



Item 1 - Cover Page

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March 13, 2025

This brochure provides information about the qualifications and business practices of Jackson Avenue, LLC. If you have any questions about the contents of this brochure, please contact us at 703-626-6475. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission. Registration as a registered investment advisor does not imply a certain level of skill or training.

Additional information about Jackson Avenue, LLC also is available on the SEC's website at <http://www.adviserinfo.sec.gov>.

Item 2 - Material Changes

Annual Update The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

No material changes have occurred since last year March 13, 2024

Consistent with the rules, we are to ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business fiscal year. Furthermore, we will provide you with other interim disclosures about material changes, as necessary.

Full Brochure Available Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 703-626-6475.

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Item 4 - Advisory Business

Jackson Avenue, LLC (“JAL” or “Advisor”), also known as Jackson Avenue Advisors was established in January 2008 and approved as a Registered Investment Adviser in December 2011. Jackson Avenue, LLC is principally owned by Joseph Jason Dwyer.

JAL is an investment adviser registered with the Securities and Exchange Commission (“SEC”) under the Investment Advisers Act of 1940.

JAL provides fee-based advisory services to Retirement Plans (401(k), pension, profit-sharing, and non-qualified plans). JAL renders continuous and regular investment supervisory services to Retirement Plans; however, this is done either on a non-discretionary or a discretionary basis. JAL willingly accepts the designation as a “Co-Fiduciary” under ERISA 3(21)(A) or “Investment Manager” ERISA 3(38) status as part of its normal course of business.

Retirement Plans will collectively be referred to herein as “Client”.

As of December 31, 2024, JAL’s Form ADV discloses \$170,639, 309 in total assets under management. This total includes \$75,494,752 in non-discretionary Retirement Plan assets under advisement, primarily comprised of ERISA qualified retirement plan assets where JAL acts as an ERISA 3(21) fiduciary, and \$95,144,557 in discretionary Retirement Plan assets under advisement, primarily comprised of qualified retirement assets where JAL acts as an ERISA 3(38) investment manager.

JAL will require each Client to elect services in writing as part of the Advisory Agreement (AA). The AA will state the negotiated fee for services elected.

Retirement Plan Advisory Services

Retirement Plan advisory services include, but are not limited to:

ERISA 3(21) Investment Advisor Fiduciary Services (Non-Discretionary):

- Development of Investment Policy Statement
- Recommendations for Selecting & Monitoring the Plan’s Investments
- Investment Performance Measurement & Analysis
- Recommendations for Selecting & Monitoring Qualified Default Investment Alternatives
- Individualized Investment Advice to Plan Participants
- Creation of Asset Allocation Model Portfolios

ERISA 3(38) Investment Manager Fiduciary Services (Discretionary):

- Development of Investment Policy Statement

- Selecting & Monitoring the Plan's Investments
- Investment Performance Measurement & Analysis
- Selecting & Monitoring Qualified Default Investment Alternatives
- Individualized Investment Advice to Plan Participants

ERISA Non-Fiduciary Services:

- Assistance with Fiduciary Oversight & Committee Education
- Assistance with Plan Fiduciaries' Selection & Management of Service Providers (SP)
- Employee Investment Education & Communication

Clients may choose to name Advisor as either a “non-discretionary fiduciary” (serving as a fiduciary as defined by §3(21)(A)(ii) of the Employee Retirement Income Security Act of 1974 (ERISA)); or as a “discretionary fiduciary” serving as investment manager as defined by §3(38) of ERISA. In either capacity, Advisor provides specific investment advice to the Client regarding the selection and monitoring of investments available to the Plan within the platform provided by the SP. When the SP selected does not allow for alternatives to a pre-selected investment menu, Advisor will simply act as the independent investment advisor to Plan participants and as a Plan advisor/consultant to the Client with no responsibility for the selection and monitoring of Plan investments.

Item 5 - Fees and Compensation

Management Fees for Retirement Plan Services

Client will pay the Advisor, as compensation for its services, an advisory fee at an annual rate ranging from 0.25% to 0.50% of assets in the Plan. The advisory fee is payable either monthly or quarterly in arrears as negotiated with the Client, based on either the fair market value of assets in the Plan at the end of each month or quarter as appropriate, or average net assets during the period, as calculated by the plan SP. The advisory fee in the first period of the AA shall be prorated from the inception date to the end of the month/quarter. Typically, the Advisor agrees on the fee with the Client, and then the Client instructs the Plan Custodian to calculate and pay the fee out of Plan assets on the agreed upon frequency. In cases where the Client pays the advisory fee, the Advisor will invoice the Client and payment is due by the end of the month in which the invoice is submitted. Minimum fees may apply and will be based on the specific services performed by the Advisor as outlined above.

Limited Negotiability of Advisory Fees:

Although Advisor has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule.

The specific annual fee schedule is identified in the contract between Advisor and each client. Fees will not be adjusted without advance notice and written acceptance by the client.

GENERAL INFORMATION

Termination of the Advisory Relationship: This Agreement will continue in effect until terminated by either party by written notice to the other. Termination of this Agreement will not affect (a) the validity of any action previously taken by Adviser under this Agreement; (b) liabilities or obligations of the parties from transactions initiated before termination of this Agreement; or (c) Client's obligation to pay advisory fees (pro-rated through the date of termination). On the termination of this Agreement, Adviser will have no obligation to recommend or take any action regarding the securities, cash, or other investments in the Account.

Additional Fees and Expenses: In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians.

Advisory Fees in General: Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment firms for similar or lower fees.

ERISA Accounts: Advisor is deemed to be a fiduciary to advisory clients that are employee benefit plans pursuant to the Employee Retirement Income and Securities Act ("ERISA"), and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively. As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, Advisor may only charge fees for investment advice about products for which our firm and/or our related persons do not receive any commissions or 12b-1 fees.

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

Advisor does not charge performance-based fees.

Item 7 - Types of Clients

The Advisor will offer its services to qualified retirement plans including 401(k) plans, pension and profit-sharing plans

The Advisor has no minimum requirements for opening or maintaining an account.

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

The Advisor may utilize fundamental, technical, or cyclical analysis techniques in formulating investment advice or managing assets for Clients.

Fundamental analysis of businesses involves analyzing its 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.

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 investment strategies the Advisor will implement are primarily based on long-term purchases of securities held at least for one year.

Clients need to be aware that investing in securities involves risk of loss that Clients need to be prepared to bear.

The methods of analysis and investment strategies followed by the Advisor are utilized across all Advisor Clients, as applicable. One method of analysis or investment strategy is not more significant than the other as the Advisor is considering the Client's portfolio, risk tolerance, time horizon and individual goals. However, the Client should be aware that with any trading that occurs in the Client account, the Client will incur transaction and administrative costs.

Investing includes the risk that the value of an investment can be negatively affected by factors specifically related to the investment (e.g., capability of management, competition, new inventions by other companies, lawsuits against the company, labor issues, patent expiration, etc.), or to factors related to investing and the markets in general (e.g., the economy, wars, civil unrest or terrorism around the world, concern about oil prices or unemployment, etc.).

Risks of fundamental analysis may include risks that market actions, natural disasters, government actions, world political events or other events not directly related to the price or valuation of a specific company's fundamental analysis can adversely impact the stock price of a company causing a portfolio containing that security to lose value. Risks may also include that the historical data and projections on which the fundamental analysis is performed may not continue to be relevant to the operations of a company going forward, or that management changes or the business direction of management of the company may not permit the company to continue to produce metrics that are consistent with the prior company data utilized in the fundamental analysis, which may negatively affect the Advisor's estimate of the valuation of the company.

The primary risks in technical analysis are that the factors used to analyze the price, trends and volatility of a security may not be replicated, or the outcomes of such analysis will not be the same as in past periods where similar combinations existed. Because of the reliance on trends, technical analysis can signal buying at market peaks and selling at market troughs.

The Advisor does not primarily recommend a particular type of security. However, Clients are advised that many unexpected broad environmental factors can negatively impact the value of

portfolio securities causing the loss of some or all of the investment, including changes in interest rates, political events, natural disasters, and acts of war or terrorism. Further, factors relevant to specific securities may have negative effects on their value, such as competition or government regulation. Also, the factors for which the company was selected for inclusion in a Client portfolio may change, for example, due to changes in management, new product introductions, or lawsuits.

Item 9 - Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management. Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10 - Other Financial Industry Activities and Affiliations

Neither Advisor nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither Advisor nor any of its management persons are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Advisor does not currently have any relationships or arrangements that are material to its advisory business or Clients with either a broker-dealer, municipal securities dealer, or government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund" and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, insurance company or agency, pension consultant, real estate broker or dealer or sponsor of syndicator of limited partnerships.

Advisor separately provides third party administrator services to certain qualified retirement plans for separate compensation and under separate agreements.

Advisor does not recommend or select other investment advisors for Clients.

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

Advisor has adopted as an industry best practice a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the Advisor. In addition, the Code of Ethics governs personal trading by each employee of Advisor deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of Advisor are conducted in a manner that avoids any conflict of interest between such persons and Clients of the Advisor or its affiliates. Advisor collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and

resolve conflicts of interest. Advisor will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

Advisor requires that its investment advisory representatives follow its basic policies and ethical standards as set forth in its Code of Ethics.

Item 12 - Brokerage Practices

If requested by the Client, Advisor may suggest brokers or dealers to be used based on execution and custodial services offered, cost, quality of service and industry reputation. Advisor will consider factors such as commission price, speed and quality of execution, Client management tools, and convenience of access for both the Advisor and Client in making its suggestion.

Advisor does not receive Client referrals from any broker-dealer or third party as a result of the firm selecting or recommending that broker-dealer to Clients.

JAL receives no research, product or services from a broker-dealer ("soft dollar benefits")

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

JAL does not have any soft dollar arrangements and does not receive any soft dollar benefits.

JAL is an independent investment advisor and is not affiliated with any brokerage firm. Clients may enter into arrangements with third parties for custodial and brokerage services.

Item 13 - Review of Accounts

The firm reviews qualified plan Client accounts on an annual basis, or when conditions would warrant a review based on market conditions or changes in qualified plan Client circumstances. Triggering factors may include Advisor becoming aware of a change in qualified plan Client's investment objective, a change in market conditions, change of employment, or a change in recommended asset allocation weightings in the account that exceed a predefined guideline. Similarly, an annual review will be performed with qualified plan Clients as part of the overall plan review. Plan investments will be reviewed internally on a quarterly basis, with more frequent reviews for funds on watch. Joseph Jason Dwyer will perform the analyses, which will be delivered to the Client through their investment advisor representative.

The Client is encouraged to notify the Advisor and Investment Advisor Representative if changes occur in his/her personal financial situation that might materially affect his/her investment plan.

Item 14 - Client Referrals and Other Compensation

We have entered into a contractual arrangement with a promotor, the American Society of Association Executives (ASAE), for ASAE members who they refer and do not select an ASAE product, under which they receive compensation from us for the establishment of new client

relationships. Promoters who refer clients to us must comply with the requirements of the jurisdictions where they operate. Their compensation is a percentage of the advisory fee you pay us for as long as you are our client, or until such time as our agreement with the promotor ends. Our payment of fees to these parties will not result in charges or increased advisory fees to our clients, unless specifically disclosed to clients. These arrangements create conflicts of interest for us and the promoters. The promoter also has a financial incentive to recommend our advisory services over the interest of clients.

Item 15 - Custody

Our firm does not have custody of client funds or securities. Therefore, clients will receive their monthly and/or quarterly account statements directly from the designated record keeper or other qualified custodian. Clients should carefully review those statements for accuracy. In the event clients also receive account statements from JAL, clients are encouraged to compare account statements with those received from the record keeper and report any discrepancies immediately.

Item 16 - Investment Discretion

Advisor generally has discretion over the selection and amount of securities to be bought or sold in individual Client accounts without obtaining prior consent or approval from the Client for each transaction. However, these purchases or sales are subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by Advisor.

Discretionary authority will only be provided upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an AA containing all applicable limitations to such authority. All discretionary trades made by Advisor will be in accordance with each Client's investment objectives and goals.

Upon entering into a 3(38) agreement with a client, JAL will manage client assets on a limited discretionary basis. Specifically, JAL will have discretion to select and change investment options in plans and investments in managed portfolios. Clients may limit discretion further by insisting on the inclusion or exclusion of specific securities or security types from a plan lineup.

Item 17 - Voting Client Securities

Advisor will not vote, nor advise Clients how to vote, proxies for securities held in Client accounts. The Client clearly keeps the authority and responsibility for the voting of these proxies. Also, Advisor ~~can~~ give any advice or take any action with respect to the voting of these proxies. The Client and Advisor agree to this by contract. Clients will receive proxy solicitations from their custodian and/or transfer agent.

Item 18 - Financial Information

Advisor does not require or solicit prepayment of fees Client and is not required to file a balance sheet.



Advisor has discretionary authority over Client accounts and is not aware of any financial condition that will likely impair its ability to meet contractual commitments to Clients. If Advisor does become aware of any such financial condition, this brochure will be updated, and Clients will be notified.

Advisor has never been subject to a bankruptcy petition.