

Cox & Cook Wealth Advisors

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Cox & Cook Wealth Advisors. If you have any questions about the contents of this brochure, please contact us at (614) 764-2366 or by email at: dan.cox@plans2retire.net. 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 Cox & Cook Wealth Advisors is also available on the SEC's website at www.adviserinfo.sec.gov. Cox & Cook Wealth Advisors CRD number is: 173691.

53 North High St. Suite A1
Dublin, OH, 43017
(614) 764-2366
www.plans2retire.com
dan.cox@plans2retire.com
cory.cook@plans2retire.com

1990 Main St. Suite 750
Sarasota, FL, 34236
(614) 764-2366
www.plans2retire.com
dan.cox@plans2retire.com
cory.cook@plans2retire.com

Registration does not imply a certain level of skill or training.

Version Date: 03/23/2023

Item 2: Material Changes

Cox & Cook Wealth Advisors has filed an annual updating amendment using the Form ADV Part 2A. Material changes to report since last annual update 03/31/2022;

1. Effective April 1st 2023, the adviser plans to convert most existing client accounts from a flat % to a tiered fee %. Although most clients will be charged a tiered fee % effective April 1st 2023, our fees are negotiable and some clients may continue to be charged a flat %.
2. Firm amended Fee Schedule (Item 5, Section A). We removed the \$1,250,000+ tier and added three new tiers based on clients' assets under management. The new tiers are as follows: \$1,250,000 - \$3,000,000, \$3,000,000-\$5,000,000, and \$5,000,000+. Each new tier also has a new flat fee. \$1,250,000 - \$3,000,000 is now at 0.85%. \$3,000,000-\$5,000,000 is now at 0.75%. \$5,000,000+ is now at 0.65%.

Item 3: Table of Contents

Item 1: Cover Page	
Item 2: Material Changes	i
Item 3: Table of Contents	ii
Item 4: Advisory Business	2
A. Description of the Advisory Firm.....	2
B. Types of Advisory Services.....	2
C. Client Tailored Services and Client Imposed Restrictions	3
D. Wrap Fee Programs.....	3
E. Assets Under Management.....	3
Item 5: Fees and Compensation.....	3
A. Fee Schedule.....	3
B. Payment of Fees.....	4
C. Client Responsibility For Third Party Fees.....	4
D. Prepayment of Fees	4
E. Outside Compensation For the Sale of Securities to Clients.....	4
Item 6: Performance-Based Fees and Side-By-Side Management	5
Item 7: Types of Clients	5
Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss	6
A. Methods of Analysis and Investment Strategies	6
B. Material Risks Involved	6
C. Risks of Specific Securities Utilized	7
Item 9: Disciplinary Information	9
A. Criminal or Civil Actions	9
B. Administrative Proceedings	9
C. Self-regulatory Organization (SRO) Proceedings	9
Item 10: Other Financial Industry Activities and Affiliations.....	10
A. Registration as a Broker/Dealer or Broker/Dealer Representative	10
B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor	10
C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests.....	10
D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections	10
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	11
A. Code of Ethics.....	11
B. Recommendations Involving Material Financial Interests	11
C. Investing Personal Money in the Same Securities as Clients.....	11
D. Trading Securities At/ Around the Same Time as Clients' Securities	11

Item 12: Brokerage Practices.....	12
A. Factors Used to Select Custodians and/or Broker/Dealers	12
1. Research and Other Soft-Dollar Benefits	12
2. Brokerage for Client Referrals	12
3. Clients Directing Which Broker/Dealer/Custodian to Use	12
B. Aggregating (Block) Trading for Multiple Client Accounts	13
Item 13: Reviews of Accounts	13
A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews	13
B. Factors That Will Trigger a Non-Periodic Review of Client Accounts.....	13
C. Content and Frequency of Regular Reports Provided to Clients.....	13
Item 14: Client Referrals and Other Compensation	14
A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)	14
B. Compensation to Non – Advisory Personnel for Client Referrals.....	14
Item 15: Custody.....	14
Item 16: Investment Discretion	14
Item 17: Voting Client Securities (Proxy Voting).....	14
Item 18: Financial Information.....	15
A. Balance Sheet	15
B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients	15
C. Bankruptcy Petitions in Previous Ten Years	15
Item 19: Requirements For State Registered Advisers	15
A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background	15
B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any).....	15
C. Calculation of Performance-Based Fees and Degree of Risk to Clients	15
D. Material Disciplinary Disclosures for Management Persons of this Firm	16
E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)	16

Item 4: Advisory Business

A. Description of the Advisory Firm

Cox & Cook Wealth Advisors (hereinafter "Cox & Cook") is a Corporation organized in the State of Ohio.

The firm was formed in February 2004, however the firm did not become licensed as an investment advisor until 2015. The principal owner is James Daniel Cox.

B. Types of Advisory Services

Portfolio Management Services

Cox & Cook offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. Cox & Cook creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels). Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

Cox & Cook evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. Cox & Cook will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

Cox & Cook seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of Cox & Cook's economic, investment or other financial interests. To meet its fiduciary obligations, Cox & Cook attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, Cox & Cook's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is Cox & Cook's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

C. Client Tailored Services and Client Imposed Restrictions

Cox & Cook offers the same suite of services to all of its clients. However, specific client investment strategies and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels). Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent Cox & Cook from properly servicing the client account, or if the restrictions would require Cox & Cook to deviate from its standard suite of services, Cox & Cook reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. Cox & Cook does not participate in any wrap fee programs.

E. Assets Under Management

Cox & Cook has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$62,033,981	\$8,808,162	March 2023

Item 5: Fees and Compensation

A. Fee Schedule

Asset-Based Fees for Portfolio Management

Total Assets Under Management	Annual Fee
\$0 - \$250,000	1.50% on the first \$250,000
\$250,000 - \$500,000	1.30% on the next \$250,000
\$500,000 - \$750,000	1.10% on the next \$250,000
\$750,000 - \$1,000,000	1.00% on the next \$250,000
\$1,000,000 - \$1,250,000	0.90% on the next \$250,000
\$1,250,000 - \$3,000,000	0.85% flat fee on balance managed

Total Assets Under Management	Annual Fee
\$3,000,000 - \$5,000,000	0.75% flat fee on balance managed
\$5,000,000+	0.65% flat fee on balance managed

These fees are generally negotiable, sometimes negotiated as a flat fee for advanced planning or complex management cases. The final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Clients may terminate the agreement without penalty for a full refund of Cox & Cook's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract immediately upon written notice.

Cox & Cook bills based on the balance on the first day of the billing period.

Examples of Potential Annual Fees

1. Tiered Billing Structure

- \$500,000 portfolio – Under the Progressive Tier Structure, the first \$250,000 in assets are billed at 1.50%. The next \$250,000 in assets are billed at 1.30%.
- This equates to an effective annual fee of 1.40% in total.

2. Negotiated Flat Fee (%)

- \$500,000 portfolio – Client Negotiated Flat Fee of 1.30%
- 1.30% annual fee applied.

Financial Planning & Consulting Fees:

Cox & Cook Wealth Advisors may charge hourly fees to provide clients with stand-alone financial planning or consulting services. These fees are largely determined by the scope and complexity of the agreed upon services and start at \$450 on an hourly basis.

The specific terms and fee structure are negotiated in advance and set forth in an agreement with Cox & Cook Wealth Advisors. This agreement will set forth all deliverables and fees. Upon execution of the agreement, Cox & Cook Wealth Advisors will provide planning and consultative services.

B. Payment of Fees

Payment of Asset-Based Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis. Fees are paid in advance.

C. Client Responsibility For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by Cox & Cook. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

Cox & Cook collects fees in advance. Refunds for fees paid in advance will be returned within fourteen days to the client via check, or return deposit back into the client's account.

For all asset-based fees paid in advance, the fee refunded will be equal to the balance of the fees collected in advance minus the daily rate* times the number of days elapsed in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.)

E. Outside Compensation For the Sale of Securities to Clients

Cox & Cook or its supervised persons may accept compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

Cory Benton Cook is a registered representative of a broker-dealer and an insurance agent and in these roles, accepts compensation for the sale of securities and other products to Cox & Cook clients. James Daniel Cox is licensed to sell insurance & accepts compensation for the sale of insurance products.

1. This is a Conflict of Interest

Supervised persons may accept compensation for the sale of securities or other investment products, including asset based sales charges or service fees from the sale of mutual funds to Cox & Cook's clients. This presents a conflict of interest and gives the supervised person an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of securities or investment products for which the supervised persons receives compensation, Cox & Cook will document the conflict of interest in the client file and inform the client of the conflict of interest.

2. Clients Have the Option to Purchase Recommended Products From Other Brokers

Clients always have the option to purchase Cox & Cook recommended products through other brokers or agents that are not affiliated with Cox & Cook.

3. *Commissions are not the Primary Source of Income for Cox & Cook*

Commissions are not Cox & Cook's primary source of compensation.

4. *Advisory Fees in Addition to Commissions or Markups*

Advisory fees that are charged to clients are not reduced to offset the commissions or markups on securities or investment products recommended to clients.

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

Cox & Cook does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

Cox & Cook generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension & Profit Sharing Plans
- ❖ Corporations or other business not listed above

Minimum Account Size

Cox & Cook Wealth Advisors exercises a \$750,000 account minimum for management. Referral or legacy accounts are negotiable to a lower level.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

Cox & Cook's methods of analysis include charting analysis, fundamental analysis, technical analysis and modern portfolio theory.

Charting analysis involves the use of patterns in performance charts. Cox & Cook uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

Investment Strategies

Cox & Cook uses long term trading and options trading (including covered options, uncovered options, or spreading strategies).

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

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.

Modern Portfolio Theory assumes that investors are risk adverse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected

returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Investment Strategies

Cox & Cook's use of options trading generally holds greater risk, and clients should be aware that there is a material risk of loss using any of those strategies.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Options transactions involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value, as well as the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

Cox & Cook's use of options trading generally holds greater risk of capital loss. Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond “fixed income” nature (lower risk) or stock “equity” nature.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government

debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Real Estate funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance. Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; the impact of present or future environmental legislation and compliance with environmental laws.

Annuities are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

Options are contracts to purchase a security at a given price, risking that an option may expire out of the money resulting in minimal or no value. An uncovered option is a type of options contract that is not backed by an offsetting position that would help mitigate

risk. The risk for a “naked” or uncovered put is not unlimited, whereas the potential loss for an uncovered call option is limitless. Spread option positions entail buying and selling multiple options on the same underlying security, but with different strike prices or expiration dates, which helps limit the risk of other option trading strategies. Option transactions also involve risks including but not limited to economic risk, market risk, sector risk, idiosyncratic risk, political/regulatory risk, inflation (purchasing power) risk and interest rate risk.

Non-U.S. securities present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Cory Benton Cook is a registered representative of a broker-dealer (Purshe Kaplan Sterling Investments) and an insurance agent and in these roles, accepts compensation for the sale of securities and other products to Cox & Cook clients. James Daniel Cox is licensed to sell insurance & accepts compensation for the sale of insurance products.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither Cox & Cook nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Cory Benton Cook is an independent licensed insurance agent, and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. Cox & Cook always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of Cox & Cook in such individual's capacity as an insurance agent.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

Cox & Cook does not utilize nor select third-party investment advisers. All assets are managed by Cox & Cook management.

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

A. Code of Ethics

Cox & Cook has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Cox & Cook's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

Cox & Cook does not recommend that clients buy or sell any security in which a related person to Cox & Cook or Cox & Cook has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of Cox & Cook may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of Cox & Cook to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. Cox & Cook will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of Cox & Cook may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of Cox & Cook to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, Cox & Cook will never engage in trading that operates to the client's disadvantage if representatives of Cox & Cook buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Custodians/broker-dealers will be recommended based on Cox & Cook's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and Cox & Cook may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in Cox & Cook's research efforts. Cox & Cook will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

Cox & Cook will require clients to use Schwab Institutional, a division of Charles Schwab & Co., Inc.

1. Research and Other Soft-Dollar Benefits

While Cox & Cook has no formal soft dollars program in which soft dollars are used to pay for third party services, Cox & Cook may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions ("soft dollar benefits"). Cox & Cook may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client's transactions paid for it, and Cox & Cook does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. Cox & Cook benefits by not having to produce or pay for the research, products or services, and Cox & Cook will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that Cox & Cook's acceptance of soft dollar benefits may result in higher commissions charged to the client.

2. Brokerage for Client Referrals

Cox & Cook receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

Cox & Cook will require clients to use a specific broker-dealer to execute transactions. There is no conflict of interest, as the broker-dealer is not an affiliate or related person of Cox & Cook. By directing brokerage, Cox & Cook may be unable to achieve most favorable execution of client transactions which could cost clients' money in trade execution. Not all advisers require or allow their clients to direct brokerage.

B. Aggregating (Block) Trading for Multiple Client Accounts

If Cox & Cook buys or sells the same securities on behalf of more than one client, then it may (but would be under no obligation to) aggregate or bunch such securities in a single transaction for multiple clients in order to seek more favorable prices, lower brokerage commissions, or more efficient execution. In such case, Cox & Cook would place an aggregate order with the broker on behalf of all such clients in order to ensure fairness for all clients; provided, however, that trades would be reviewed periodically to ensure that accounts are not systematically disadvantaged by this policy. Cox & Cook would determine the appropriate number of shares and select the appropriate brokers consistent with its duty to seek best execution, except for those accounts with specific brokerage direction (if any).

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client accounts for Cox & Cook's advisory services provided on an ongoing basis are reviewed at least annually by James D Cox, President with regard to clients' respective investment policies and risk tolerance levels. All accounts at Cox & Cook are assigned to this reviewer.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client of Cox & Cook's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

Cox & Cook does not receive any economic benefit, directly or indirectly from any third party for advice rendered to Cox & Cook's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

Cox & Cook does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

When advisory fees are deducted directly from client accounts at client's custodian, Cox & Cook will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

Cox & Cook provides discretionary and non-discretionary investment advisory services to clients. The Investment Advisory Contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, Cox & Cook generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share.

Item 17: Voting Client Securities (Proxy Voting)

Cox & Cook will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

Cox & Cook neither requires nor solicits prepayment of more than \$500 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither Cox & Cook nor its management has any financial condition that is likely to reasonably impair Cox & Cook's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

Cox & Cook has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

The education and business backgrounds of Cox & Cook's current management persons, James Daniel Cox and Cory Benton Cook, can be found on the Form ADV Part 2B brochure supplements for those individuals.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Other business activities for each relevant individual can be found on the Form ADV Part 2B brochure supplement for each such individual.

C. Calculation of Performance-Based Fees and Degree of Risk to Clients

Cox & Cook does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

There are no civil, self-regulatory organization, or arbitration proceedings to report under this section.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

See Item 10.C and 11.B.