elect to use us for trade execution and/or custodial services. By providing such services, our firm (and Financial Advisors) act in a brokerage capacity and may receive brokerage compensation. Our firm has no solicitation arrangements with Affiliated Advisers. However, Financial Advisors may have incentive to recommend Affiliated Advisers over Independent Advisers as the receipt of additional revenues may have a positive impact on the firm.

Directed Brokerage

Unless agreed upon otherwise, Advisory transactions are executed through our firm or affiliated broker dealers. Some Independent or Affiliated Advisers acting as portfolio manager may require Clients to direct brokerage. By directing brokerage, we may be unable to achieve most favorable execution of Client transactions and this practice may result in higher costs to Clients. Fees for Advisory services are not covered, and if warranted, Clients are responsible for brokerage commissions, mark-ups, mark-downs and/or other costs associated with transactions effected by Independent and Affiliated Advisers through or with unaffiliated broker-dealers, interest on debit account balances, the entire public offering price including underwriting commissions or discounts on securities purchased from underwriters or dealers involved in distribution of securities, exchange fees, regulatory fees, transfer taxes, and other fees required by law. Fees for Advisory services do not include custodial services provided by unaffiliated financial institutions. We compute prices at which securities are purchased in principal transactions from other dealers executed by our firm and/or our affiliates in the customary manner based on the prevailing inter-dealer market price.

Margin

Clients may choose to employ margin strategies in eligible non-retirement, non-custodial accounts. This use of leverage, or investing with borrowed funds, is generally not recommended or permitted in Advisory programs; however, may be approved on an exception basis when requested specifically by individual Clients, or for use in specialized strategies. Employing margin strategies in Advisory accounts is a more aggressive, higher risk approach to pursuing investment objectives. Clients should carefully consider whether the additional risks are affordable prior to employing margin strategies due to the potential to experience significantly greater losses than if not employing margin strategies. The risks associated with investing, as well as costs, may be increased when employing margin strategies, and depending upon the return achieved, may make investment objectives more difficult to realize. Clients pay interest to our firm on the outstanding loan balance of their original margin loan. Fees are calculated as a percentage of assets under management; therefore, employing margin strategies to buy securities in Advisory accounts generally increases the amount of, but not the percentage of, fees. This results in additional compensation to us, Financial Advisors, and Independent and Affiliated Advisers. The amount of the margin loan is not deducted from the total value of the investments when determining account value for purposes of calculating the fee.

The decision to leverage Advisory accounts is the sole decision of Clients and should only be made if Clients understand the risks associated with employing margin strategies, the impact the use of borrowed funds may have on Advisory accounts, and how investment objectives may be negatively affected. Specifically, Clients may lose more than their original investments. Likewise, a positive or negative performance, net of interest charges and fees, is magnified. Gains or losses are greater than would be the case in accounts that do not employ margin strategies. Clients may not benefit from employing margin strategies if the performance of individual accounts does not exceed interest expenses on the loan plus fees incurred as a result of depositing the proceeds of the loan. Certain eligibility requirements must be met and documentation must be completed prior to using leverage in Advisory accounts. Specifically, Clients are required to execute separate margin agreements.

Credit Lines

Clients may use assets in Advisory accounts to collateralize non-purpose loans (“Credit Line Loans”). Clients may apply for Credit Line Loans from our affiliate, Stifel Bank & Trust (“Stifel Bank”) using eligible securities accounts, including eligible Advisory accounts, as collateral. The proceeds of such loans may not be used to trade or carry securities, repay debt that was used to trade or carry securities, or repay debt to any affiliate of Stifel Bank. If Advisory accounts are used to collateralize Credit Line Loans, the accounts are pledged to support any Credit Line Loans extended, margin strategies are automatically discontinued, and Clients are not permitted to withdraw funds unless sufficient amounts of collateral remain to continue supporting the Credit Line Loans (as determined by Stifel Bank in its sole discretion). Clients pay interest to Stifel Bank on Credit Line Loans. Certain eligibility requirements must be met and loan documentation must be completed prior to applying for Credit Line Loans.

Defaults

Credit Line Loans extended by Stifel Bank are demand loans and subject to collateral maintenance requirements. Stifel Bank may demand repayment at any time. If the required collateral value is not maintained, Stifel Bank may require additional collateral, partial or entire repayment of any Credit Line Loans extended, and/or sale of securities to satisfy collateral maintenance requirements. Clients who employ margin strategies in their accounts may need to deposit additional cash or collateral or repay a partial or entire amount of the funds borrowed if the value of their portfolio declines below the required loan-to-value ratio. Failure to promptly meet requests for additional collateral or repayment, or other circumstances including a rapidly declining market, may cause Stifel Bank to instruct us to liquidate some or all of the collateral supporting any Credit Line Loan in order to meet collateral maintenance requirements. Depending on market circumstances, the prices obtained for the securities may be less than favorable. Any required liquidations may interrupt long-term investment strategies and may result in adverse tax consequences. *Neither Stifel nor its Financial Advisors provide legal or tax advice. Clients should consult legal counsel and tax advisors before using borrowed funds as collateral for loans. Neither our firm nor our affiliates act as Investment Adviser with respect to the liquidation of securities held in Advisory accounts to meet margin calls or Credit Line Loan demands and, as creditors, our firm and our affiliates may have interests that are adverse to Clients. There are substantial risks associated with the use of borrowed funds for investment purposes and the use of securities as collateral for loans. Additional limitations and availability may vary by state. For further information, please see the Stifel Nicolaus Loan Disclosure Statement available upon request.*

REVIEW OF ACCOUNTS

Account Review

Each new account enrolled in a Program must be reviewed and approved by the Stifel Consulting Services Review Committee upon account

opening. Thereafter, Financial Advisors perform account reviews regularly.

Portfolio Performance

Clients receive quarterly analyses of their portfolio performance relative to comparable market indices. Performance information is verified by Stifel’s Consulting Services Operations staff by reviewing the performance results for consistency among similar sectors and identifying any unusual variations or inaccuracies. Independent and We may also provide quarterly performance reports directly to Clients.

Market Overview

Clients receive quarterly analyses of prevailing market conditions for the previous fiscal quarter.

Transaction Statements

Clients receive monthly statements that identify buys, sells, dividends, interest, deposits, and disbursements in their accounts during the previous month, as well as the overall market value of the portfolio at month’s end. A summary of portfolio holdings as of the end of each reported quarter is also listed.

Realized Gain/Loss Summary

Clients receive annual listings of all closed transactions in their accounts during each calendar year, as well as the offsetting cost of each transaction providing realized gains/losses for each closing transaction.

Year-end Tax Report

Clients receive comprehensive 1099 statements by February 15th for the previous tax year. 1099 statements include both reportable and non-reportable information including cost basis for securities that have been sold and additional information to assist with tax preparation.

Transaction Confirmations

Clients may elect to receive trade confirmations immediately upon execution in their accounts or defer confirmations until the end of each quarter. Clients who elect to defer confirmations receive summary reports at the end of each quarter outlining the transactions posted to their accounts during the most recent calendar quarter. The election to receive confirmations immediately or quarterly may be changed at any time upon the Client’s written notice. Clients of non-discretionary programs are not eligible to defer confirmations.

Mutual Fund Prospectus

Clients receive a current prospectus for each mutual fund, ETF, and UIT purchased.

CLIENT REFERRALS AND OTHER COMPENSATION

Other Compensation

Clients should refer to the Brokerage Practices section above for a discussion of research services that our firm may receive for recommending certain products to our clients.

Stifel Alliance Program

The Stifel Alliance Program (“Alliance”) was referred to as the Stifel Professional Alliance Program (“SPAP”) prior to January 2010. Stifel may directly or indirectly compensate individuals or companies for Client referrals by sharing a portion of the fees charged by Stifel. Stifel and/or its associated persons may pay for registration costs for Advisory Client referrals. As a result, such solicitors may have incentive to refer Clients to Stifel over other firms. Stifel has policies and procedures to ensure that proper

disclosures are provided to Clients at the time of solicitation and that all Clients sign appropriate disclosure delivery receipts.

CUSTODY

Unless agreed upon otherwise, our firm and/or our affiliates maintain custody of Client assets. We have adopted policies and procedures that are designed to mitigate risks involved with being a custodial firm to ensure that each such client's assets are protected. Among other things, Client accounts undergo an annual surprise audit by an independent registered accounting firm, which audit is designed to verify the clients' assets. Each applicable year, the auditor will file a report with the Securities and Exchange Commission attesting to, among other things, our firm's compliance with regulatory requirements.

INVESTMENT DISCRETION

Some programs may require Clients to provide us with a limited power of attorney so that account and/or portfolio management services may be provided on a discretionary basis. Discretion is authorized by Clients by signing the discretionary program's Client Agreement. Discretionary authority is limited to voluntary corporate actions, proxy voting, selection of securities, and the number of shares to buy or sell. Clients may impose reasonable restrictions on our discretionary authority and modify existing restrictions by notifying us in writing. Such modifications are honored after being reviewed and accepted our firm.

VOTING CLIENT SECURITIES

Clients who receive account and/or portfolio management services on a discretionary basis may appoint our firm to vote proxies on their behalf. We may have delegated proxy voting authority relating to Client assets to Stifel. Clients may change their proxy voting election at any time upon written notice. In voting proxies, Stifel has a fiduciary responsibility to make investment decisions that are in the best interest of Clients and vote Client securities accordingly. As required by applicable regulations, Stifel has adopted policies and procedures to govern the proxy voting process. Stifel's policies provide that, in general, Stifel will vote with management on routine issues, and will vote non-routine issues in a manner calculated to maximize shareholder value. Stifel has retained a third-party proxy voting service to provide independent, objective research and voting recommendations, and to vote proxies on our behalf. In the event of a conflict between our firm's and/or Stifel's interests and the interests of our Clients, Stifel may decline to vote a proxy if the independent proxy voting service is unable to provide a voting recommendation and vote the securities on our behalf. Applicable proxy voting policies and procedures are provided to Clients at the time of entry into an Advisory agreement, and are also available upon request.

We do not accept proxy voting authority from clients who receive account and/or portfolio management services on a non-discretionary basis. Such clients generally will receive proxy materials directly from the issuer's transfer agent, and are responsible for voting their own proxies. Our personnel do not provide any form of assistance in the proxy voting process.

FINANCIAL INFORMATION

We do not have any adverse financial conditions to disclose under this Item.