

**FORM ADV PART 2 A
DISCLOSURE BROCHURE**



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This brochure provides information about the qualifications and business practices of The WealthPlan LLC. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 516-400-7111. 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 The WealthPlan LLC (CRD #306820) is available on the SEC's website at www.adviserinfo.sec.gov

December 9, 2021

Item 2: Material Changes

Material Changes since the Last Update on September 29, 2021.

Item 18: The does not require fees of \$500 more than 6 months in advance.

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

Firm Description

The WealthPlan LLC (“WealthPlan”) was founded in 2016 and became registered as an investment adviser in 2020. David Warshaw is 100% owner.

Types of Advisory Services

Asset Management

WealthPlan offers discretionary asset management services to clients on an ongoing basis by determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring, selection and monitoring of sub-advisory relationships, private placements, third party money managers, and the overall investment program will be based on the above factors. The client will authorize WealthPlan discretionary authority to execute selected investment program transactions as stated within the Asset Management Agreement. On an as-needed basis, financial planning advice will be provided which may include investment planning retirement planning, education planning, legacy planning, insurance planning, budget planning, personal financial planning, tax planning, major purchase planning, debt management planning, and cash flow analysis. This service also includes the availability of phone calls, virtual and (or) in-person meetings, virtual meetings, email correspondence, and access to a client portal to help organize your finances.

Quick Start Planner

WealthPlan offers financial planning services and advice on a limited-term basis. Financial planning advice will be provided which may include investment planning retirement planning, education planning, legacy planning, insurance planning, budget planning, personal financial planning, tax planning, major purchase planning, debt management planning, and cash flow analysis. This service also includes the availability of phone calls, virtual and (or) in-person meetings, virtual meetings, email correspondence, and access to a client portal to help organize your finances. Financial plans will be completed and delivered within ninety (90) days contingent upon timely delivery of all required documentation.

Model Planner

WealthPlan offers our investment models on a one-time basis for a flat fee. Each model will include all of the holdings and percentage allocation to the specific security. The rationale for each model will be discussed in a meeting upon delivery.

Sub-Advisory Accounts (“SAA”)

When appropriate, we may from time-to-time enter sub-advisory agreements for separately managed account(s) with another registered investment adviser. Such SAAs are normally established to fulfill specific strategy mandates required in our efforts to meet our client's goals and objectives. The utilization of SAAs occurs most often with high net worth clients. We will periodically perform due diligence reviews or review due diligence reports provided by the sub-advisory firm. We will maintain executed agreements for these arrangements on file for review and presentation to our SAA clients upon request.

We will select and recommend one or more sub-advisor managers that we believe are appropriate for the client's needs and objectives. We do not make individual security selection decisions in the account that is serviced by the sub-advisor. The sub-advisor will buy and sell securities over time as they manage the account directly on the client's behalf. We will monitor the investment account, but not the degree that we would monitor investments in accounts that we directly manage. We will review the sub-advisor's reports and investment returns and perform periodic due diligence on the sub-advisor.

When the sub-advisory arrangement is made for a client, we will deliver the Form ADV Part 2A, Form CRS, and investment advisory agreement of the sub-advisor to the client. Any such recommendation by us may constitute a conflict of interest. To address this conflict, we provide full disclosure to such clients of our relationship with and compensation from such third-party sub-advisory firm. For a full description of the services offered by a sub-advisory firm we select and recommend, clients should refer to that sub-advisor's Form ADV (also available at: <https://adviserinfo.sec.gov>" <https://adviserinfo.sec.gov>), advisory contract, and other available disclosure documents. We are available to meet with clients, as determined by the client, to review the sub-advised accounts and our most recent due diligence findings.

Private Placement Oversight

We may from time to time recommend that our client invests in a private fund the offers alternate investments managed by a third-party advisor or sponsor. These alternative investments may include investments such as digital currencies and real estate. Any such recommendation by us may constitute a conflict of interest. To address this conflict, we provide full disclosure of our relationship with and compensation from the third party advisor or sponsor to the client. Additionally, when clients are advised by our firm to make investments in private investment funds, the client is charged fees directly by the private investment fund as mutually agreed in their respective partnership or investment advisory agreements. We do not assess additional investment advisory fees beyond those allowed by and charged by the private fund's partnership agreement.

Alternative investments have different investment characteristics than publicly traded investments. Such different characteristics include, but are not limited to larger minimum investment requirements, more narrow investor suitability issues, restricted or no liquidity offered to investors and less-than-full transparency into the Alternative Investment's holdings on a timely basis. Alternative investments do not have the same regulatory reporting requirements, valuation standards, marketability, and regulatory oversight as publically traded investments and as a result, are generally considered to have an elevated degree of risk as compared to publicly traded investments. Such investments require a higher degree of suitability and the client to be an "Accredited Investor¹." We will regularly review these investments and are available to meet with clients, as determined by the client, to review their Alternative Investments and our most recent due diligence findings.

Third-Party Money Management Services

We may recommend third-party money managers ("TPMMs") to manage part or the client's entire portfolio. TPMMs may be recommended when the TPMMs' philosophy, investment strategy, and style meets the client's financial situation, investment objectives, and risk tolerance. The asset management services provided by the TPMMs, the compensation to be paid, and other terms of the relationship between the client and the TPMMs will be described in the TPMMs' disclosure documents and its managed account agreement. We will receive a portion of the investment advisory fee paid by the client to the TPMMs.

Arbor Capital Management Inc. ("Arbor Digital") is a TPMM that helps manage our clients' digital currency portfolios. Arbor Digital will have discretionary authority over these portfolios and the ability to withdraw their fees. A portion of those fees will be forwarded to the WealthPlan, please see Item 5 below. The WealthPlan will be monitoring these portfolios for performance and suitability.

Held Away Account Services

We provide an additional service for accounts not directly held in our custody but where we do have discretion and may leverage an Order Management System to implement asset allocation or rebalancing strategies on behalf of the client. These are primarily 401K accounts, 529 plans, variable annuities, and other

¹ The term "accredited investor" is defined in Rule 501 of Regulation D of the U.S. Securities and Exchange Act.

assets we do not custody. We regularly review the current holdings and available investment options in these accounts, monitor the accounts, rebalance and implement our strategies as necessary.

In cases where the client chooses to have TWP advise on assets that are not held at a qualified custodian in which TWP has an advisory relationship, TWP can provide investment management services of those held-away accounts through a third-party portfolio management provider, FeeX. Such accounts will be studied, analyzed, allocated, monitored, managed, tactically adjusted, and rebalanced when necessary and periodically reviewed by the Firm in detail on behalf of the Client, taking into account the Client's evolving individual circumstances, goals, and objectives.

Access to held away accounts is achieved by the Client permitting via a provided link through FeeX for the Firm to make asset allocation changes via the Client's online login credential. These online credentials are never made available to, or held, or stored by TWP. Access is restricted and the Firm will only have permissions to make changes to the allocation of funds or other securities in the account and will not at any time be able to adjust, add to or subtract from investment options, or any other plan policies or fees assessed by the plan or the fund providers, access the financial assets in the account, make deposits, withdrawals or distributions. The assets will be monitored by the IAR and the investment management team to insure the portfolio adherence to the investment objectives and risk tolerances of the Client. These assets are included in calculating the total assets under management when assessing the annual advisory fee.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each client are documented in our client files. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities. Agreements may not be assigned without written client consent.

Wrap Fee Programs

WealthPlan does not sponsor any wrap fee programs.

Client Assets under Management

WealthPlan, as of December 31, 2020 has \$55,514,996.04 Assets Under Management.

Item 5: Fees and Compensation

Methods of Compensation and Fee Schedule

Asset Management Fees

WealthPlan offers discretionary direct asset management services to asset management clients.

WealthPlan charges an annual asset management fee based on the fee schedule below. The schedule contains breakpoints where the entire portfolio will be charged the same asset management fee as applicable to the schedule. For example, a client with \$750,000 under management would pay \$7,425 on an annual basis. $\$750,000 \times 0.99\% = \$7,425$.

Assets Under Management	Annual Fee
Up to \$500,000	1.25%
\$500,001 to \$2,000,000	0.99%
\$2,000,001 to \$5,000,000	0.79%
\$5,000,001 to \$10,000,000	0.49%
Over \$10,000,000	0.25%

Investment management fees are billed monthly in arrears (meaning we charge you after the billing period) based on the amount of assets managed as of the close of business on the last business day of the previous month. Fees are usually deducted from a designated client account to facilitate billing. For withdrawals or deposits between billing periods, fees will be prorated based on the days services are provided during the given period. All unpaid earned fees will be due to WealthPlan. The client must consent in advance to direct debiting of their investment account.

WealthPlan, in its sole discretion, may negotiate a lesser investment advisory fee or a negotiable annual flat fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.). The fixed annual fee may exceed 3% of the account value. You may receive similar services at a lower price with another adviser. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty by providing written notice. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

Quick Start Planner

WealthPlan charges the client directly a fixed fee for financial planning and consulting that is billed 100% in advance upon signing the Financial Planning Services Agreement. Prior to the planning process, the client will be provided the total plan fee. Services are completed and delivered inside of ninety (90) days contingents upon timely delivery of all required documentation. Financial planning services are offered based on a flat fee between \$500 and \$7,500. WealthPlan reserves the right to waive the fee should the client implement the plan through WealthPlan.

Model Planner

WealthPlan charges the client directly a fixed fee for providing the model holdings and allocations. Model planning services are offered based on a flat fee that will be \$500.00 per model prior to delivery. WealthPlan reserves the right to waive the fee should the client implement the plan through WealthPlan.

Sub-Advisory Accounts

Sub-Advisory accounts are agreements that we enter with other registered investment advisors for the benefit of that specific client. Such sub-advisory agreements are normally established to fulfill specific asset class objectives required by the respective client in their statement of goals and objectives. Under these agreements, a portion of the advisory fees paid to us will be shared with the sub-advisors.

The fee schedules and account minimums vary by sub-advisor. Such sub-advisory fees may be negotiated with the sub-advisor from time-to-time by us. When such sub-advisory arrangements are made, the sub-advisory arrangement will be disclosed by us to clients by delivery of our and applicable sub-advisor's Form ADV.

Private Placement Oversight

WealthPlan charges a flat monthly or yearly administrative fee that is billed 100% in advance. The client may cancel within five (5) business days of signing Agreement with no obligation and without penalty. If the client cancels after five (5) business days, any unearned fees will be refunded to the client.

WealthPlan reserves the right to waive the fee should the client implement the plan through WealthPlan. For these services the Advisor will charge a flat 1% fee on the client's investment based on the valuation from the sponsor of the placement.

AUM	Fee
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No Limit	1%
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Third-Party Money Manager

In TPMM accounts, the adviser of the TPMM deducts the advisory fee from the client's account and will forward a portion of the fee to our firm. We urge our clients to refer to the selected TPMM's disclosure documents for exact fees and expenses charged by each such TPMM, as well as minimum account requirements, refund, and termination provisions. A complete description of each program can be found in disclosure materials prepared by the TPMM, which we will provide to the client at the time we recommend the program.

Arbor Digital will be withdrawing its fees in advance on a monthly basis. They will pay a portion of this fee to the Platform operator Blockchain Inc. and a portion of the fee to The WealthPlan.

Fee Schedule			
Arbor Digital Fees		Platform Fees	WealthPlan Fees
AUM	Fee	Up to 1% of AUM ²	1% of AUM
\$2,000,000	1%		
\$5,000,000	0.85%		
\$20,000,000	0.75%		
\$20,000,001+	0.60%		

These fees may be in excess of market rates, you may find a similar service for a lower price.

Held Away Account Services

For TWP's services provided to Held Away Accounts (accounts with Custodians other than our primary approved custodians), TWP will be paid a management fee referenced in their Investment Advisory Agreement, based on the market valuation of the Client's Account. The fee will be calculated and billed quarterly in advance when Client funds or securities have been deposited to the managed account. Fees are prorated based on the number of days service is provided during each billing period. Client Acknowledges that for the Held Away Accounts set for on the Investment Advisory Agreement, FeeX Inc. allows the Firm to be able to service the Held Away Accounts and will retain a portion of the fee collected by TWP. Below is the model fee schedule though fees are negotiable:

Assets Under Management	Annual Fee
Up to \$500,000	1.25%
\$500,001 to \$2,000,000	0.99%
\$2,000,001 to \$5,000,000	0.79%
\$5,000,001 to \$10,000,000	0.49%
Over \$10,000,000	0.25%

² The Platform Fees decrease as the total AUM allocated by the Advisor increases.

Additional Client Fees Charged

Investment Companies (e.g., open-end mutual funds, closed-end mutual funds, exchange traded funds, money market funds, hedge funds, etc..) and other pooled investment vehicles typically charge investment management fees and other expenses to their investors. These charges and fees are usually deducted on a recurring time basis from the investor's asset base invested with the respective fund. The fees and expenses generally are disclosed in the applicable fund's prospectus or Private Placement Memorandum and in their periodic financial reports to the shareholders or partners of the fund. When these funds are selected for client accounts, the client will bear a proportionate share of those fees and expenses as a shareholder of those funds. Investment management fees and other such expenses are charged by and paid to the investment company or pooled investment fund. Such fees are exclusive of and in addition to our advisory fee. We do not receive any portion of these fund commissions, fees, or costs.

Custodians may charge transaction fees on purchases or sales of certain mutual funds, equities, bonds, digital assets, crypto-currency and exchange-traded funds. These charges may include mutual fund transaction fees, postage and handling, custodial and miscellaneous fees. For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

Fees for Quick Start Planner, Private Placement Oversight and Model Planner are billed 100% in advance and are due upon signing of the Financial Planning Services Agreement. If the client cancels after five (5) business days, any unearned fees will be refunded to the client.

Other Compensation

David Warshaw is a licensed insurance agent through his solely owned company WealthPlan Risk Management LLC ("WPRM"). In this capacity, WPRM may recommend insurance and annuity products and receive normal commissions if products are purchased in this capacity. Thus, a conflict of interest exists between the interests of these individuals and those of WealthPlan clients, creating an incentive for WPRM to recommend products based on the compensation received rather than on a client's needs. However, clients are under no obligation to act upon any of these recommendations. Although our recommendations may include products offered by third parties, these recommendations are not limited to such products as all financial planning advice provided is of a generic nature. Clients have the option to purchase insurance products recommended by WPRM through other agents not affiliated with our firm. Please refer to Item 10 of this Brochure for a more detailed explanation of how our firm handles and mitigates these conflicts of interest.

Item 6: Performance-Based Fees and Side-by-Side Management

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities. WealthPlan does not use a performance-based fee structure because of the conflict of interest. Performance-based compensation may create an incentive for WealthPlan to recommend an investment that may carry a higher degree of risk to the client.

Item 7: Types of Clients

Description

WealthPlan generally provides investment advice to individuals, high net worth individuals, trusts, estates, corporations, or business entities. Client relationships vary in scope and length of service.

Account Minimums

WealthPlan does not require a minimum to open an account.

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

Methods of Analysis

Security analysis methods may include fundamental analysis and technical analysis. Investing in securities involves risk of loss that clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns, and if these patterns can be identified, then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

In developing a financial plan for a client, WealthPlan's analysis may include cash flow analysis, investment planning, risk management, tax planning, and estate planning. Based on the information gathered, a detailed strategy is tailored to the client's specific situation. The primary sources of information may include financial newspapers, magazines, articles, prospectuses, and outside research from third parties.

Investment Strategy

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time by providing written notice to WealthPlan. Each client executes a client profile form or similar form that documents their objectives and their desired investment strategy. Other strategies may include long-term purchases, short-term purchases, and trading.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with WealthPlan:

- **Market Risk:** The prices of securities held by mutual funds and exchange-traded funds (ETFs) in which clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by a fund; conditions affecting the general economy; overall market changes; local, regional, or global political, social, or economic instability; and currency, interest rate, and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Inflation Risk:** When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e., interest rate). This primarily relates to fixed income securities.
- **Liquidity Risk:** Liquidity is the ability to convert an investment into cash readily. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Management Risk:** The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the client's portfolio may suffer.
- **Equity Risk:** Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- **Fixed Income Risk:** The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed-income securities held by a fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.
- **Investment Companies Risk:** When a client invests in open-end mutual funds or ETFs, the client indirectly bears their proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETFs shares may trade at a market price that is above or below their net asset value or (ii) trading of an ETFs shares may be halted if the listing exchange's officials deem such action appropriate, the shares are delisted from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The adviser has no control over the risks taken by the underlying funds in which the client invests.
- **REIT Risk:** To the extent that a client invests in REITs, it is subject to risks generally associated with investing in real estate, such as (i) possible declines in the value of real estate, (ii) adverse general and local economic conditions, (iii) possible lack of availability of mortgage funds, (iv) changes in

interest rates, and (v) environmental problems. In addition, REITs are subject to certain other risks related specifically to their structure and focus such as: dependency upon management skills; limited diversification; the risks of locating and managing financing for projects; heavy cash flow dependency; possible default by borrowers; the costs and potential losses of self-liquidation of one or more holdings; the possibility of failing to maintain exemptions from securities registration; and, in many cases, relatively small market capitalization, which may result in less market liquidity and greater price volatility.

- **Foreign Securities Risk:** Funds in which clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- **Long-term purchases:** Long-term investments are those vehicles purchased with the intention of being held for more than one year. Typically, the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.
- **Short-term purchases:** Short-term investments are typically held for one year or less. Generally, there is not a high expectation for a return or an increase in value. Typically, short-term investments are purchased for the relatively greater degree of principal protection they are designed to provide. Short-term investment vehicles may be subject to purchasing power risk — the risk that your investment's return will not keep up with inflation.
- **Trading risk:** Investing involves risk, including possible loss of principal. There is no assurance that the investment objective of any fund or investment will be achieved.
- **Cryptocurrency Risk:** Cryptocurrency, often referred to as “virtual currency”, “digital currency”, or “digital assets,” operates as a decentralized, peer-to-peer financial exchange and value storage that is used as currency. Clients may have exposure to cryptocurrency through various investment vehicles. Cryptocurrency operates without central authority or banks and is not backed by any government. As a result of holding cryptocurrency, certain holdings may be traded at a significant premium of Net Asset Valuation. Governments may restrict the use or exchange of cryptocurrency, and regulation in the U.S. is still under development. Cryptocurrency exchanges may stop operating or permanently shut down due to fraud, technical glitches, hackers, or malware. Any threatened action that reduces confidence in a network's long-term ability to hold and transfer cryptocurrency may affect investments in cryptocurrencies.
- **Alternative Investment Risk:** Investing in alternative investments is speculative, not suitable for all clients, and intended for experienced and sophisticated investors who are willing to bear the high economic risks of the investment, which can include:

- Loss of all or a substantial portion of the investment due to leveraging, short-selling, or other speculative investment practices
- Lack of liquidity in that there may be no secondary market for the fund, and none expected to develop
- Volatility of returns
- Absence of information regarding valuations and pricing
- Delays in tax reporting
- Less regulation and higher fees than mutual funds

Item 9: Disciplinary Information

Criminal or Civil Actions

WealthPlan and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

WealthPlan and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

WealthPlan and its management have not been involved in legal or disciplinary events that are material to a Client's or prospective client's evaluation of WealthPlan or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

WealthPlan is not registered as a broker-dealer, and no affiliated representatives of WealthPlan are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither WealthPlan nor its affiliated representatives are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest Managing Member

David Warshaw is also an insurance agent licensed to sell insurance products through his solely owned company WealthPlan Risk Management LLC ("WPRM"). A conflict of interest exists in that these services pay a commission, which conflicts with the WealthPlan's fiduciary duties. WealthPlan does not require its investment advisor representatives ("IARs") to implement insurance product recommendations through WPRM. Clients have the right to implement insurance product recommendations through an insurance agency and (or) agent of their choice. WealthPlan requires that the IAR disclose this conflict of interest when such recommendations are made and that clients can purchase insurance products from individuals not affiliated with us.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

We may recommend or select sub-advisors for our clients and pay compensation to the third-party via a fee share; thus, a material conflict of interest exists between our interests and those of our clients in that WealthPlan has an incentive to direct clients to sub-advisors that provide us with a larger fee split.

WealthPlan will always act in the best interest of our clients when making recommendations or selecting sub-advisors. The client always has the right to decide whether to act on our recommendations and whether to utilize the services of the recommended sub-advisor. The client always has the right to utilize the professional of his or her choice. All sub-advisors will be properly licensed and registered as investment advisers in the proper jurisdictions. The fees shared will not exceed any limit imposed by any regulatory agency.

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

Code of Ethics Description

The affiliated persons (affiliated persons include employees and/or independent contractors) of WealthPlan have committed to a Code of Ethics (“Code”). The purpose of our Code is to set forth standards of conduct expected of WealthPlan affiliated persons and addresses conflicts that may arise. The Code defines acceptable behavior for affiliated persons of WealthPlan. The Code reflects WealthPlan and its supervised persons’ responsibility to act in the best interest of their client.

One area which the Code addresses is when affiliated persons buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our clients. We do not allow any affiliated persons to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

WealthPlan’s policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other affiliated person, officer, or director of WealthPlan may recommend any transaction in a security or its derivative to advisory clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

WealthPlan’s Code is based on the guiding principle that the interests of the client are our top priority. WealthPlan’s officers, directors, advisors, and other affiliated persons have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When a conflict arises, it is our obligation to put the client’s interests over the interests of either affiliated persons or the company. WealthPlan will provide a copy of the Code of Ethics to any client or prospective client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

WealthPlan and its affiliated persons do not recommend to clients’ securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

WealthPlan and its affiliated persons may buy or sell securities that are also held by clients. In order to mitigate conflicts of interest such as trading ahead of client transactions, affiliated persons are required to disclose all reportable securities transactions as well as provide WealthPlan with copies of their brokerage statements.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

WealthPlan does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended, and therefore no conflicts of interest exist. However, affiliated persons may buy or sell securities at the same time they buy or sell securities for clients. In order to mitigate conflicts of interest such as front running, affiliated persons are required to disclose all reportable securities transactions as well as provide WealthPlan with copies of their brokerage statements. The owner of The WealthPlan may hold securities or have a financial interest in what The WealthPlan recommends to clients.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

WealthPlan will recommend the use of a particular broker-dealer. WealthPlan will select appropriate brokers based on several factors, including but not limited to their relatively low transaction fees and reporting ability. WealthPlan relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any custodial fees in addition to the advisory fee charged by WealthPlan.

Directed Brokerage

WealthPlan does not allow directed brokerage accounts. Directing brokerage may cost clients more money in that the client may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices.

Best Execution

Investment advisors who manage or supervise client portfolios have a fiduciary obligation of best execution. The determination of what may constitute best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is effected, the ability to affect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. The Firm does not receive any portion of the trading fees.

Soft Dollar Arrangements

We do not receive soft dollar benefits from broker/dealers.

Aggregating Securities Transactions for Client Accounts

WealthPlan is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other clients of WealthPlan. All clients participating in the aggregated order shall receive an average share price with all other transaction costs shared on a pro-rated basis.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Account reviews are performed annually by the Chief Compliance Officer of WealthPlan. Account reviews are performed more frequently when market conditions dictate. Reviews of client accounts include, but are not limited to, verifying ongoing suitability, investment objectives, time horizon, and risk tolerance needs are being met. Additionally, reviews will be conducted to ensure allocations are aligned with the model's objectives.

For Asset Management, financial plans are updated as requested by the client. For Quick Start Planner Clients, Model Planner Clients, and Private Placement Oversight clients, the update will begin once a new or amended agreement is signed. WealthPlan suggests updating financial plans at least annually.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger an account review are changes in the tax laws, new investment information, and changes in a client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts from their qualified custodians. The client will receive confirmations of each transaction in their account(s) from their custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

WealthPlan does not receive any economic benefits from external sources.

Advisory Firm Payments for Client Referrals

WealthPlan does not compensate for client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to client at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to any documentation or reports prepared by WealthPlan. WealthPlan is deemed to have limited custody solely because advisory fees are directly deducted from client's accounts by the custodian on behalf of WealthPlan.

WealthPlan has authority to transfer money from client account(s), which constitutes a standing letter of authorization (SLOA). Accordingly, WealthPlan will follow the safeguards specified by the SEC rather than undergo an annual audit.

Item 16: Investment Discretion

Discretionary Authority For Trading

WealthPlan requires discretionary authority to manage securities accounts on behalf of clients. Upon receiving your written authorization via our executed Asset Management agreement, we will maintain

trading authorization over your designated account and may also implement trades on a discretionary basis. Discretionary authority allows the WealthPlan to determine, without obtaining specific client's consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. WealthPlan allows the client to place certain restrictions. These restrictions must be provided to WealthPlan in writing. The client approves the custodian to be used and the commission rates paid to the custodian. WealthPlan does not receive any portion of the transaction fees or commissions paid by the client to the custodian.

Item 17: Voting Client Securities

Proxy Votes

WealthPlan does not vote proxies on securities. Clients are expected to vote their own proxies. The client will receive their proxies directly from the custodian of their account or from a transfer agent. When assistance on voting proxies is requested, WealthPlan will not provide recommendations to the client. If a conflict of interest exists, it will be disclosed to the client.

Item 18: Financial Information

Balance Sheet

We will not require a fee of \$500 or more to be paid six months or more in advance. We are not required to include a balance sheet for our most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

WealthPlan has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

WealthPlan has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State Registered Advisers

Educational Background and Business Experience of Principal Officers

David Warshaw is the sole owner and principal for TWP. For information regarding Mr. Warshaw's educational background and business experience, please see the brochure supplement supplied as Part 2B.

Other Business Activities of Principal Officer

Please see the brochure supplement supplied as Part 2B.

Performance-Based Fees

TWP's IARs do not currently charge any performance-based fees (fees based on a share of capital gains or capital appreciation of the assets of a client).

Disciplinary Information

TWP's IARs are not subject to any arbitration claim or found liable in a civil, self-regulatory, or administrative proceeding.

Material Relationships with Issues of Securities

Neither TWP nor its IARs has any relationship or arrangement with issuers of securities.

Item 1 Cover Page
SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

David Warshaw, CFP®, ChFC®, CLU®



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This brochure supplement provides information about David Warshaw and supplements the The WealthPlan LLC brochure. You should have received a copy of that brochure. Please contact David Warshaw if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about David Warshaw (CRD #4702122) is available on the SEC's website at www.adviserinfo.sec.gov.

September 29, 2021

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer – David Warshaw, CFP®, ChFC®, CLU®

- Year of birth: 1981
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Item 2 - Educational Background and Business Experience

Educational Background:

- Washington University; BSBA – Finance/Accounting; 2003

Business Experience:

- The WealthPlan LLC; Investment Advisor Representative; 02/2020 – Present
- The WealthPlan LLC; Managing Member/Insurance Agent; 03/2016 – Present
- Blueprint Wealth Alliance, LLC; Investment Advisor Representative; 03/2018 – 02/2020
- American Portfolios Advisors, Inc.; Investment Advisor Representative/Registered Representative; 10/2010 – 01/2017
- Ameriprise Financial Services, Inc.; Registered Representative; 10/2003 – 10/2010

Professional Certifications

David Warshaw has earned certifications and credentials that are required to be explained in further detail.

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

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

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

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;

- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

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

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Chartered Financial Consultant® (ChFC®): Chartered Financial Consultant (ChFC®) is a designation issued by the American College. ChFC® designation requirements:

- Complete ChFC® coursework within five years from the date of initial enrollment.
- Pass the exams for all required elective courses. A minimum score of 70% must be achieved to pass.
- Meet the experience requirements: Three years of full-time business experience within the five years preceding the date of the award. An undergraduate or graduate degree from an accredited educational institution qualifies as one year of business experience.
- Take the Professional Ethics Pledge.
- When you achieve your ChFC® designation, you must earn 30 hours of continuing education credit every two years.

Chartered Life Underwriter (CLU®): Chartered Life Underwriter is a designation granted by the American College. CLU® designation requirements:

- Successfully complete CLU® coursework: five required and three elective courses.
- Meet the experience requirements: Three years of business experience immediately preceding the date of the use of the designation are required. An undergraduate or graduate degree from an accredited education institution qualifies as one year of business experience.
- Take the Professional Ethics Pledge.
- When you achieve the CLU® designation, you must complete 30 hours of continuing education credit every two years.

Item 3 - Disciplinary Information

- A. Mr. Warshaw has never been involved in a criminal or civil action in a domestic, foreign or military court of competent jurisdiction for which he:
 - 1. Was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) misdemeanor that involved investments or an investment-related business, fraud, false statement or omissions, wrongful taking of property, bribery, perjury, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
 - 2. Is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
 - 3. Was found to have been involved in a violation of an investment-related statute or regulation; or
 - 4. Was the subject of any order, judgement or decree permanently or temporarily enjoining, or otherwise limiting, him from engaging in any investment related activity, or from violating any investment-related statute, rule, or order.
- B. Mr. Warshaw never had an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which he:
 - 1. Was found to have caused an investment-related business to lose its authorization to do business; or the subject of an order by the agency or authority;
 - 2. Was found to have been involved in a violation of an investment-related statute or regulation or was the subject of an order by the agency or authority (a) denying, suspending or revoking the authorization of the supervised person to act in an investment-related business; (b) barring or suspending his association with an investment-related business; (c) otherwise significantly limiting his investment-related activities; or (d) imposing a civil money penalty of more than \$2,500 on him.
- C. Mr. Warshaw has never been the subject of a self-regulatory organization (SRO) proceeding in which he:
 - 1. Was found to have caused an investment-related business to lose its authorization to do business; or
 - 2. Was found to have been involved in a violation of the SRO's rules and was: (a) barred or suspended from membership or from association with other members or was expelled from membership; (b) otherwise significantly limited from investment-related activities; or (c) fined more than \$2,500.
- D. Mr. Warshaw has not been involved in Any other hearing or formal adjudication in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct.

Item 4 - Other Business Activities Engaged In

David Warshaw is a licensed insurance agent. Approximately 5% of his time is spent on this activity. He will offer Clients products or services from this activity and receive separate compensation.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products or services. Clients have the option to purchase these products or services through another insurance agent of their choosing.

This practice represents a conflict of interest because it gives an incentive to recommend products or services based on the compensation amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products or services. Clients have the option to purchase these products or services through another alternative investment consultant of their choosing.

Item 5 - Additional Compensation

David Warshaw receives commissions on the insurance he sells and compensation for consulting on alternative investments. He does not receive any performance-based fees.

Item 6 - Supervision

Since David Warshaw is the sole owner and investment adviser representative of WealthPlan he is solely responsible for all supervision and formulation and monitoring of investment advice offered to Clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual. He can be reached at 516-400-7111 or david@thewealthplan.com.

Item 7 - Requirements for State Registered Advisers

- A. David Warshaw has not been involved in an award or found liable in any arbitration claim or in any civil, self-regulatory organization or administrative proceedings.
- B. David Warshaw has not been the subject of a bankruptcy petition.