



Client 1st Advisory Group

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March 21, 2016

This brochure provides information about the qualifications and business practices of Client 1st Advisory Group LLC. ("Client 1st") If you have any questions about the contents of this brochure, please contact us at 727-450-2301 or by email at: info@c1ag.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC"), or by any state securities authority. Additional information about us is also available on the SEC's website at www.advisorinfo.sec.gov

SUMMARY OF MATERIAL CHANGES

This section discusses only specific material changes that are made to this Form ADV Part 2A (the “Brochure”) and provides you with a summary of such changes. Since March 2015 when we filed our last annual update to our Brochure, we have the following material changes to report:

- In June 2015 Andrea Mears resigned as the Client 1st Chief Investment Officer. Andrea will continue to manage the Firm’s Vero Beach Branch Office and will remain as a key member of the investment committee.
- In June 2015 Client 1st entered into agreements with two outside money managers, Summit Advisor Solutions (“Summit”, f.k.a. Strategic Capital Alternatives, Inc.), and Private Wealth Group, LLC (“PWG”) where our firm will receive up to 50 % of the outside money management fees that Summit and PWG charge to our clients. (See also *Fees and Compensation* p (7) and *Client Referrals and Other Compensation* (p16)).
- On March 4, 2016, we elected to terminate our relationship with Summit as a third party money manager and as the servicing agent for the proprietary Client 1st UMA Platform. The investment management and account administrative function provided by Summit are now done in-house. During the course of a 90 day transition period our firm will continue to receive the above-referenced outside money management fees from Summit. (See also “*Fees and Compensation*” p(7), “*Methods of Analysis, Investment Strategies and Risk of Loss*” p(10), and “*Client Referrals and Other Compensation*” (p16)).

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ADVISORY BUSINESS

In this brochure, references to “we”, “us”, “our”, “our firm”, “the firm” “the Company” and “Client 1st” refers to Client 1st Advisory Group, LLC. Individuals who serve as our directors, officers, and representatives are referred to as our “advisors” “investment advisory representatives” or “IARs”. Our firm’s clients are referred to as “you” “your” or “our clients”.

Client 1st Advisory Group, LLC was formed under the laws of the State of Florida in March 2013 as the successor to Client 1st Advisors, Inc. and Wealth Management Consultants, Inc. The firm is registered with the United States Securities and Exchange Commission as an investment advisor.

Our Managing Members are Craig Phillips, Chief Executive Officer, Michelle Mabry, President and Dave Stieh, Director of Operations.

Client 1st offers personalized investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, and corporations. Our services and fee arrangements are described in the following pages.

OUR ADVISORY SERVICES

We provide personalized financial planning and portfolio management services. Most of our clients are individuals and revocable grantor trusts. However, we also work with family limited partnerships, pension and profit sharing plans, estates, charitable organizations and small businesses. We also provide financial consulting services to employer sponsored retirement plans.

We provide advice to our clients through our “Consultative Client Management Program”. This process involves a series of meetings to (1) determine your financial goals and objectives, (2) present you with an investment plan, (3) form a mutual commitment to the plan and (4) schedule progress meetings on a quarterly basis.

We work with other professionals (e.g. lawyers or accountants) who are directly engaged by our clients to assist on an as-needed basis.

Investment Management

Client 1st provides customized asset management services by gathering relevant information about your current financial needs, objectives, existing financial assets,

investment experience and risk tolerance. All aspects of your financial affairs are reviewed. We use this information to create a Plan called a Dynamic Investment Policy Statement (“DIPS”). This Plan (DIPS) forms the basis of the asset allocation model that we will use to manage your investments. The DIPS is a dynamic process that changes with adjustments to your goals and objectives and the financial markets that we invest in on your behalf.

A key element of our regular progress meetings in our Consultative Client Management Program is to revisit this process on a quarterly basis. The DIPS can also be revisited on demand when a material change in your financial situation occurs. A Plan review, even when changes are made, may not result in a change in your asset allocation. But when a change in asset allocation is determined to be necessary, the resulting Plan becomes the current and valid DIPS.

When creating or adjusting your asset allocation based on the DIPS, we contract with third party, unaffiliated asset managers to manage the investment portfolio that complements your investment profile. These third party asset managers are selected by our due diligence process that reviews their investment strategies, experience, performance record, integrity, and regulatory history. We continue to monitor the performance of these investment managers and change managers if necessary based on their performance and changes in your profile.

Our Firm’s minimum account size for investment management is \$250,000 of assets under management.. Client 1st reserves the right to waive the account minimum.

Financial Planning and Consulting

We offer financial planning services to you on matters involving securities and non-securities topics. The areas addressed may include retirement income planning, estate planning, budgeting and cash flow analysis, business succession planning, education planning and other areas where you may require assistance. Your IAR may prepare special reports on these matters at your request.

As is the case with our investment management program, our financial plans are based on the financial information that you disclose to us at the time the plan is presented to you. Client 1st does not offer any guarantees or promises that your financial goals and objectives will be met. Further, you must continue to review any plan and update the plan based upon changes in your financial situation, goals, or objectives or changes in the economy. As your financial situation, goals, objectives, or needs change, you will

need to promptly notify Client 1st and your investment advisory representative so that we can make adjustments to your plan.

You are under no obligation to act on our financial planning recommendations. Moreover, if the financial plan that we prepare requires investment management you are under no obligation to implement the financial plan through Client 1st.

Retirement Plan Consulting

Through its qualified advisors Client 1st offers a fee-for-service consulting program whereby our advisors may offer one-time or ongoing advisory services to qualified retirement plans. Through the Retirement Plan Consulting program, our advisors may assist plan sponsors with their fiduciary duties and provide individualized advice based upon the particular needs of the plan and/or plan participants regarding investment management matters, such as:

- Investment Policy Statement support
- Investment selection and monitoring
- Overall portfolio composition
- Participant advice programs

ASSETS UNDER MANAGEMENT

We manage your assets on either a discretionary or non-discretionary basis. As of March 4, 2016, we had total assets under management of \$190,655,552 of which \$170,590,000 in client assets were managed on a discretionary basis and \$20,065,552 were managed on a non-discretionary basis.

FEES AND COMPENSATION

INVESTMENT MANAGEMENT FEES

Advisor Fees

Our fee is billed quarterly in advance. The quarterly fee is the annual fee percentage adjusted for the number of days in the calendar quarter and is based on the market value of the account on the last business day of the preceding calendar quarter. The market values are also separately provided to you by the custodian. We urge our clients

to compare both statements. If errors are discovered in the firm's favor, we credit or refund such amount, with no time limit.

The first billing cycle begins on the account inception date and is based on the account value on the inception date as determined by your broker-dealer or other qualified custodian. We prorate the fee for new accounts based on the number of days remaining in the calendar quarter. The quarterly billing value is equal to the closing market value of the account on the last business day of the quarter.

Our advisory fee ranges up to 2.25% and is based on the aggregate value of related accounts, the complexity of the account and the investment strategies employed. We will specify the amount and the manner in which we charge fees in our written agreement with you.

Upon your authorization, the custodian of your assets will deduct our advisory fee from your account

Outside Money Manager Fees

In addition to our advisory fees, you may also incur fees imposed by the outside money managers and their corresponding custodians that we may choose on your behalf. The fee for the outside managers ranges up to 1.25% of your total investment assets depending on the investment strategies and size of the account.

We receive a portion of the fees that are charged to our clients for the outside money management services of Summit Advisor Solutions ("Summit") and Private Wealth Group, LLC ("PWG") and Efficient Advisors, LLC. The portion of the fee that we receive is based on the total client assets that we place with the manager and may reach as high as 50% of the total fee received by these outside money managers.

Other Fees and Expenses

In addition to money management fees, accounts may be subject to transaction fees assessed by third parties Transaction fees or commissions charged by broker/dealers executing the transactions and custodians maintaining your assets are separate and in addition to the asset management fees. These fees range from .09% to .20%. In occasional circumstances, based on the level of activity, the type of investment strategies and the size and complexity of a client's investment portfolio we may elect to refund the transaction fees to the client.

Moreover, If the manager that we choose is investing in funds, you will also incur expenses at the fund level. "Investment company shares" or "funds" of which the most

common types are mutual funds, index funds, exchange-traded funds (“ETFs”) and unit investment trusts (“UITs”) charge their shareholders various advisory fees and expenses associated with the establishment and operation of the funds. These fees and expenses generally include a management fee, shareholder servicing, portfolio transaction costs, other fund expenses, and sometimes a distribution fee. These separate fees are disclosed in each fund’s current prospectus, which is available from the sponsor and, upon request, from us.

FINANCIAL PLANING AND CONSULTING FEES

The Client 1st Financial Planning and Consulting Program provides clients with the option of paying an annual fee for ongoing services, a flat fee, or an hourly rate not to exceed \$350 per hour. The fee amount a client will pay is negotiable between the Client and his or her advisor and may either be paid at the time of service, in advance of service, or in arrears. Annual fees may be paid in monthly, quarterly, semiannual, or annual installments as agreed to between the client and the advisor.

In some circumstances, implementing the recommendations in financial plans may involve investment or insurance products that result in a commission or other fee being paid to a registered representative of a broker / dealer. Client 1st advisors are not registered representatives of a broker/dealer and do not receive commissions or 12(b)-1 fees. However, some of our advisors are registered insurance agents and may receive commissions for fixed insurance products. In instances where a client pays a fee for financial planning advice, the client is notified in advance of any such transactions resulting in a commission being paid to an associated person of Client 1st.

RETIREMENT PLAN CONSULTING

The Client 1st Retirement Plan Consulting program provides clients with the option of paying an annual fee for ongoing services based on a percentage of assets under advisement, a flat fee, or an hourly rate. The fee amount a client will pay is negotiable between the client and the advisor. Fees may be paid directly from qualified plan assets or may be direct billed, as agreed to between the client and the advisor.

TERMINATION OF AGREEMENTS

You may terminate any Investment Advisory Agreement or Financial Planning Agreement by notifying Client 1st in writing.

For Investment Management Agreements you may terminate the Agreement for any reason within five (5) days of the contract date. After 5 days the quarterly advanced fee that you paid is non-refundable. Going forward the Agreement may be terminated by either party upon written notice to the other party and will become effective on the date received by the other party ("termination date"). You will be obligated to pay fees through the termination date. Within 15 days of the termination date you will receive reimbursement for the unearned fees based on the number of days remaining within the calendar quarter.

For Financial Plan Consulting Agreements and Retirement Plan Consulting Agreements, you may terminate the agreement at any time and a refund of unearned fees will be provided to you. The unearned fee will be calculated by Client 1st and your advisor and is based on the amount of time the advisor has spent working for you before you terminated the agreement. A full refund will be made if you terminate your agreement within 5 business days of signing the agreement.

Client 1st may also terminate the above-referenced agreements by written notification if pertinent information to the planning process has not been provided. Any unused portion of advanced fees will be refunded within 15 days.

PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

We do not charge any performance-based fees (fees based on a share of capital gains or on capital appreciation of your assets).

TYPES OF CLIENTS

Our investment management and financial planning services are available to individuals, revocable grantor trusts, pension and profit sharing plans, estates, charitable organizations and small businesses.

For investment management services our Firm's minimum account size is \$250,000 of assets under management. Craig Phillips and Michelle Mabry require a \$1 million account minimum to serve as lead advisor for any client or household. We may require you to add to the amount in order to maintain the minimum or request that the account be terminated. These conditions are negotiable in light of your specific circumstances and relationships with our firm and our principals and representatives. Client 1st

reserves the right to waive the account minimum. There is no minimum asset size for our fee-based financial planning services.

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Generally speaking our goal at Client 1st is to help you achieve your stated investment objectives by selecting a mix of investment products and asset managers that provide the highest returns at an acceptable level of risk within your stated time frame.

METHODS OF ANALYSIS

We determine the appropriate asset mix and asset allocation through analysis of potential asset classes for the period of your given time horizon. In the course of determining the appropriate investment assets and allocations, we also attempt to incorporate your existing investment assets into the mix.

In performing our analysis we utilize research software created by third parties that incorporate performance and statistical probability of the existing investment asset classes. We also utilize other information sources both public and purchased including financial publications, prospectuses and annual reports.

INVESTMENT STRATEGIES

The portfolio of investment assets is based on a customized allocation strategy for each client and may include but not be limited to various combinations of stocks, bonds, mutual funds, exchange traded funds (“ETFs”) and to a limited extent “alternative investments” such as Real Estate Investment Trusts (“REIT’s), high yield notes, limited partnerships, master limited partnerships (“MLP’s), Commodity Trading Advisors (CTA’s), Fixed Income and Equity Long Short funds, Absolute Return Funds, etc.

We select appropriate models and/ or outside money managers that incorporate your asset allocation and corresponds to your means, goals, objectives and risk tolerance.

Typically we establish your investment portfolio in a Unified Managed Account (“UMA”). A UMA is a professionally managed private investment account that is rebalanced regularly and permits us to open multiple accounts and utilize multiple types of investments. Client 1st has created a proprietary account platform that specializes in hosting UMA accounts. The UMA platform is similar to the platforms hosted by outside UMA platform providers.

We track and monitor the performance of your portfolio on a regular basis to ensure that the performance is on track to meet the financial objectives that we established for you. You will also be provided with quarterly reports (either electronically or by mail) of your portfolio’s performance.

RISK OF LOSS

We offer advice about a wide variety of investment types, including mutual funds, index funds, ETFs, and fixed and variable annuities, each having different types and levels of risk. We will discuss these risks with you in determining the investment objectives that will guide our investment advice for your account. We will explain and answer any questions you have about these kinds of investments, which present special considerations such as the following.

Investing in securities involves risk of loss that you should be prepared to bear. Obtaining higher rates of return on investments typically entails accepting higher levels of risk. We work with you to attempt to identify the balance of risks and rewards that is appropriate and comfortable for you. However, it is still your responsibility to ask questions if you do not fully understand the risks associated with any investment or investment strategy.

Also, while we strive to render our best judgment on your behalf, many economic and market variables beyond our control can affect the performance of your investments and we cannot assure you that your investments will be profitable or assure you that no losses will occur in your investment portfolio. Past performance is one relatively important consideration with respect to any investment or investment advisor, but it is not a predictor of future performance.

Please be advised that all investment programs have certain risks that are borne by you, the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

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.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as 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.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while individual real estate properties are not.

Financial Risk: Excessive borrowing (leverage) to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

DISCIPLINARY INFORMATION

Registered Investment advisors are required to disclose all matters regarding any legal or disciplinary events involving our firm or any of our representatives. We have no items to report.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

We participate in a network of financial service providers who periodically gather to share professional ideas and experiences. Other participants of this network may refer prospective clients to our firm for its expertise, and we may refer clients to other network participants for their expertise. These professional referrals come from, estate planning attorneys and accountants. Unless separately disclosed to you, these are made on an uncompensated basis. Participants will, however, benefit from future cross-referrals.

If compensation will be paid for the referral, then you will receive a specific disclosure brochure about the nature of the referral, the referral relationship, and the referral compensation (See below "Client Referrals and Other Compensation"). Compensation or future benefits that we or other network participants receive from referrals creates conflicts of interests and you should carefully consider in proceeding with such referrals. You are never obligated to accept a referral and will not be charged any additional fee for it.

Some of our IARs are registered insurance agents and occasionally may receive commissions on fixed insurance products. You will be notified in advance of any such transactions resulting in a commission being paid to an associated person of Client 1st. (See above "Financial Planning and Consulting Fees" and below "Client Referrals and Other Compensation"). The additional compensation creates conflicts of interest that you should consider before engaging our services.

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

CODE OF ETHICS

We have adopted a Code of Ethics (the “Code”) describing the standards of business conduct we expect all officers, directors, employees, and advisory representatives to follow. It expresses our core fundamental values to be honest, fair, and forthright in our dealings with clients and others in the conduct of our business.

Our Code also guides our practices in giving investment advice to our clients and personal trading of securities for our employees and their related accounts. The Code also describes certain reporting requirements with which particular individuals, associated with or employed by us, must comply. You may request a copy of our Code by contacting, Dave Stieh at (727) 450-2301.

PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

Client 1st employees and representatives may benefit from their purchases or sales of investments that we recommend to you and we may buy or sell securities that are also held by our clients. However, employees may not trade their own securities ahead of our clients’ trades.

PERSONAL TRADING

Our Chief Compliance Officer reviews all employee statements each quarter. The personal trading reviews ensure that personal trading by our employees does not affect the market and If any irregularities are noted, the firm’s Chief Executive Officer is advised.

BROKERAGE PRACTICES

SELECTING BROKERAGE AND CUSTODIAL SERVICES

Client 1st selects brokerage service relationships that include custody of securities, trade execution, clearance and settlement of transactions. The factors that we considered in selecting our brokerage and custodial services include:

- Range of securities offered: stocks, bonds, mutual funds, ETFs, alternative Investments
- Low transaction costs
- Access to client data
- Monthly/ quarterly reports to clients
- Capability of supporting 3rd party money managers
- In-house research capabilities
- Overlay functions for customizing asset allocations
- Back-office support facilitating management of multiple Client accounts

We have established primary custodial and brokerage service relationships with three independent SEC-registered broker/dealers, **T.D. Ameritrade, Inc., Pershing LLC and National Financial Services LLC (Fidelity Investments)**. T.D Ameritrade, Pershing and National Financial are unaffiliated with each other and are not affiliated with Client 1st. We receive some benefits from these relationships that are outlined below under “Client Referrals and Other Compensation”.

SELECTING MONEY MANAGERS AND MODELS

We choose money managers and portfolio models (controlled by money managers) that correspond with the asset allocations that we develop for you based on your means, goals, objectives and risk tolerance. A model is an asset allocation template on the UMA platform that provides a basis for portfolio construction and maintenance. The criteria that we use to select our models and managers include the following factors:

- Performance— 1, 3 and 5 year performance and historical quarterly returns.
- Volatility— the asset mix and returns on a risk basis.
- Expenses— costs and fees being charged for the asset types.
- Credentials—the training, education and experience of the managers
- Regulatory History—and disciplinary events with the SEC, SROs or States.

BEST EXECUTION AND TRADING FEES

Client 1st relies on reviews on execution of trades at each custodian each quarter by the broker-dealers. We do not receive any portion of the trading fees charged by the broker-dealers.

AGGREGATION OF ORDERS

We do not aggregate client orders. Our third party money managers aggregate orders.

SOFT DOLLAR ARRANGEMENTS

We do not participate in any “soft dollar” arrangements where client commissions are partially rebated in the form of research credits or other benefits. Nor does any brokerage firm or custodian refer clients to our firm either as a matter of course or in consideration for using their brokerage services.

REVIEW OF ACCOUNTS

If we provide you with asset management services, we conduct review meetings, with you at your request, at the time of significant new deposits or withdrawals, during substantial changes in market conditions, and at least on an annual basis.

You must contact us when a significant change in your financial condition occurs, so that we can review your portfolio along with your new information to insure the investment strategies continue to be appropriate. Other conditions that may trigger a review are volatile market conditions and changes in the tax laws.

We review your accounts on a quarterly basis. Account reviewers are members of our Investment Committee. They consider your current security positions, models and money manager and the likelihood that the performance of each security, investment model or money manager will contribute or continue to contribute to your investment objectives.

In some cases we prepare portfolio reports. It depends on the size of the client's account and whether or not the money manager, broker/ dealer or custodians that are involved in the relationship regularly produce reports. In most cases written reports are produced by our custodians and 3rd party money managers and are provided directly to our clients or distributed by our IARs. In addition, our clients receive statements from executing broker/dealers and their custodians.

CLIENT REFERRALS AND OTHER COMPENSATION

Client 1st has been fortunate to receive many client referrals. The referrals come from current clients, attorneys, accountants, employees, personal friends of employees and other similar sources.

Occasionally we enter into solicitor agreements with accounting firms, and other professional firms or individuals who have referred friends and associates to our Firm. Under these agreements the solicitor is compensated for their referral by sharing the annual management fee earned by Client 1st. If you become our client as a result of the solicitor's efforts, you will receive a separate solicitor's disclosure brochure describing our solicitation arrangements, the compensation we pay to the solicitor, and the terms of that relationship. You will also receive a copy of this brochure. Generally, any such agreement will provide for payment to the solicitor as a percentage of the advisory fees we collect from you. We do not charge clients introduced by such solicitors a higher advisory fee as a result of our obligation to pay for the solicitation services.

As disclosed above under "*Brokerage Practices*", we utilize TD Ameritrade, Inc., National Financial Services LLC (Fidelity Investments) and Pershing LLC as our primary brokerage and custodial service providers. Although, there is no direct link between our use of these service providers and the investment advice that we provide to you, we do receive economic benefits for using these providers that are not available to retail investors. These benefits include the following products and services (provided without cost or at a discount) : receipt of duplicate Client statements and confirms; research related products and tools; consulting services; access to trading desks that serve advisors exclusively; access to block trading that allows us to aggregate securities for more cost-efficient and timely execution and then allocate the appropriate shares to our Clients' accounts; the ability to have our fees deducted directly from our Clients' accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees; access to institutional money managers; and compliance, marketing, technology, and practice management products or services provided to our Firm by third party vendors without cost or at a discount. As part of our fiduciary duty we endeavor at all times to put the interests of our Clients first and foremost. Clients should be aware, however, that these benefits in and of themselves create a potential conflict of interest and may unduly influence our choice of T.D. Ameritrade, Fidelity Investments and Pershing LLC for custody and brokerage services.

Our firm has acquired proprietary access to a UMA managed account platform that is owned and operated by Summit Advisor Solutions (f.k.a.Strategic Capital Alternatives, Inc.) a nonaffiliated third party money manager. Under the terms of this arrangement we can develop and customize the UMA platform to our specifications to serve our clients. Our clients are charged a platform fee for these services that is part of the outside money management fee. This fee may be greater or less than similar fees charged by outside UMA platform providers. We receive a portion of the platform fee based on the total assets that we place on the platform that is not passed on to our clients.

The recently established “in-house” version of the proprietary Client 1st UMA Platform that was noted in the above Summary of Material Changes, eliminates the platform fee paid to Summit. The platform fee becomes part of the advisory fee paid to Client 1st and may not reduce the total fees paid by our clients.

As a result of this arrangement we have an incentive to recommend our proprietary UMA platform over the UMA platforms provided by outside UMA platform providers. *(See Also the Summary of Material Changes p(2), Fees and Compensation p(7) and Methods of Analysis, Investment Strategy and Risk of Loss (p10))*

We have an arrangement with Private Wealth Group, LLC (“PWG”) where we receive a portion of the management fee of the total management fee paid to PWG by our clients who choose to use PWG’s money management services. This portion of the fee is not passed on to our clients. As a result of this arrangement we have an incentive to recommend PWG over similar outside money managers. *(See also Fees and Compensation (p7)).*

Some of our IARs are registered insurance agents and may occasionally receive commissions on fixed insurance products that is in addition to our investment management and financial planning fees.

CUSTODY

Assets are held at qualified custodians. The custodians provide account statements directly to you at your address of record at least quarterly. Client 1st does not take custody of Clients' securities. (See a "Brokerage Practices" above).

In very limited circumstances we act as a trustee for clients. As a trustee, we are deemed to have custody under SEC Rules. To maintain this relationship we undergo an annual surprise audit by an accountant designated by the Public Company Accounting Oversight Board (PCAOB).

We urge you to compare the account statements received directly by mail or electronically from your custodians to the performance report statements provided to you by Client 1st.

INVESTMENT DISCRETION

You designate Client 1st as your agent and attorney-in-fact to determine appropriate Account investments based on your financial circumstances and investment objectives. Our advisor can accordingly select and remove money managers, unified managed accounts (UMAs) mutual funds, managed future funds and exchange traded funds (ETFs). The trading discretion granted to Client 1st does not authorize us to withdraw funds or assets from the Account.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment plan that you have approved in writing and allows us to periodically rebalance your accounts to maintain the asset allocation strategy for meeting your goals and objectives.

VOTING CLIENT SECURITIES

As a matter of firm policy and practice, we will not be responsible for responding to proxies that are solicited with respect to annual or special meetings of shareholders of securities held in your account. Proxy solicitation materials will be forwarded to you for response and voting.

Similarly, we will not be responsible for responding to class action litigation for securities held in your held in your portfolio. Class action litigation materials that we may receive on your behalf will be forwarded to you for response.

FINANCIAL INFORMATION

As a registered investment adviser, we are required to provide you with certain financial information or disclosures about our financial condition or if we have financial commitments that impair our ability to meet contractual and fiduciary commitments to you. We have not been the subject of a bankruptcy proceeding and do not have any financial commitments that would impair our ability to meet any contractual or fiduciary commitments to you.

BROCHURE SUPPLEMENT (PART 2B OF FORM ADV)

The following brochure supplement provides information about **Craig Phillips, Michelle Mabry, Andrea Mears, Dave Stieh and Julie Talbot** and is part of the Client 1st brochure. Please contact Dave Stieh at 727-450-2301 if you have any questions about the contents of this supplement:

CRAIG PHILLIPS

EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Craig Phillips was born in March 1950. After high school, he earned a Bachelor's Degree from Florida State University in 1973. Mr. Phillips was employed as a consultant to Fortune 500 businesses from 1973 to 1990. He was employed as an associate of ProVise Management Group, a registered investment advisor from 1990 to 2001. Craig is the founder, Managing Partner and current CEO of Client 1st Advisory Group. Mr. Phillips has also been a registered principal of two independent broker/dealer firms, Intersecurities, Inc. from 1996 until 2006 and Cascade Financial Management, Inc. from 2006 until 2012.

Mr. Phillips is a Certified Financial Planner (CFP[®]). To obtain this designation, Mr. Phillips completed the financial planning education requirements in nine major planning areas set by the CFP Board and successfully completed the Candidate Fitness Standards and background check. To maintain this designation, Mr. Phillips completes 30 hours of continuing education every two years. Prerequisites for the CFP designation include a Bachelor's degree from an accredited college or university and three years of qualified work experience.

Mr. Phillips is an Accredited Investment Fiduciary (AIF[®]). To obtain the AIF[®] designation, he had to complete either a self-study module or a combination of a classroom and self-study module then had to pass a closed-book, proctored examination to complete the course of study. To maintain the designation, your advisor completes six hours of continuing education every year.

Mr. Phillips is a registered insurance agent with the state of Florida. In addition to passing the insurance licensing examination, Mr. Phillips is required to complete 24 hours of continuing education every two years.

DISCIPLINARY INFORMATION---None

OTHER BUSINESS ACTIVITIES

In addition to his responsibilities as Managing Partner and CEO of Client 1st, Mr. Phillips is a former member of the Board of Directors of the Tampa Bay affiliate of the Financial Planning Association (FPA) and is a current Trustee and former Chairman of the Board of Directors for Directions for Mental Health, Inc. He is past Treasurer and currently the Florida Governor Appointed Chairman of the Board of Directors of the Early Learning Coalition of Pinellas.

County. He is former Chairman of the Humane Society of Pinellas' Foundation Board and is the current Chairman of the Board of Directors of the Clearwater Free Clinic. He is also on the Finance Committee of Belleair Country Club.

ADDITIONAL COMPENSATION

As a licensed insurance agent Mr. Phillips may receive commissions or trail fees based on the sales of fixed insurance products.

SUPERVISION

Mr. Phillips is the Firm's Chief Executive Officer and a Managing Principal and is responsible for our Firm's overall supervisory program. Mr. Phillips relies on his knowledge, experience and adheres to the Firm's Code of Ethics in conducting the Firm's business and in providing services to his clients.

MICHELLE MABRY

EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Michelle Mabry was born in 1967. In 1988, she earned a Bachelor of Science degree from Louisiana State University with a double major in Economics and International Trade and Finance. Ms. Mabry began her career at IDS Financial (which later became American Express Financial Advisors). She was a Senior Financial Advisor and had an independent branch office with Ameriprise Financial when they spun off from American Express (1989-2008). In 2008, Ms. Mabry formed Wealth Management Consultants, which merged into Client First Advisory Group, Inc. in 2013. She is a Registered Investment Advisor and President at Client 1st.

Ms. Mabry is an Accredited Investment Fiduciary (AIF[®]). To obtain the AIF[®] designation, your advisor had to complete either a self-study module or a combination of a classroom and self-study module then had to pass a closed-book, proctored examination to complete the course of study. To maintain the designation, your advisor completes six hours of continuing education every year.

Ms. Mabry is a Certified Financial Planner (CFP[®]). To obtain this designation, Ms. Mabry completed the financial planning education requirements in six major planning areas set by the CFP Board and successfully completed the Candidate Fitness Standards and background check. To maintain this designation Ms. Mabry completes 30 hours of continuing education every two years. Prerequisites for the CFP designation include a Bachelor's degree from an accredited college or university and three years of qualified work experience.

Ms. Mabry is a registered insurance agent with the state of Mississippi. In addition to passing the insurance licensing examination, Ms. Mabry is required to complete 12 hours of continuing education every two years.

DISCIPLINARY INFORMATION

Michelle Mabry does not have any material disciplinary history

OTHER BUSINESS ACTIVITIES

Ms Mabry is involved in the following additional activities that are investment related
Fixed Life Insurance Sales
Wealth Management Consultants Corporation—Sole owner
Pinebelt Community Foundation –Board member, Investment Committee

ADDITIONAL COMPENSATION

As a licensed insurance agent Ms. Mabry may receive commissions or trail fees based on the sales of fixed insurance products.

SUPERVISION

Ms. Mabry is supervised by Craig Phillips, CEO and a Managing Principal of Client 1st. Mr. Phillips may be reached at 727-450-2301 ext 108 or craig@c1aq.com.

Mr. Phillips or his qualified designee supervises the activities of Ms Mabry's work through a number of supervisory activities that may include but not be limited to the following:

- Review of new account applications, client profiles and investment strategies
- Review of personal account transactions
- Periodic audits of the office location.
- Through our client relationship management system.

DAVID G. STIEH

EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

David Stieh was born in February 1974. After high school, he earned a Bachelor's Degree in Finance from the University of Central Florida in 1998. Mr. Stieh was employed with Western Reserve Life from 1999 until 2006. During that period Mr. Stieh became a registered representative with InterSecurities, Inc., a subsidiary of Western Reserve Life (n.k.a TransAmerica Advisors, Inc.), and was also employed as a Tax preparer with H&R Block. In 2006, Dave joined Client 1st Advisors, Inc. as the Operations Manager and as an Investment Advisor Representative. Mr Stieh is currently Chief Operations Officer (COO) and a part owner of Client 1st Advisors, Inc.

®

Mr. Stieh is a Certified Financial Planner (CFP®). To obtain this designation, Mr. Stieh completed the financial planning education requirements in six major planning areas set by the CFP Board and successfully completed the Candidate Fitness Standards and background check. To

maintain this designation Mr. Stieh completes 30 hours of continuing education every two years. Prerequisites for the CFP designation include a Bachelor's degree from an accredited college or university and three years of qualified work experience.

Mr. Stieh is a registered insurance agent with the state of Florida. In addition to passing the insurance licensing examination, Mr. Stieh is required to complete 24 hours of continuing education every two years.

DISCIPLINARY INFORMATION---None

OTHER BUSINESS ACTIVITIES

In addition to his responsibilities as COO and as an IAR of Client 1st and Client 1st Advisors, Mr. Stieh is the Treasurer of the Rotary Club of Dunedin North, FL.

ADDITIONAL COMPENSATION

As a licensed insurance agent Mr. Stieh may receive commissions or trail fees based on the sales of fixed insurance products.

SUPERVISION

Mr. Stieh is supervised by Craig Phillips, CEO and a Managing Principal of Client 1st . Mr. Phillips may be reached at 727-450-2301 ext 108 or craig@c1ag.com.

Mr. Phillips supervises the activities of Mr Stieh through a number of supervisory activities that may include but not be limited to the following:

- Review of new account applications, client profiles and investment strategies
- Frequent office and remote interactions
- Review of personal account transactions
- Through our client relationship management system.

ANDREA MEARS

EDUCATIONAL BACKGROUND

Andrea D. Mears was born in 1954. After graduating Saddle Brook High School in Saddle Brook New Jersey, Andrea attended Bauder Fashion College in Miami Beach, Florida earning an AA degree.

History of Securities and Life Insurance licensures:

1994 Department of Insurance, State of Florida licensed in Life, Health and Variable Annuity –

Licensed to offer products and advice on various Life and Health Insurance coverage and Variable Annuities.

1996 National Association of Securities Dealers licensed Series 6 - Series 6 is a securities license entitling the holder to register as a limited representative and sell mutual funds, variable annuities and insurance premiums.

1997 National Association of Securities Dealers licensed Series 63 – Developed by North American Securities Administrators Association (NASAA) and is administered by the Financial Industry Regulatory Authority. The purpose of the Series 63 is to ensure that all registered representatives who buy, sell and trade securities have a basic understanding of the securities laws in the state in which they practice.

1999 National Association of Securities Dealers licensed Series 65 - Series 65 securities license is required by most U.S. states for individuals who act as investment advisors. The Series 65 exam, called the Uniform Investment Adviser Law Examination, covers laws, regulations, ethics and topics such as retirement planning, portfolio management strategies and fiduciary responsibilities.

PROFESSIONAL BACKGROUND

September 2014 - Present

Client 1st Advisory Group, LLC, a Registered Investment Adviser. Andrea holds the position of Managing Partner and Chief Investment Officer.

May 2005 - Present

Capital Investment Advisors, Inc., a Registered Investment Adviser. Andrea holds the position of Chief Executive Officer and Chief Investment Officer.

August 2005 – December 2006

Registered Representative of Purshe Kaplan Sterling Investments, member NASD/SIPC Headquartered at 18 Corporate Woods Blvd., Albany, NY 12211

1999 – May 2005

Sigma Planning Corporation, a Registered Investment Advisor, as an Investment Advisory Representative, and as a Registered Representative with Sigma Financial Corporation, a broker/dealer NASD, SIPC.

1996 - 1999

New York Life Insurance Company as a Life Insurance Agent, and New York Life and Annuity Corporation as a Registered Representative.

1994 - 1996

American Express / GE Capital a Long Term Care specialist and licensed Life/Health Insurance Agent

1991 - 1994

Tropical Shipping, assistant manager on the island of St. Barthelemy, French West Indies

1991 – 1994

Principal owner of USA Direct, an importer of hotel & restaurant supplies on the island of St. Barthelemy, French West Indies

DISCIPLINARY INFORMATION---None

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of Client 1st Advisory Group, LLC and principal owner, Andrea D. Mears. Neither have legal or disciplinary action, nor has any owner or employee been involved in a legal or disciplinary event.

OTHER BUSINESS ACTIVITIES

Andrea is not engaged in any other business; she devotes her working hours exclusively to the management of her investment advisory practice.

ADDITIONAL COMPENSATION

Andrea D. Mears may earn commissions by selling insurance products. This creates a conflict of interest because she has the financial incentive to recommend insurance products that generate commissions. Andrea is obligated to disclose the conflict prior to recommending any insurance products to a client for which she will receive a commission.

SUPERVISION

Andrea Mears is supervised by Craig Phillips, CEO and a Managing Principal of Client 1st. Mr. Phillips may be reached at 727-450-2301 ext 108 or craig@c1aq.com.

Mr. Phillips or his qualified designee supervises Ms. Mear's work through a number of supervisory activities that may include but not be limited to reviewing new account applications, client profiles and investment strategies, personal account transactions, periodic audits of the office location and through the Firm's client relationship management system.

JULIE R. TALBOT

EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Julie Talbot was born in March 1964. After high school, she earned a Bachelor's Degree in Finance from the University of Southern Mississippi in 1986. Ms. Talbot was employed with Trustmark National Bank from 1986 until 2006. During that period Ms. Talbot became a registered representative with TFSI, Inc., a subsidiary of Trustmark National Bank. In 2011, Julie joined Wealth Management, Inc. as an Investment Advisor Representative.

Ms. Talbot is an Accredited Investment Fiduciary (AIF), a professional designation awarded by the Center for Fiduciary Studies which has been the mark of commitment to a standard of

investment fiduciary excellence. Those who earn the AIF mark successfully complete a specialized program on investment fiduciary standards of care and subsequently pass a comprehensive examination. AIF designees demonstrate a thorough understanding of prudent practices for investment advisors. To maintain this designation Ms. Talbot must complete six hours of continuing education every year. Prerequisites for the AIF designation include a Bachelor's degree from an accredited college or university and two years of qualified work experience.

DISCIPLINARY INFORMATION---None

OTHER BUSINESS ACTIVITIES

In addition to her responsibilities as an IAR of Client 1st, Ms. Talbot is a board member of the Lamar County Education Foundation, Lamar County, MS.

ADDITIONAL COMPENSATION --None

SUPERVISION

Ms. Talbot is supervised by Michelle Mabry, President and a Managing Principal of Client 1st. Ms. Mabry may be reached at 601-264-0946 or michelle@c1ag.com

Ms. Mabry supervises the activities of Ms. Talbot's work through a number of supervisory activities that may include but not be limited to the following:

- Through frequent office and remote interactions
- Review of personal account transactions
- Through our client relationship management system.