

FORM ADV PART 2A (FIRM BROCHURE)

**Axecap Investments LLC
D/B/A 365 Wealth Management Group**

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March 30, 2024

Item 1 Cover Page

This brochure provides information about the qualifications and business practices of Axecap Investments LLC doing business as 365 Wealth Management Group. If you have any questions about the contents of this brochure, please contact us at (513) 880-0002. 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 Axecap Investments, LLC/365 Wealth Management Group is available on the SEC's website at www.adviserinfo.sec.gov.

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.

Axecap Investments, LLC/365 Wealth Management Group is a registered investment adviser. Registration with the United States Securities and Exchange Commission and/or any state securities authority does not imply a certain level of skill or training.

Item 2 Material Changes

The Firm is required to discuss any material changes that have been made to Form ADV since the last Annual Amendment. Material changes relate to Financial Insight's policies, practices, or conflicts of interests.

Since the last Annual Amendment filing, the Firm has the following material change to report:

- Brian Petraitis now serves as Chief Compliance Officer.
- Item 4: The firm now offers a Turnkey Asset Management Platform ("TAMP")
- Item 4: The firm now offers Retirement Account Participant Management Services

Full Brochure Availability

The Firm Brochure for Axecap Investments, LLC/365 Wealth Management Group is available by contacting us at (513) 880-0002 or via e-mail at compliance@365wmq.com. We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

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Item 4 Advisory Business

Firm Description

Axecap Investments, LLC, doing business as 365 Wealth Management Group (“365WMG”) is a registered investment adviser primarily based in Mason, Ohio. We are organized as a limited liability corporation under the laws of the State of Ohio. We have been providing investment advisory services since 2021.

Principal Owners

Axecap Investments LLC doing business as 365 Wealth Management Group is owned by William M. “Will” Haase (100%).

Types of Advisory Services

Asset Management Services

365WMG provides asset management services to individuals, high net worth individuals, pensions and profit sharing plans. We are committed to being a fiduciary for our customers by placing the client’s interests first. We will add value to the asset management process and earn the client’s trust and respect. We will meet with you initially to conduct an assessment of your financial status, risk tolerance and goals so we can advise you on investments in your portfolio at the inception of our relationship based on our understanding of your particular needs. As part of the investment management process, 365WMG may recommend other advisors and their investment models.

401(k) and Retirement Plan Investment Advisor Services

365WMG will work with Companies or the designated Trustees of a retirement plan to help pick and/or monitor performance of investment options for retirement plan participants.

Retirement Account Participant Management Services

365WMG will manage and trade clients' retirement accounts including 401(k)s and 403(b)s as part of a holistic portfolio while custody of funds remains with the sponsoring plan provider.

Financial Planning and Investment Consulting Services

365WMG will provide financial planning services at an agreed upon flat rate as agreed upon in the Financial Planning contract. Financial planning advice includes, but is not limited to: Estate Planning, Asset Protection and any other matter which affects your finances. Clients that are Asset Management clients may receive financial planning services as part of the asset management process with no additional fee being charged.

Turnkey Asset Management Platform (“TAMP”)

365 WMG operates a Turnkey Asset Management Platform (“TAMP”) and provides advisory tools that investment advisors rely on for managing their client accounts. In a TAMP, clients typically work directly with their primary investment advisor to determine their investment needs given their unique circumstances. The primary investment advisor then relies on 365 WMG to purchase and sell securities, monitor investments, and perform various other functions. This enables investment advisors to focus their efforts on the individual needs of their clients. Typically, advisors will engage with 365 WMG in a sub-advisory capacity, however in certain circumstances clients will work directly with 365 WMG.

Tailored Relationships

We will work with our clients that have specific needs to tailor portfolios to meet their investment parameters, time horizon, risk tolerance, and return objectives. This is done as part of the assessment conducted by 365WMG.

You may request that we refrain from investing in either particular securities or certain types of securities. You must provide these restrictions to our firm in writing. Clients may impose reasonable restrictions or mandates on the management of their account (e.g., require that a portion of their assets be invested in socially responsible funds) if, in 365WMG's sole discretion, the conditions will not materially impact the performance of a portfolio strategy or prove overly burdensome to its management efforts.

Wrap Fee Programs

Axecap Investments, LLC/365WMG offers a wrap fee program. If your 365WMG account(s) is held at Charles Schwab it is a wrap fee account(s).

Assets Under Management

As of December 31st, 2023, we manage \$128,609,995 in client assets on a discretionary basis, and \$21,404,108 on a non-discretionary basis.

Prior to introducing clients to another IA, the firm will ensure the other investment adviser is properly licensed, notice filed, or exempt from registration in the client state of residence.

If a copy of the Brochure Documents are not provided to the client at least 48 hours prior to signing the contract(s), then the client has five business days in which to cancel the contract without penalty.

Item 5 Fees and Compensation

Description & Fee Billing

Investment management services are provided based on a written agreement. The agreement includes fee schedules, and advisory fees are generally payable monthly based upon the net value of the account on the last business day of the month. For accounts opened during the month, the net value of assets contributed to the account serves as the basis for the fees for that month which is calculated on a prorated basis.

As part of the written agreement, Client authorizes the custodian to deduct 365WMG's fee directly from the account upon presentation of an appropriate invoice showing the calculation of the fee. Fees are based solely upon a percentage of assets under management or being advised on.

365WMG Asset Management Program Fees. Fees are based on the net asset value of each client's account in as set forth in the client's agreement. The progressive fee schedule is:

Account Valuation	Maximum Allowable Annual Fee
\$0 - \$500,000	1.50%
\$500,001 - \$1,000,000	1.25%
\$1,000,001 - \$2,000,000	1.00%
\$2,000,001 - \$3,000,000	0.75%
Over \$3,000,001	Negotiable

For example, if your account is \$2.5 million in value, the quarterly/monthly fee is calculated by multiplying \$500,000 by .0150 = \$7,500, multiply \$500,000 by .0125 = \$6,250, multiply \$1,000,000 by .0100 = \$10,000, multiply \$500,000 by .0075 = \$3,750 then take the total sum (\$7,500 + \$6,250 + \$10,000 + \$3,750 = \$27,500) and divide by 12 for your monthly fee = \$2,291.67. All of your accounts are grouped when determining fees.

Accounts where Charles Schwab is the Custodian are billed in arrears monthly based on month-end balance.

365WMG Performance Based Asset Management Program Fees. Fees are based on the net asset value of each client's account in as set forth in the client's agreement. The fee schedule is:

Account Valuation	Maximum Allowable Annual Fee
\$0 - 3,000,000	0% Monthly + Up to 20% Annually

Over \$3,000,001	0% Monthly + Up to 20% Annually
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This fee schedule for this type of account is 0% Monthly Management Fee and up to 20% of profit, subject to the High Watermark Rule. The High Watermark is established each year at year end if there is an account increase. The timing to collect the fee is at the calendar year end or closure of the account. Performance Based Accounts do not pay performance fees if the account declines in value over the year. Withdrawals from the account will reduce the amount subject to the High Watermark Rule.

For example, on January 2nd the account is opened with \$1,000,000.00 and 20% performance fee:

This account does not pay monthly or quarterly investment management fees.

On December 31st if the account is valued at \$1,200,000.00 (\$200,000 value increase over the prior year High Watermark or opening value) the fees are calculated as follows:

The performance fee would be $\$200,000 \times 20\% = \$40,000.00$

On January 1st, the following year the High Watermark will be \$1,200,000 so the account has to end the year above \$1,200,000 in order for the advisor to earn the performance based management fee.

365WMG reserves the right to discount fees. Any fee discounts will be noted and/or included in the fee schedule of the Investment Advisory Agreement.

401(k) and Retirement Plan Investment Advisor Services

401(k) and Retirement Plan investment advisory services are provided based on written agreement. The agreement includes the annual fee amount and services to be provided. Advisory fees are paid monthly in arrears based upon the net value of the account on the last business day of the month. For retirement plans opened or terminated during the or month, the value of the retirement plan will be charged at month end on a prorated basis.

As part of the written agreement, Client authorizes the custodian to deduct 365WMG's fee directly from the plan account upon acceptance of those terms in the contract or upon presentation of an appropriate invoice showing the calculation of the fee. Fees are based upon a percentage of retirement plan assets. Annual fee of basis points (or %) per year based on the following:

The fee schedule is:

Account Valuation	Maximum Allowable Annual Fee
\$0 - \$1,000,000	1.00%
\$1,000,001 - \$5,000,000	0.50%
\$5,000,001 - \$10,000,000	0.25%
Over \$10,000,001	Negotiable

For example, if your account is \$2.5 million in value, monthly fee is calculated by multiplying \$2,500,000 by .0050 = \$12,250. Then take the total sum (\$12,250) and divide by 12 for your monthly fee - \$1,041.67.

Financial Planning and Investment Consulting Services

365WMG will provide financial planning services at \$500.00 per hour as agreed upon in the Financial Planning contract. Financial planning advice includes, but is not limited to: Estate Planning, Asset Protection and any other matter which affects your finances. The minimum Fee for Financial Planning or Financial Consulting is \$500.00. We may require a retainer of fifty percent (50%) of the estimated total financial planning or consulting fee (not to exceed \$500) with the remainder of the fee directly billed to you at time of delivery of your financial plan or due to us within thirty (30) days of your consultation services rendered to you. This fee can be deducted from your account if we provide Asset Management Services. Clients that are Asset Management clients may receive financial planning services as part of the asset management process with no additional fee being charged.

Other Fees and Expenses

Our advisory fees are separate from charges assessed by third parties such as broker dealers, custodians and mutual fund companies. You do not pay transaction fees under the wrap fee program in your Charles Schwab accounts. For Custodians and broker dealers other than Charles Schwab, you may be charged brokerage and other transaction costs charged by either broker dealers executing transactions or custodians maintaining your assets. These costs are in addition to the advisory fees paid to 365WMG and are not negotiable. Investment advisor clients that hold mutual funds in their portfolio(s) will also pay investment management fees and/or administrative fees. These fees are paid to the managers of the fund for their role in managing the fund(s) on a daily basis. Mutual funds, variable annuities and or other platforms may assess other fees and expenses such as 12B-1 fees or commissions in connection with the placement of your funds. To fully understand the total cost you will incur, you should review the prospectus for all the fees charged by mutual funds, exchange traded funds, our firm, and others. 365WMG pays any ticket charges charged by Charles Schwab. For information on our brokerage practices, please refer to the *Brokerage Practices* section of this brochure.

Fees Paid In Advance

For Financial Planning and Consulting services, these type of services may require a deposit of 50% of the estimated fee up to \$500.00.

When a third-party investment adviser is used, total client fees will not exceed 3% of Assets under Management.

Clients may terminate their advisory contract with 365WMG in writing, signed receipt required, at any time, and fees will be charged on a pro-rated basis through the end of the billing period. We may terminate relationships with clients, in writing, upon 30 days notice and will charge fees on a pro-rated basis through the end of the calendar quarter/month. For purposes of calculating financial planning and consulting refunds, all work performed by us up to the point of termination shall be calculated at our hourly rate of \$250 or hourly rate currently in effect. You will receive a pro rata refund of unearned fees based on the time and effort expended by our firm and IAR.

For Individuals - Your death will not terminate the Investment Management Agreement or authority granted to our firm to charge for management fees until we have received actual written notification of your death.

Additional Compensation for the Sale of Securities or Other Investment Products

365WMG does not receive compensation for the sale of securities or other investment products.

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

Sharing of Capital Gains or Appreciation

We may charge performance-based fees to "qualified clients" (clients who meet the Accredited Investor qualification of Regulation D), immediately after entering an agreement for our services.

Performance-based fees are fees based on a share of capital gains or capital appreciation of a client's account. The amount of the performance-based fee we charge is described in the Item 5 – Fees and Compensation section in this Brochure.

We manage accounts that are charged performance-based fees while at the same time managing accounts (perhaps with similar objectives) that are not charged performance-based fees ("side-by-side management"). Performance-based fees and side-by-side management may create conflicts of interest, which we have identified and described in the following paragraphs.

Performance-based fees may create an incentive for our firm to make investments that are riskier or more speculative than would be the case absent a performance fee arrangement. To address this potential conflict of interest, our firm frequently reviews client accounts to ensure that investments are suitable and that the account is being managed according to the client's investment objectives and risk tolerance.

Performance based fees may also create an incentive for our firm to overvalue investments which lack a market quotation. To address this potential conflict of interest, we have adopted policies and procedures that require our firm to "fairly value" any investments which do not have a readily ascertainable value.

Side-by-side management might provide an incentive for our firm to favor accounts for which we receive a performance-based fee. For example, we may have an incentive to allocate limited investment opportunities, such as initial public offerings, to clients who are charged performance-based fees over clients who are charged asset-based fees only. To address this potential conflict of interest, we have instituted policies and procedures that require our firm to allocate investment opportunities (if they are suitable) in order to avoid favoritism among our clients, regardless of whether the client is charged performance fees.

Our fees are calculated as described in *Item 5 Fees and Compensation*, above.

Item 7 Types of Clients

Description

We provide portfolio management services to individuals, high net worth individuals, charitable organizations, banking/thrift organizations, corporations, insurance companies, pensions and profit sharing plans.

Account Minimums

There are no account minimums.

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

365WMG will explore and consider investments in various securities such as mutual funds, exchange traded funds, closed end funds, common stocks, preferred stocks, and corporate, municipal and government issued fixed income securities. Exposure to foreign companies and economies may be employed to take advantage of growth opportunities in other regions of the world.

Equity Investments

365WMG uses a multi-factor model to make equity investment decisions. The multi-factor model employed by 365WMG seeks to find equities that perform favorably under scrutiny from fundamental analysis, technical analysis, and quantitative analysis.

Fundamental Analysis involves analyzing a company's financial statements and health, its management and competitive advantages, and its competitors and markets. Fundamental analysis is performed on historical and present data, but with the goal of making financial forecasts. There are several possible objectives: to conduct a company stock valuation and predict its probable price evolution; to make a projection on its business performance; to evaluate its management and make internal business decisions; and to calculate its credit risk. Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating stock. 365WMG uses the research reports published by various research providers and key financial ratios to evaluate individual equities based on fundamental analysis.

Technical analysis is a method of evaluating securities by relying on the assumption that market data, such as charts of price, volume and open interest can help predict future (usually short-term) market trends. Technical analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall. The technical indicators that may be considered include, but are not limited to, price, volume, momentum, relative strength, sector/group strength and moving averages. Technical analysis does not consider the underlying financial condition of a company. This presents a risk that a poorly managed or financially unsound company may underperform regardless of market movement.

Quantitative analysis is an approach that emphasizes mathematical and statistical analysis to help determine the value of a financial asset. Quantitative analysis uses a variety of data-including historical investment and market data-to develop trading algorithms and computer models. The goal of quantitative analysis is to use quantifiable statistics and metrics to assist investors in making effective investment decisions.

Fixed Income Investments

The 365WMG generally uses mutual funds, exchange traded funds and closed end funds to invest in the fixed income markets. In certain cases, 365WMG will consider individual issues of corporate, municipal and government issued debt for client portfolios.

Investment Strategies

Various investment strategies can be employed in our programs and when providing advisory services including long-term purchases (securities held for at least one year), short-term purchases (securities sold within one year), trading securities (securities sold within 30 days or less), short sales, margin transactions, and derivatives.

Our investment strategies are customized and focus on your specific goals and objectives. Investment strategies and philosophies used in our programs vary based on the advice provided by your representatives. Models and strategies used by one representative can be different than those utilized by another representative. Some models and strategies are generally applied to clients based on risk tolerance while others will be individualized for each client.

Your representative is responsible for determining the applicable investment strategies used with your accounts. He or she is also responsible for monitoring your portfolios and, when appropriate, reallocating or rebalancing portfolios based on changing market conditions, changes to your individual

circumstances, or other factors. Our Firm manages accounts on a discretionary basis; as such, reallocations are implemented without prior notice or approval from you. If circumstances within your individual situation change, you should notify your representative who will then assist you in revising your current strategy.

It is important to understand the concept and risks inherent in exchanging an investment from one position to another. Investment decisions may result in profit and others in losses. 365WMG and your investment advisor representative cannot guarantee against losses, or that the objectives of any program will be achieved. Further, exchanges in investments often have associated tax consequences unless you are invested in a qualified plan or account.

Risk of Loss

365WMG's investment activities may involve a significant degree of risk. The performance of any investment is subject to numerous factors which are neither within the control of nor predictable by 365WMG. Such factors include a wide range of economic, political, competitive, technological and other conditions (including acts of terrorism, war and natural disaster) that may affect investments in general or specific industries or companies. The securities markets may be volatile, which may adversely affect the ability of 365WMG to realize profits. As a result of the nature of 365WMG's investing activities, it is possible that the financial performance may fluctuate over time and from period to period. We want you to understand that there are inherent risks associated with investing and depending on the risk occurrence; you may suffer loss of all or part of your principal investment.

Market or Interest Rate Risk

The prices of most fixed income securities move in the opposite direction of interest rates. For example, as interest rates rise, the prices of fixed income securities fall. Changes in interest rates will affect the values of fixed income securities.

Item 9 Disciplinary Information

Legal and Disciplinary

Registered Investment Advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of 365WMG and the integrity of our management of your assets. We have no information that applies to this item.

Criminal or Civil Action

Registered Investment Advisors are required to disclose all material facts regarding any criminal or civil action events that would be material to your evaluation of 365WMG and the integrity of our management of your assets. We have no information that applies to this item.

Administrative Proceeding

Registered Investment Advisors are required to disclose all material facts regarding any administrative proceeding that would be material to your evaluation of 365WMG and the integrity of our management of your assets. We have no information that applies to this item.

Self-Regulatory Proceeding

Registered Investment Advisors are required to disclose all material facts regarding any Self-Regulatory Organization proceedings that would be material to your evaluation of 365WMG and the integrity of our management of your assets. We have no information that applies to this item.

Item 10 Other Financial Industry Activities and Affiliations

Broker-Dealer or Registered Representative Registrations

The investment advisor representatives of 365WMG are registered representatives of a broker dealer. 365WMG is not affiliated with a broker dealer.

Futures Commission Merchant, Commodity Pool Operator, Commodity Trading Adviser or Associated Person

365WMG and our staff are not affiliated with a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Adviser.

Material Relationships or Arrangements with Financial Industry

365WMG has no other material relationships or arrangements with the financial industry.

Recommend or Select Other Investment Advisers

365WMG may recommend or select other investment advisors for our clients. The firm may use third party money managers and investment models provided to 365WMG to help clients achieve their investment goals. If another advisor is selected, you may be required to sign an additional agreement that will include a schedule of any fees that will be charged.

Insurance Affiliations

Our staff are also insurance agents appointed with various insurance companies. Investment advisor representatives when acting in an insurance agent capacity are eligible to receive insurance commissions surrounding the sales of insurance products sold through an insurance company. Registered Investment Advisor representatives may not act as insurance agents unless they are registered as insurance agents in the client's home state. 365WMG is not an affiliate of an insurance company.

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

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for persons associated with our firm. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing. All persons associated with our firm are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at 365WMG must acknowledge the terms of the Code of Ethics annually, or as amended.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

Recommend Securities with Material Financial Interest

365WMG and its investment advisor representatives do not have any material financial interest in any public companies. Neither our firm nor any persons associated with our firm has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this brochure.

Invest in Same Securities Recommended to Clients

A 365WMG staff member may invest in the same securities as recommended to clients under the firm personal trading policy listed below. Because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell securities for you at the same time we or persons associated with our firm buy or sell such securities for staff member accounts. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our firm nor persons associated with our firm shall have priority over your account in the purchase or sale of securities. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of 365WMG will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Item 12 Brokerage Practices

The primary custodian / broker-dealer the firm utilizes is Charles Schwab. 365WMG recommends brokers, dealers or custodians to effect portfolio transactions. In doing so, consideration is given to the proven integrity and financial responsibility of the various firms as well as to their demonstrated execution experience and capability generally and regarding particular markets or securities as well as to the competitiveness of the commission rates they charge. 365WMG may manage accounts held at other Custodians.

Research and Other Soft Dollar Benefits

365WMG does not receive non-cash compensation from investment companies, custodians, or third-party vendors in the capacity of an investment advisor.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

You may utilize the broker-dealer of your choice and have no obligation to purchase or sell securities through such broker as we recommend.

In limited circumstances, and at our discretion, some clients may instruct our firm to use one or more particular brokers for the transactions in their accounts. If you choose to direct our firm to use a particular broker, you should understand that this might prevent our firm from effectively negotiating brokerage commissions on your behalf. This practice may also prevent our firm from obtaining favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise

obtain for you.

Order Aggregation or Block Trades

We may combine multiple orders for shares of the same securities purchased for advisory accounts we manage (the practice of combining multiple orders for shares of the same securities is commonly referred to as "block trading").

Item 13 Review of Accounts

Periodic Reviews

365WMG will monitor your accounts on an ongoing basis and will conduct formal account reviews at least annually or upon your request. The reviews are designed to ensure the advisory services provided to you, and the portfolio mix, are consistent with your stated investment needs and objectives.

Review Triggers

Additional reviews may be conducted based on various circumstances, including, but not limited to:

- contributions and withdrawals,
- year-end tax planning,
- market moving events,
- security specific events, and/or,
- changes in your risk/return objectives.

Account Reports

The custodian(s) will provide you with account statements, accessible online, reflecting the transactions occurring in your accounts on at least a quarterly basis. You should carefully review those statements promptly when you receive them. Written copies will be available upon request. You will be provided with confirmations for each securities transaction executed in the account. Clients must notify us of any discrepancies in the account or any concerns you may have about the account.

Item 14 Client Referrals and Other Compensation

Economic Benefits

We receive economic benefit from Charles Schwab in the form of the support products and services Schwab makes available to us and other independent advisors whose clients maintain their accounts at Schwab. Charles Schwab provides us with access to its institutional trading and custody services. Charles Schwab's services include brokerage, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher initial minimum investment.

Charles Schwab also provides us access to products and services that benefit us but may not necessarily benefit your accounts. Some of these other products and services assist us in managing and administering your accounts. These include software and other technology that provide access to your account data (such as trade confirmations and account statements), facilitate trade execution, provide research, pricing information and other market data, facilitate payment of our fees from your accounts, and assist with back-office functions, record keeping and client reporting. Many of these services generally may be used to service all or a substantial number of our accounts, including

accounts not maintained at Charles Schwab.

In addition, Schwab has also agreed to pay for certain products and services for which we would otherwise have to pay once the value of our clients' assets in accounts at Schwab reach a certain size. You do not pay more for assets maintained at Schwab as a result of these arrangements. However, we benefit from the arrangement because the cost of these services would be borne by us. You should consider these conflicts when selecting a custodian.

365WMG does not receive any compensation other than the compensation discussed in Item 5. There currently are no other arrangements, oral or written, where 365 WMG directly or indirectly receives compensation for client referrals.

Third Party Solicitors

365WMG does not use, employ, or compensate non-employee (outside) consultants, individuals, and/or entities (Solicitors) for client referrals.

Beyond the disclosures provided in this Brochure, we do not receive any compensation from any third party in connection with providing investment advice to you.

Item 15 Custody

365WMG does not take custody of your funds and securities. Your broker dealer or custodian maintains actual custody of your assets. As a result, our firm does not accept securities or forward securities to your brokerage firm or custodian. The only checks accepted as payable to 365WMG are those submitted for payment of advisory fees.

365WMG's Agreement and/or the separate agreement with your Financial Institution may authorize us through such Financial Institutions to debit your account for our fee and to directly remit that management fee to our firm in accordance with applicable custody rules. Under government regulations, we are deemed to have limited custody of your assets due to our ability to deduct management fees in accordance with the advisory agreement, but we do not otherwise have any access to client assets.

The firm has the following procedures related to deducting fees from client accounts:

- The firm has obtained written authorization from the client to deduct advisory fees from an account held by a qualified custodian;
- The firm sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account; and
- The client is able to observe fee transactions on their monthly statement from the Custodian. While the formula for the fee assessment is not written on the statement, it can be made available at the request of the client to 365 WMG

Account Statements

The Financial Institutions you use should send to you by mail or e-mail a statement to you the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to our firm. In addition, as discussed in Item 13, our firm may also send periodic supplemental reports to clients. You will receive account statements directly from your broker dealer custodian at least quarterly. They will be sent to the email or postal mailing address you provided to your broker dealer. You should carefully review those statements promptly when you receive them. If you notice any discrepancies, please contact 365WMG at (440) 385-0208.

Item 16 Investment Discretion

Discretionary Authority for Trading

Before we can buy or sell securities on your behalf, you must first sign our discretionary management agreement and the appropriate trading authorization form(s).

This gives us discretion over the selection of securities, timing when transactions are made and amount of securities to be purchased or sold for your account(s) consistent with your investment objectives without obtaining your consent or approval prior to each transaction. You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. Please refer to the *Advisory Business* section in this brochure for more information on our discretionary management services.

Non-Discretionary Agreements - If you enter into non-discretionary arrangements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis.

Limited Power of Attorney

Our firm does not have any limited power attorney accounts. We do not use limited power of attorney to make investments in your account(s).

Item 17 Voting Client Securities

Proxy Voting

Without exception, we will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of applicable securities, you are responsible for exercising your right to vote as a shareholder. You will receive proxy materials directly from the account custodian.

Item 18 Financial Information

Prepayment of Fees

We do not require any prepayment of fees other than any financial planning fees where a deposit is collected in advance. Management fees are charged monthly (1/12 of annual fee) in arrears. Additional information is contained in Item 5, "Fees Paid in Advance".

Financial Condition

We are not required to provide a balance sheet or other financial information to our clients because we do not require the prepayment of fees in excess of \$500 and six months or more in advance; we do not take custody of client funds or securities; and, we do not have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

Bankruptcy

We have never been the subject of a bankruptcy petition.