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**PART 2A - APPENDIX 1  
WRAP FEE PROGRAM BROCHURE**

This Form ADV 2A, Appendix 1 ("Wrap Fee Program Brochure") provides information about the qualifications and business practices of We Are One Seven, LLC ("One Seven" or the "Advisor") when offering services where securities transaction fees are combined with investment advisory fees into a single fee (a "Wrap Fee Program"). Certain Advisory Persons of One Seven may also conduct business under the "doing business as" or dba names Everglades Parkland Advisors or Carey Dittoe Wealth Management. If you have any questions about the contents of this Wrap Fee Program Brochure, please contact us at (216) 865-1700.

One Seven is a registered investment advisor with the U.S. Securities and Exchange Commission ("SEC"). The information in this Wrap Fee Program Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Wrap Fee Program Brochure provides information through One Seven to assist you in determining whether to retain the Advisor.

Additional information about One Seven and its Advisory Persons are available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching for our firm name or by our CRD # 283087.

## Item 2 Summary of Material Changes

Form ADV 2 Appendix 1 provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. In particular, this Brochure discusses wrap fee programs offering by One Seven.

### Material Changes

Following are the material changes made to this Disclosure Brochure since the most recent update and distribution to Clients:

- International Assets Advisory, LLC ("IAA") was added as one of the broker-dealers that Advisory Persons of the Advisor may have an affiliation. Please see Item 9.A.
- An Advisory Person of the Advisor, in his separate capacity, also serves as a portfolio manager and principal officer of a private investment fund called the Everglades Global Opportunities Fund LP (the "Fund"). Please see Item 9.A.
- The Advisor may also recommend that Clients establish accounts at Charles Schwab & Co., Inc. ("Schwab"). Please see Item 9.B.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with our firm name or our CRD# 283087. You may also request a copy of this Wrap Brochure at any time, by contacting us at (216) 865-1700.

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## Item 4 Services, Fees, and Compensation

### A. Advisory Services

We Are One Seven, LLC ("One Seven" or the "Advisor") provides customized wealth advisory services for its Clients. The One Seven Wrap Fee Program Brochure (the "Wrap Fee Program") is an investment advisory program sponsored by One Seven, whereby One Seven includes commissions ("securities transaction fees") with its investment advisory fees to provide Clients with a single overall fee. Prior to becoming a client under the Program, you will be required to enter into a separate written agreement with us that sets forth the terms and conditions of the engagement and describes the scope of the services to be provided, and the fees to be paid.

The One Seven Wrap Fee Program Brochure is provided solely as a disclosure when One Seven includes securities transaction fees as part of its overall investment advisory fee (as detailed in Item 5 of the Disclosure Brochure) and shall always be provided in connection with the Disclosure Brochure.

Clients may be offered a fee structure that includes, as a single fee, the securities transaction costs for trading in Client accounts along with the investment advisory fees earned by One Seven. The securities regulations often refer to such a structure as a "Wrap Fee Program." While traditional Wrap Fee Programs are often rigid, pre-packaged investment programs, One Seven customizes its investment strategies individually for its Clients. The purpose of this Wrap Fee Program Brochure is to provide additional disclosure relating the combination of securities transaction fees with investment advisory fees. This Wrap Fee Program Brochure will reference back to the One Seven Disclosure Brochure in which this Wrap Fee Program Brochure is an Appendix.

Assets for program accounts are held at TD Ameritrade as custodian. TD Ameritrade also acts as executing broker/dealer for transactions placed in Program accounts, and provides other administrative services as described throughout this Brochure. To compare the cost of the wrap fee program with non-wrap fee portfolio management services, you should consider the frequency of trading activity associated with our investment strategies and the brokerage commissions charged by TD Ameritrade and the advisory fees charged by investment advisers.

In providing the contracted services, we are not required to verify any information we receive from you or from your other professionals (e.g., attorney, accountant, etc.) and we are expressly authorized to rely on the information you provide. Furthermore, unless you indicate to the contrary, we shall assume that there are no restrictions on our services, other than to manage your account in accordance with your designated investment objectives, risk tolerance, and time horizon. It is your responsibility to promptly notify us if there are any changes in your financial situation, investment objectives, risk tolerance, or time horizon for the purpose of reviewing, evaluating, revising our previous recommendations or services.

Please see Item 4 of the Disclosure Brochure for details regarding One Seven's investment management services.

### B. Program Costs

Advisory Services provided by One Seven pursuant to a wrap fee structure may cost the Client more or less than purchasing these types of investment management services separately. When One Seven absorbs normal securities transactions fees, One Seven may have a financial incentive to limit the transactions in Client accounts, as each trade will increase costs to One Seven. The costs of the Wrap Fee Program vary depending on services to be provided to each Client.

Investment advisory fees are paid quarterly, in advance each calendar quarter, pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the market value of assets under management at the end of the prior calendar quarter. Investment advisory fees range from 0.50% to 2.50% annually, depending on the size and complexity of the Client relationship and the services to be provided. Relationships with multiple objectives, specific reporting requirements, portfolio restrictions, inclusion of securities transaction fees and other complexities may be charged a higher fee.

The investment advisory fee in the first quarter of service is prorated from the inception date of the account[s] to the end of the first quarter. Fees may be negotiable at the sole discretion of the Advisor. The Client's fees will take into consideration the aggregate assets under management with the Advisor. All securities held in accounts managed by One Seven are independently valued by the designated Custodian. One Seven does not have the authority or responsibility to value portfolio securities.

One Seven provides this Wrap Fee Program Brochure as One Seven pays typical securities transactions costs associated with One Seven investment strategies. Clients should read this Wrap Fee Program Brochure in connection with One Seven's Disclosure Brochure.

### **C. Fees**

The One Seven Wrap Fee Program includes typical securities trading costs incurred in connection with the discretionary investment management services provided by One Seven. Securities transaction fees for Client-directed trades may be charged to the Client. Clients engaging One Seven under this Wrap Fee Program will typically pay a higher overall investment advisory fee, but will not be responsible for securities transaction fees for their accounts. Clients should discuss the expected level of trading in the Client's account[s] to determine whether to engage One Seven under this Wrap Fee Program or pay for securities transaction fees separately. Fees may be negotiable at the sole discretion of One Seven.

Clients may also incur certain fees or charges imposed by third parties, which are not included as part of the Wrap Fee. Such other fees, which may include wire transfer fees, small account fees and other fees charged by the Custodian are not included in One Seven's Wrap Fee. One Seven does not receive any portion of such fees.

In addition, all fees paid to One Seven for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses are generally used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee as a shareholder in a fund. Please see Item 5.C. of the Disclosure Brochure.

### **D. Compensation**

One Seven is the sponsor and portfolio manager of this Wrap Fee Program. One Seven receives investment advisory fees paid by Clients for investment advisory services covered under this Wrap Fee Program.

## **Item 5 Account Requirements and Types of Clients**

One Seven offers investment advisory services to individuals, high net worth individuals, trusts, estates, businesses, retirement plans and other types of investors. Please see Item 7 of the Disclosure Brochure for additional information.

In general, we do not require a minimum dollar amount to open and maintain an advisory account; however, we have the right to terminate your account if it falls below a minimum size, and we determine in our sole opinion, it is too small to manage effectively.

We may also combine account values for you and your minor children, joint accounts with your spouse, and other types of related accounts to meet the stated minimum.

## **Item 6 Portfolio Manager Selection and Evaluation**

### **A. Portfolio Manager Selection**

One Seven serves as the sponsor and portfolio manager for the One Seven Wrap Fee Program. One Seven may recommend Independent Managers that also have their own fee structures, which may or may not include a wrap fee structure.

### **B. Related Persons**

One Seven personnel or affiliates serve as portfolio manager[s] for services under this Wrap Fee Program. One Seven only manages this wrap fee program and does not act as portfolio manager for any third-party wrap fee programs.

### **C. Supervised Persons**

One Seven Supervised Persons serve as portfolio managers for the One Seven Wrap Fee Program described in this Wrap Fee Program Brochure. Please refer to the Items 4 and 8 of the Disclosure Brochure for details on the services provided by One Seven. For information related to the background of One Seven supervised persons, please see Items 9 and 11 of the Disclosure Brochure.

### Performance-Based Fees

One Seven does not charge performance-based fees for its investment advisory services. The fees charged by One Seven are as described in Item 5 - Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client. One Seven does not manage proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend particular investment options to its Clients. Please see Item 6 of the Disclosure Brochure.

### Methods of Analysis

One Seven primarily employs fundamental method in developing investment strategies for its Clients. Research and analysis from One Seven is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

As noted above, One Seven generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. One Seven will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. One Seven may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class. Please see Item 8 of the Disclosure Brochure for additional details.

### Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. One Seven will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals. Please see Item 8.B of the Disclosure Brochure.

#### Voting Client Securities

One Seven does not accept proxy-voting responsibility for any Client. Clients receive proxy statements directly from the Custodian. One Seven will assist in answering questions relating to proxies. However, the Client retains the sole responsibility for proxy decisions and voting.

### **Item 7 Client Information Provided to Portfolio Managers**

One Seven is required to describe the type and frequency of the information it communicates to external managers that may be involved in managing its Clients' investment portfolios. One Seven serves as the sole portfolio manager under this Wrap Fee Program and, as such, the Advisor has no information to disclose regarding this Item.

### **Item 8 Client Contact with Portfolio Managers**

There is no restriction on the Client's ability to contact One Seven.

Without restriction, you should contact our firm or your advisory representative directly with any questions regarding your Program account. You should contact your advisory representative with respect to changes in your investment objectives, risk tolerance, or requested restrictions placed on the management of your Program assets.

### **Item 9 Additional Information**

#### **A. Disciplinary Information and Other Financial Industry Activities and Affiliations**

##### Disciplinary Information

There are no legal, regulatory or disciplinary events involving One Seven. One Seven and its Supervised Persons value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider with whom you engage. Our backgrounds are on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You may search with our firm name or our CRD# **283087**.

##### Other Financial Activities and Affiliations

*Broker-Dealer Affiliations* - As noted in Item 5.E. of the Disclosure Brochure, certain Advisory Persons of One Seven are also registered representatives of Purshe Kaplan Sterling Investments, Inc. (PKS), MGO Securities Corp. ("MGO Securities") or International Assets Advisory, LLC ("IAA"). In their capacity as registered representatives, these persons receive commission-based compensation in connection with the purchase and sale of securities, including 12b-1 fees for the sale of investment company products. Compensation earned by these persons in their capacities as registered representatives is separate and in addition to our advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are registered representatives have an incentive to effect securities transactions for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase securities products through persons affiliated with our firm.

Under supervision by PKS, MGO Securities or IAA, these parties have access to certain confidential information of the Client, including, but not limited to financial information, investment objectives, transactions and holdings information. Please see our Privacy Policy, which is included with this Disclosure Brochure.



MGO Securities is also under common control with One Seven. Certain owners of One Seven are also owners of MGO Securities.

*Other Registered Investment Advisor* - Certain owners of One Seven are also owners and/or supervised persons of MGO Investment Advisors Inc. (CRD# 109884), an SEC-registered investment advisor (herein "MGO Advisors"). One Seven and MGO Advisors are operationally independent, but may contract for certain shared services.

*Insurance Recommendations* - Certain Advisory Persons of One Seven may serve as independent licensed insurance professionals. Implementations of insurance recommendations are separate and apart from an Advisory Person's role with One Seven. As an insurance professional, an Advisory Person may receive customary commissions and other related revenues from the various insurance companies whose products are purchased. Advisory Persons are not obligated to use the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by One Seven or any of its Advisory Persons.

*Everglades Global Opportunities Fund LP* - One of One Seven's Advisory Persons, in his separate capacity, also serves as a portfolio manager and principal officer of a private investment fund called the Everglades Global Opportunities Fund LP (the "Fund"). Advisory Persons of One Seven may recommend that Clients and prospective clients of One Seven invest in the Fund. Clients and prospective clients that are offered to invest in the Fund shall be provided with the Fund's private placement memorandum and related documents that provide a full description of the investment approach, business practices, fees and risks associated with an investment in the Fund. Clients are not obligated to invest in the Fund. To mitigate the conflict of interest associated with this activity, the Advisor will not charge an ongoing investment advisory fee on assets that are invested in the Fund.

## **B. Code of Ethics, Review of Accounts, Client Referrals, and Financial Information**

### Code of Ethics

One Seven has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all Supervised Persons associated with One Seven (our "Supervised Persons"). The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. One Seven and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of One Seven Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code of Ethics, please contact us at (216) 865-1700.

### Personal Trading and Conflicts of Interest

One Seven allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities, we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We may have an interest or position in certain securities, which may also be recommended to you. At no time, will One Seven or any Supervised Person of One Seven, transact in any security to the detriment of any Client. Please see Item 11 of the Disclosure Brochure for additional disclosures.



#### Review of Accounts

Securities in Client accounts are monitored on a regular and continuous basis by Advisory Persons of One Seven and periodically by the Chief Compliance Officer or his delegate. Formal reviews are conducted at least annually or more or less frequently depending on the needs of the Client.

The Client is encouraged to notify One Seven if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

#### Other Compensation

As noted throughout this Disclosure Brochure, Advisory Persons may also be registered representatives and/or licensed insurance professionals. For information on the conflicts of interest this presents, and how we address these conflicts, please refer to the Item 10 of the Disclosure Brochure.

#### Participation in Institutional Advisor Platform (TD Ameritrade)

One Seven will generally recommend that Clients establish their account[s] at TD Ameritrade Institutional which is a division of TD Ameritrade Inc., ("TD Ameritrade") member FINRA/SIPC, an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade will serve as the Client's "qualified custodian". One Seven maintains an institutional relationship with TD Ameritrade, whereby the Advisor receives economic benefits from TD Ameritrade. The Advisor participates in the institutional advisor program (the "Program") offered by TD Ameritrade. TD Ameritrade offers to independent investment advisors services, which include custody of securities, trade execution, clearance and settlement of transactions. The Advisor receives some benefits from TD Ameritrade through its participation in the Program.

As disclosed above, the Advisor participates in TD Ameritrade's Program and the Advisor recommends TD Ameritrade to Clients for custody and brokerage services. There is no direct link between the Advisor's participation in the program and the investment advice it gives to its Clients, although the Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving the Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to the Advisor by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by the Advisor's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit the Advisor but may not benefit its Client accounts. These products or services may assist the Advisor in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help the Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade.

The Advisor also receives from TD Ameritrade certain additional economic benefits ("Additional Services") that may or may not be offered to any other independent investment advisors participating in the Program. Specifically, the Additional Services include licensing for Morningstar, a portfolio reporting and analytic technology. TD Ameritrade provides the Additional Services to the Advisor in its

sole discretion and at its own expense, and the Advisor does not pay any fees to TD Ameritrade for the Additional Services. The Advisor and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

The Advisor's receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to the Advisor, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, the Advisor's Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with the Advisor, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, the Advisor may have an incentive to recommend to its Clients that the assets under management by the Advisor be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. The Advisor's receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.

As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by the Advisor or its related persons in and of itself creates a conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

*Participation in Institutional Advisor Platform (Schwab)* - One Seven may recommend that Clients establish their account[s] at Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer and member SIPC. Schwab will serve as the Client's "qualified custodian" for accounts opened at Schwab.

One Seven has established an institutional relationship with Schwab through its "Schwab Advisor Services" unit, a division of Schwab dedicated to serving independent advisory firms like One Seven. As a registered investment advisor participating on the Schwab Advisor Services platform, One Seven receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Schwab. Services provided by Schwab Advisor Services benefit the Advisor and many, but not all services provided by Schwab will benefit Clients. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

*Services that Benefit the Client* - Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of Client's funds and securities. Through Schwab, the Advisor may be able to access certain investments and asset classes that the Client would not be able to obtain directly or through other sources. Further, the Advisor may be able to invest in certain mutual funds and other investments without having to adhere to investment minimums that might be required if the Client were to directly access the investments.

*Services that May Indirectly Benefit the Client* - Schwab provides participating advisors with access to technology, research, discounts and other services. In addition, the Advisor receives duplicate statements for Client accounts, the ability to deduct advisory fees, trading tools, and back office support services as part of its relationship with Schwab. These services are intended to assist the Advisor in effectively managing accounts for its Clients, but may not directly benefit all Clients.

*Services that May Only Benefit the Advisor* - Schwab also offers other services and support to One Seven that may not benefit the Client, including: educational conferences and events, financial start-up support, consulting services and discounts for various service providers. Access to these services

creates a financial incentive for the Advisor to recommend Schwab, which results in a potential conflict of interest. One Seven believes, however, that the selection of Schwab as Custodian is in the best interests of its Clients.

Client Referrals from Solicitors

One Seven neither receives compensation from nor pays to compensation third parties in connection with providing investment advisory services to its Clients.

Financial Information

Neither One Seven, nor its management, have adverse financial situations that would reasonably impair the ability of One Seven to meet all obligations to its Clients. One Seven is not required to deliver a balance sheet along with this Disclosure Brochure, as One Seven does not collect fees of \$1,200 or more for services to be performed six months or more in advance.