

Rich Michaels Investments, LLC

Client Brochure

This Brochure provides information about the qualifications and business practices of Rich Michaels Investments, LLC. If you have any questions about the contents of this Brochure, please contact us at (517)999-8888 or via email at rich@richmichaels.com. 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.

Rich Michaels Investments, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Rich Michaels Investments is also available on the SEC's Web site at www.adviserinfo.sec.gov.

Rich Michaels Investments, LLC CRD number is: 313661

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ITEM 2: MATERIAL CHANGES

On an ongoing basis, this item will discuss only specific material changes that are made to the Brochure and provide Clients with a summary of such changes. Rich Michaels Investments, LLC (“Firm” “Rich Michaels Investments”) will also reference the date of its last annual update of the Brochure. Since this is our initial filing, there are no material changes to be disclosed under this item. Rich Michaels Investments will provide clients with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, Rich Michaels Investments’ Brochure may be requested by contacting Richard L. Minaya by phone at (517) 999-8888 or via email at rich@richmichaels.com.

Additional information about Rich Michaels Investments is also available via the SEC’s Web site at www.adviserinfo.sec.gov. The SEC’s Web site also provides information about any persons affiliated with Rich Michaels Investments who are registered, or are required to be registered, as investment adviser representatives of Rich Michaels Investments.

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* The State of Michigan requires all investment advisers to organize their disclosure documents according to specific categories listed above, some of which may not pertain to Rich Michaels Investments’ business. When a required category is not relevant to our business, we will state that it does not apply.

ITEM 4: ADVISORY BUSINESS

A. Firm Description

Rich Michaels Investments was formed in 2019 as a corporation organized pursuant to the laws of the State of Michigan. Rich Michaels Investments is 100% owned by Richard L. Minaya, who serves as President/Owner. Adviser became registered in the State of Michigan in May 2021.

B. Types of Advisory Services

The Firm provides Investment Management Services.

Investment Management

Rich Michaels Investments will first review each client's present financial situation in an effort to assess the client's investment needs. Various data gathering methods and tools are utilized to fully understand the client's situation and particular needs. Investment Management Services provides for regular portfolio reviews as often as the client may prefer.

Portfolio Management Services provided by Rich Michaels Investments include asset management of client funds. Rich Michaels Investments designs, revises, reallocates, and manages flexible portfolios and is authorized to use a wide variety of investments and asset classes in an attempt to seek profits and to protect capital under a wide range of changing environments. Portfolios shall attempt to achieve returns when they can reasonably be expected under prevailing market condition and account objectives. Rich Michaels Investments does not promise or guarantee profits. Flexible portfolio objectives include Income, Conservative Growth, Moderate Growth, and Aggressive Growth. Alternate names for the portfolios may be used for marketing purposes. Equities and alternative investments may be used in the Preservation and Income portfolios to preserve and increase portfolio value. Specific investments, timing and proportions are determined by Rich Michaels Investments and vary over time. Flexible portfolios may include all types of mutual funds, securities or asset classes such as domestic, international, and emerging market stocks, bonds and certificates of deposit, American depository receipts, sector funds, focus funds, leveraged funds and ETFs and individual stocks, bonds, convertibles, preferred stocks, master limited partnerships, royalty trusts, real estate investment trusts, exchange traded funds, and closed end funds. Other investments may also be used when in the client's best interest.

Clients are requested to contact Rich Michaels Investments promptly if there has been any change in their current financial status to determine if there needs to be a change in investment objectives and strategies.

Clients can obtain transaction statements as they may occur and a monthly statement of account from the custodian or brokerage firm portal where the assets are held. Clients may also be given access to internet sites that also report transaction and balance information.

Rich Michaels Investments generally maintains discretionary authority over our clients' accounts. Adviser does not have custody of any clients' funds or securities. Additionally, clients have a direct and beneficial interest in their securities.

Financial Planning

Financial Planning Services provided by Rich Michaels Investments include advice on issues relating to income, estate planning, college planning, retirement planning, income tax planning (but not income tax advice or preparation), and insurance planning. After an assessment of the client's overall financial situation, a determination is made as to the fee that will be assessed to the client for the Financial Planning services that are needed. The amount of the fee will range from \$400 to \$1,500 and is based on the level of complexity of the client's financial situation as well as the scope of the overall planning services to be performed.

C. Client Tailored Services and Client Imposed Restrictions

Investment Management Services provided by Rich Michaels Investments include portfolio construction, asset allocation, monitoring, and review of the client's portfolio. After an interview is conducted, Rich Michaels Investments will review the client's individual needs, goals, time horizons, risk tolerance, risk capacity, desired strategies, net worth, net income, age, tax situation and various other factors. Rich Michaels Investments utilizes the information provided by the client to provide recommendations for investments that may include planning for long-range goals or other segments of an investment plan that may be desired. A Client can impose restrictions on investing in specific securities.

D. Wrap Fee Programs

Rich Michaels Investments does not sponsor or manage a wrap fee program.

E. Amount of Assets Under Management

Rich Michaels Investments manages accounts on a discretionary basis. As of February 2, 2024, the Firm has \$7.1 million dollars in assets under management.

ITEM 5: FEES AND COMPENSATION

A. Description of Compensation and Basic Fee Schedule

Investment Management Fees

Investment Management Fees ("Advisory Fees") are payable monthly, in arrears, and such fees may be deducted from the client's account(s) within 30 days following the end of the month or quarter for which said fees will be incurred. Investment Management Fees may be paid directly by the client.

Advisory Fees are listed below and may be modified depending upon the size of the portfolio, complexity of services required or individual circumstances, and at the discretion of Rich Michaels Investments. The billing of fees for the initial month or quarter will be adjusted pro rata based upon the number of calendar days in the calendar month or quarter that the Agreement goes into effect.

	Portfolio Value			
	From		To	Annual Advisor Fee
First	\$0	-	\$250,000	1.25%
Next	\$250,001	-	\$500,000	1.25%
Next	\$500,001	-	\$1,000,000	1.25%
Next	\$1,000,001	-	\$2,000,000	1.00%
Next	\$2,000,001	-	\$5,000,000	0.85%
Next	\$5,000,001	-	\$10,000,000	0.75%
Next	\$10,000,001	and over		0.65%

* The value established by the custodian on the last business day of the calendar month or quarter will be used in determining the "assets under management."

Advisory fees may be negotiable and are not collected for services to be performed more than six months in advance. Advisory fees are agreed upon at the time of engagement.

For all discretionary accounts, Rich Michaels Investments maintains a Limited Power of Attorney for the purposes of directing and or otherwise effecting investments on behalf of the managed account, for the direct payment of Rich Michaels Investments' fees and or the payment of commissions, custodial fees and or other charges incurred by the managed account.

B. Other Fees

The aforementioned advisory fees are for Rich Michaels Investments advisory services only and are debited from the custodial account and appear in client portal under activity. All fees paid to Rich Michaels Investments for advisory services are separate from the fees and expenses charged to shareholders of mutual funds shares by mutual funds or by the investment adviser managing the portfolios. A complete explanation of these expenses charged by the mutual funds is contained in each mutual fund's prospectus. No portion of such fees are payable to Rich Michaels Investments. Clients are encouraged to read each fund prospectus. Clients may also bear certain charges imposed by third parties other than Rich Michaels Investments in connection

with investments made through their accounts including, but not limited to, servicing fees, and IRA or Qualified Retirement Plan Fees. Fees may be higher or lower than fees charged by other investment advisers for similar services. A current list of transaction fees is available upon request.

The Firm does not receive any compensation from any outside advisers.

Financial Planning

Fees for financial planning will normally be billed as a flat fee with half being due upon entering into the agreement and the balance due upon delivery of the plan. The Financial Planning Fee will be agreed upon and disclosed within the financial planning and advice agreement. Financial planning fees are non-refundable.

C. Prepayment of Fees

Financial Plan fees are billed directly by firm. Fees are not collected for services to be performed more than six months in advance. This agreement may be terminated at any time and without penalty upon receipt of written notice by either party. If this agreement is terminated within five business days of inception, the client is entitled to a full refund of any pre-paid Advisory Fees. If the agreement is terminated after the initial five days of its inception, the client will be entitled to a pro rata refund of any pre-paid Advisory Fees based upon the number of days remaining in the month or quarter after termination.

D. Other Compensation

Neither the Adviser nor its supervised persons accept any compensation/commission for the recommendation of securities or non-securities products including asset-based sales charges or service fees from the sale of mutual funds or insurance products in advisory accounts. Refunds of payments for services terminated shall be pro-rated and refunded electronically.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE

MANAGEMENT

Rich Michaels Investments does not charge any performance-based fees or fees that are based on a share of capital gains on or capital appreciation of the assets of a client.

ITEM 7: TYPES OF CLIENTS

Rich Michaels Investments provides portfolio management services primarily to individuals and high net worth individuals. The Firm does not require a minimum account size.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. Methods of Analysis and Investment Strategies

Rich Michaels Investments uses computer models, economic and data research, as well as other indicators to monitor changing conditions and risk levels in the economy and financial markets. Multiple indicators and methods are used to reduce risk of reliance on a single indicator, system or method. Methods include, but not limited to, Fundamental Analysis, Modern Portfolio Theory, Technical Analysis and Targeted Asset Allocation.

Fundamental Analysis

Fundamental analysis is a technique that attempts to determine a security's value by focusing on the underlying factors that affect a company's actual business and its future prospects. Fundamental analysis is about using real data to evaluate a security's value. It refers to the analysis of the economic well-being of a financial entity as opposed to only its price movements.

The end goal of performing fundamental analysis is to produce a value that we can compare with the security's current price, with the aim of determining what sort of position to take with that security (underpriced = buy, overpriced = sell or short).

Modern Portfolio Theory (MPT)

We use Modern Portfolio Theory to help select the funds we use in your account.

Modern portfolio theory tries to understand the market as a whole, rather than looking for what makes each investment opportunity unique. Investments are described statistically, in terms of their expected long-term return rate and their expected short-term volatility. The volatility is equated with "risk," measuring how much worse than average an investment's bad years are likely to be. The end goal is to identify your acceptable level of risk tolerance, and then to find a portfolio with the maximum expected return for that level of risk.

Technical Analysis

Technical Analysis is a technique that attempts to determine a security's value by developing models and trading rules based upon price and volume transformation. Technical analysis assumes that a market's price reflects all relevant information so the analysis focuses on the history of a security's trading behavior rather than external drivers such as economic, fundamental and news events. The practice of technical analysis incorporates the importance of understanding how market participants perceive and act upon relevant information rather than focusing on the information itself. Ultimately, technical analysts develop trading models and rules by evaluating factors such as market trends, market participant behaviors, supply and demand and pricing patterns and correlations.

As with other types of analysis, the predictive nature of technical analysis can vary greatly; models and rules are often modified and updated as new patterns and behaviors develop. Past performance is not an indicator of future return.

Targeted Asset Allocation

The Firm combines its other analysis methods to determine asset allocation strategies. Six targeted asset allocation model portfolios covering everything from conservative income to very aggressive growth oriented approaches have been compiled by us. We will assign you a targeted portfolio that meets your goals and time horizon, while addressing the level of risk you are comfortable assuming. The strategic model portfolio allocation remains constant; your specific portfolio model may change infrequently to reflect shifts in your risk tolerance and goals. We screen and select funds and securities to be added to or removed from the model portfolio on a regular basis. Rebalancing can occur after a move in the market of 15% or more within any year but at least once per year based on the annual review of your financial situation.

B. Material Risks

Clients should be aware that investing in securities involves risk of loss that they should be prepared to bear. Reallocations, exchanges and sales of securities will create taxable events except when tax-exempt or tax deferred accounts or vehicles are used. Rich Michaels Investments gives priority to investment decisions over tax decisions. Rich Michaels Investments does not promise or guarantee profits.

C. Certain Risk Factors

All investments carry some amount of risk. Rich Michaels Investments' investment strategies may be subject to the following principal investment risks:

Credit Risks – The risk that the portfolio could lose money if the issuer of guarantor of a fixed-income security, or the counter-party to a derivative contract, is unable or unwilling to meet its financial obligations.

Currency Risks – The risk that foreign currencies will decline in value relative to the US dollar and affect a portfolio's investments in foreign (non-US) currencies or in securities that trade in, and receive revenues in, or in derivatives that provide exposure to, foreign (non-US) currencies.

Debt Securities Risks – The issuer of a debt security may fail to pay interest of principal when due, and changes in market interest rates may reduce the value of debt securities or reduce the portfolio's returns.

Derivatives Risks – The use of derivatives such as futures, options and swap agreements can lead to losses, including those magnified by leverage, particularly when derivatives are used to enhance return rather than offset risk.

Emerging-Markets Risk – Foreign investment risks are typically greater for securities in emerging markets, which can be more vulnerable to recessions, currency volatility, inflation and market failure.

Equity Risks – The risk that the value of equity securities, such as common stocks and preferred stocks, may decline due to general market conditions which are not specifically related to a particular company or to factors affecting a particular industry or industries. Equity securities generally have greater price volatility than fixed income securities.

ETF Risks – A portfolio will be exposed indirectly to all of the risks of securities held by an ETF.

Foreign Investment Risk – Foreign investments face the potential of heightened illiquidity, greater price volatility and adverse effects of political, regulatory, tax, currency, economic or other macroeconomic developments.

High-Yield Securities Risk – High-yield securities have a much greater risk of default or of not returning principal and tend to be more volatile than higher-rated securities of similar maturity.

Interest-Rate Risk – The risk that fixed income securities will decline in value because of an increase in interest rates.

Issuer Risk – The value of a security may decline because of adverse events or circumstances that directly relate to conditions at the issuer or any entity providing it credit or liquidity support.

Issuer Non-Diversification Risk – The risks of focusing investments in a small number of issuers, industries, or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.

Liquidity Risk – A security may not be able to be sold at the time desired or without adversely affecting the price.

Market Risk – The market price of securities held by a portfolio may rapidly or unpredictably decline due to factors affecting securities markets generally or particular industries.

Mortgage- and Asset-Backed Securities Risk – These securities may decline in value when defaults on the underlying mortgage or assets occur and may exhibit additional volatility in periods of changing interest rates. When interest rates decline, the prepayment of mortgages or assets underlying such securities may require the reinvestment of money at lower prevailing interest rates, resulting in reduced returns.

Regulatory Risk – The risk that changes in government regulations may adversely affect the value of a security. An insufficiently regulated industry or market might also permit inappropriate practices that adversely affect an investment.

Private Securities Risk – Private securities contain the risks of their respective public securities, but these risks can be magnified due to their illiquidity and lack of public knowledge on the business. These securities are inherently riskier.

Real Estate Risk – The real estate market has experienced some large swings recently. Due to changes in interest rates, the lending market, economic policy, and supply and demand, in addition to illiquidity, real estate investments can carry a great deal of risk.

ITEM 9: DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Rich Michaels Investments or the integrity of Rich Michaels Investments' management.

A. Criminal or Civil Action

Neither Rich Michaels Investments, nor any of its management persons, has had any administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.

B. Administrative Procedure

Neither Rich Michaels Investments, nor any of its management persons, has had any administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.

C. Self-Regulatory Organization

Neither Rich Michaels Investments, nor any of its management persons, has had any proceedings before any self-regulatory organizations.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

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

The Advisory Representatives of Rich Michaels Investments concentrate their efforts toward providing investment advisory services. The Advisory Representatives of Rich Michaels Investments are not registered with a broker/dealer. The Advisory Representatives of Rich Michaels Investments are licensed separately to provide insurance services to clients.

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

Neither Rich Michaels Investments nor its Advisory Representatives are registered as a Futures Commission Merchant, Commodity Pool Operator or a Commodity Trading Adviser.

C. Registration Relationships Material to This Advisory Business and Conflicts of Interest

Richard L. Minaya is licensed to provide Fixed Insurance, Life/Health and Long Term Care insurance services via Crump-Time Life, Inc. Insurance products are provided to clients for personal, estate and business needs including. Property & Casualty coverage may be through a 3rd party. These activities are estimated to utilize less than 20% of the representative's time.

Neither Rich Michaels Investments nor Richard L Minaya has any material relationships which create a conflict of interest for its clients.

D. Selection of Other Advisers or Managers

Rich Michaels Investments does not currently select other investment advisers for its clients.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. Code of Ethics

Rich Michaels Investments has adopted a Code of Ethics to ensure that securities transactions by Rich Michaels Investments' employees are consistent with Rich Michaels Investments' fiduciary duty to its clients and to ensure compliance with legal requirements and Rich Michaels Investments' standards of business conduct. Rich Michaels Investments requires transaction confirmation and quarterly reporting. A written copy of Rich Michaels Investments' Code of Ethics is available upon request.

Rich Michaels Investments will maintain a record of required personal securities transactions. All applicable rules of the Securities and Exchange Commission and the state of Michigan will be strictly enforced. Rich Michaels Investments will not permit insider trading.

B. Recommendations Involving Material Financial Interests

To prevent conflicts of interest, all employees of Rich Michaels Investments must comply with Rich Michaels Investments' Written Supervisory Procedures and Code of Ethics, which impose restrictions on the purchase or sale of securities for their own accounts and the accounts of certain affiliated persons.

C. Investing in the Same Securities as Clients

No security may be bought or sold by a principal or employee of Rich Michaels Investments before Rich Michaels Investments' clients' accounts have had the opportunity to make such transactions as appropriate. All Rich Michaels Investments' principal and employee trades will be reviewed by the compliance officer. Principals and employees will not receive a more favorable execution price on a particular day than those received by Rich Michaels Investments' investment advisory clients. It is Rich Michaels Investments' policy that the Firm will not affect any principal or agency cross securities transactions for client accounts.

D. Trading the Same Securities as Clients' Securities

Notwithstanding the above, Rich Michaels Investments, and/or their officers, directors or employees may purchase for themselves similar or different securities as are purchased or recommended for investment advisory clients of Rich Michaels Investments, and that different security transactions may be affected or recommended for different investment advisory clients of Rich Michaels Investments.

ITEM 12: BROKERAGE PRACTICES

Selecting Brokerage Firms

Rich Michaels Investments will maintain discretion over Investment Management accounts as evidenced by the client Agreement. Rich Michaels Investments will not have discretionary authority to withdraw funds or take custody of a client's funds or securities.

Rich Michaels Investments will supervise and direct the investments of our clients' accounts subject to such limitations as our clients may impose in writing. Rich Michaels Investments as agent and attorney-in-fact with respect to the client's account, when it deems appropriate, without prior consultation with the client, may, (a) direct the purchase, sale, exchange, conversion, and

otherwise trade in stocks, bonds and other securities including money market instruments, and (b) place orders for the execution of such securities transactions. Rich Michaels Investments will allocate brokerage transactions in a manner it believes to be fair and responsible to its clients and consistent with its clients' objectives. The Representatives and Associated Persons of Rich Michaels Investments realize that the sharing of non-public personal information is an act of trust and take this issue very seriously. All information provided by clients to Rich Michaels Investments and information and advice furnished by the Firm to clients shall be treated as confidential and shall not be disclosed to non-affiliated third parties, except as permitted by clients with written authorization, or as required by any rule, regulation or law of any regulatory or self-regulatory organization of which Rich Michaels Investments or its Associated Persons may be subject. It is the policy of the Firm to restrict access to records to only those associates who need to have such information in order to deliver the financial planning, investment advisory or administrative services of the Firm. The Firm secures its offices during non-business hours.

1. Research and Other Soft Dollar Benefits

Rich Michaels Investments participates in the institutional adviser program (the "Program") offered by its custodian who is an unaffiliated SEC-registered broker/dealer and FINRA member. The custodian offers to independent investment advisers services which includes custody of securities, trade execution, clearance and settlement of transactions. Adviser receives some benefits from the custodian through its participation in the Program.

2. Brokerage for Client Referrals

Rich Michaels Investments does not consider whether it receives referrals from broker/dealers when it selects or recommends broker/dealers to its clients. The Firm bases its recommendations on the client's needs and what is in the best interests of the clients when it recommends or selects a broker/dealer.

3. Directed Brokerage

Rich Michaels Investments does not maintain agreements with referring broker/dealers regarding its internal allocation of brokerage transactions. However, all or a sizable portion of a particular client's brokerage transaction business will be directed to its recommended custodian. Although Rich Michaels Investments is confident that the custodian will provide both the clients and the Firm with excellent service, the selection of the Firm may not result in best execution in all cases.

B. Aggregation of Securities for Multiple Client Accounts

When trading the same security across multiple accounts, Rich Michaels Investments may aggregate or place a block trade and allocate the order to each client accordingly. When executing this type of order, the execution price will be "average priced" so that each client receives the same

execution price and avoid any potential conflicts of interest. If an employee of Rich Michaels Investments is included in the order, Rich Michaels Investments will ensure that the employee account does not receive a better price than the client. Rich Michaels Investments will be responsible for all trading errors should they occur. The commission amount and per share commission rate will differ among clients with directed brokerage relationships due to the dollar value and the size (number of shares) of the trade for each account and the total relationship between the client and their broker/dealer. Because each client may differ in portfolio size, investment objective, equity exposure and the extent of the relationship with their broker, Rich Michaels Investments does not negotiate commission discounts on the block transaction itself.

ITEM 13: REVIEW OF ACCOUNTS

A. Periodic Reviews

Investment Management involves periodic monitoring and review of portfolio assets. Investment management services entail quarterly internal reviews. Reviews will be conducted by Richard L. Minaya. He will review investment results, asset allocation, client objectives and other variables that may have been identified during the course of the engagement. Rich Michaels Investments advises clients to immediately notify the Firm of any changes to their financial status in the event there needs to be a change in their investment plan. Otherwise, personal meetings with clients to review investment results and strategies are performed at client's discretion.

B. Factors that Will Trigger Non-Periodic Reviews

These reviews may occur more frequently, depending upon the underlying assets in the portfolios, market conditions or as desired by the client.

C. Reports Provided to Clients

Clients standard account statements are retrievable from investment sponsors and brokerage firms monthly or quarterly, depending upon the custodian utilized. Reports and reviews of investments are done orally, in writing. Notes are carefully filed and maintained.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

A. Third Party Compensation

Rich Michaels Investments does not provide compensation either directly or indirectly to any non-supervised person for referrals. Additionally, the Firm does not receive any economic benefits from any non-clients for providing investment advice to Rich Michaels Investments' clients.

B. Referrals

Rich Michaels Investments does not provide nor receive compensation either directly or indirectly to any non-supervised person for referrals.

ITEM 15: CUSTODY

Rich Michaels Investments does not maintain custody of its clients' funds or securities. Clients are provided monthly statements from the broker/dealer, bank or other qualified custodian that holds and maintains clients' investment assets. Rich Michaels Investments urges its clients to carefully review such statements and compare such official custodial records to the account statements that it may provide. Rich Michaels Investments' statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Advisory Fees are deducted monthly by the Custodian. Adviser may also accept client Financial Planning fees via its primary broker, Altruist or via electronic payment.

ITEM 16: INVESTMENT DISCRETION

Rich Michaels Investments usually receives written discretionary authority from the client at the outset of an advisory relationship to select the identity of and the amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities, and determining amounts, Rich Michaels Investments observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Rich Michaels Investments in writing.

ITEM 17: VOTING CLIENT SECURITIES Clients will receive their proxies from their custodian. The Adviser will not vote proxies on behalf of the Client's Account. Additionally, the Adviser will not be required to take any action or render any advice with respect to voting of proxies solicited by or with respect to the issuers of securities in which Assets be invested from time to time. Further, the Adviser will not take any action or render any advice with respect to any securities held in the Account, which are named in or subject to class action lawsuits. The Adviser will, however, forward to the Client any information received by the Adviser regarding class action legal matters involving any security held in the Account.

ITEM 18: FINANCIAL INFORMATION

Registered investment advisers are required in this Item to provide clients with certain financial information or disclosures about their financial condition. Rich Michaels Investments is well capitalized, has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding except as noted below.

A. Balance Sheet

Rich Michaels Investments does not require nor solicit prepayment of investment advisory fees of \$500 or more per client, six months or more in advance. Therefore, the Adviser is not required to include a balance sheet with this brochure.

B. Financial Conditions

Neither Rich Michaels Investments nor its management have any financial conditions that are likely to reasonably impair the Adviser's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions

Neither Rich Michaels Investments nor Richard L. Minaya, the sole owner of Rich Michaels Investments, has 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

Rich Minaya is the sole executive officer. Please see his ADV Part 2B.

B. Other Business Interests

Please see Rich Minaya's ADV 2B.

C. Performance-Based Fees

Rich Michaels Investments does not accept performance-based fees.

D. Disciplinary Events

Neither the Rich Michaels Investments nor Richard L. Minaya have any matters to disclose under this item that has not been disclosed elsewhere in this brochure.

E. Relationships with Issuers of Securities

Neither Rich Michaels Investments nor its management persons have any relationships or arrangements with any issuers of securities.