



Redefining Success.

**U.S. Wealth Management, LLC
Business Continuity Plan
August 2009
Table of Contents**

	<u>Page</u>
Introduction.....	2
Emergency Contact Persons	3
Firm Policy	4
Business Description	5
Office Locations	6
Alternative Physical Location(s) of Employees.....	6
Customers’ Access to Funds and Securities.....	6
Data Back-Up and Recovery.....	7
Financial and Operational Assessments	8
Mission Critical Systems.....	9
Alternate Communications	12
Critical Business Relationships	14
Regulatory Reporting	14
Disclosure of BCP.....	15
Updates and Review	15
Customer Disclosure Form	17

This “Business Continuity Plan” has been created to meet the requirements described in FINRA Rules 3510 and 3520. This Business Continuity Plan is reasonably designed to enable our firm to meet its obligations to customers in the event of a Significant Business Disruption.

Authorized Approval Signature: _____
 Printed Name & Title: John Napolitano, President
 Date: _____

This Plan is effective from the date approved until the date of its authorized revision, update or replacement (see below).

Date this Plan was no longer effective (date of revision, update or replacement): _____
 Recordkeeping: Discard after _____ (date three years from termination of use).

Introduction

On April 7, 2004, the Securities and Exchange Commission approved FINRA (Formerly NASD) Rule Series 3500 dealing with emergency preparedness. Rule 3510 requires each member to create and maintain a business continuity plan that identifies procedures relating to an emergency or significant business interruption that are “reasonably designed to enable the member to meet its existing obligations to its customers.” In addition, the plan must address the firm’s existing relationships with other members and counter-parties. This plan must be promptly made available to FINRA staff upon request.

Rules 3510(b) requires that each member review its plan at least annually to determine if any changes are needed and update its plan more frequently in the event of any material change to its operations, structure, business or location.

The plan should reflect the firm’s business and operations. Therefore, the requirements of the plan, as identified in Rule 3510, are flexible and should be tailored to the firm’s size and needs.

However, at a minimum, U.S. Wealth Management, LLC’s plan must address the following areas:

- Data back-up and recovery (hard copy and electronic);
- All mission critical systems;
- Financial and operational assessments;
- Alternate communications between customers and the member;
- Alternate communications between the member and its employees;
- Alternate physical location of employees;
- Critical business constituents, banks, and counter-party impact;
- Regulatory reporting;
- Communications with regulators; and
- How the member will assure customers’ prompt access to their funds and securities in the event that the member determines that it is unable to continue its business.

Each firm is required to only address the elements applicable to its business, but the plan must contain an explanation if any element above is not included.

Rule 3520 requires each member to designate two individuals as emergency contacts that FINRA may contact in the event of a significant business disruption. Each contact must be a registered principal or member of senior management. However,

- If the member has only one principal but has other employees, the second contact should be another firm employee, or
- If the firm has only one principal and no other employees, the second contact may be someone who has knowledge of the firm’s business, such as an accountant, attorney, etc.

1. Emergency Contact Persons

U.S. Wealth Management, LLC has designated the following individuals to act as contact persons for the firm as required under Rule 3520:

Primary Contact

Name, Title: Dennis McCarron, Executive Vice-President
Address: 139 Wood Road, Braintree, MA 02184
Telephone Number: (781) 849-9200 ext. 242
Secondary Telephone Number: (617) 774-9289
Fax Number: (781) 849-0677
E-mail Address: dmccarron@uswealthcompanies.com

Secondary Contact:

Name, Title: George Clarke, CFO
Address: 139 Wood Road, Braintree, MA 02184
Telephone Number: (781) 849-9200 ext. 245
Secondary Telephone Number: (617) 990-4593
Fax Number: (781) 394-5656
E-mail Address: gclarke@uswealthcompanies.com

Disaster Recovery Coordinator/Team:

The Company has designated Dennis McCarron, Executive Vice-President, as the "Disaster Recovery Coordinator". In his absence, George Clarke, CFO, will assume his responsibilities.

The "Disaster Recovery Coordinator" has the responsibility to make an immediate preliminary assessment of the nature and extent of the disruption by assessing the following: electricity supply; condition of computer network/phones; damage to the building; HVAC in extreme weather; and other hazards.

If the Coordinator determines that personnel should evacuate the affected location(s), he/she must make an announcement to all personnel as per appropriate procedures. The announcement may be given via personal contact, e-mail, or other methods as appropriate given the systems available and size of staff and building. This announcement should be short and concise, should calmly identify the situation and should provide instructions to employees on how to respond. This announcement should be repeated as often as necessary to avoid confusion and to ensure all employees are aware of the situation. After ensuring the physical safety of Company personnel, the Coordinator must then implement this BCP.

If the situation does not merit evacuation, steps should be taken to alert designated persons of necessary actions to facilitate ongoing operations in the face of limited

disruption. In this case, the Coordinator will determine which, if any, procedures in this BCP should be implemented.

In the event, the SBD has directly effected other areas of the building but has not directly impacted the Company's office, the Coordinator will contact building security or emergency personnel for instructions on how the Company should respond and proceed accordingly.

2. Firm Policy

U.S. Wealth Management, LLC's policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees' lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm's books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business, we will assure customers prompt access to their funds and securities.

Significant Business Disruptions (SBDs):

U.S. Wealth Management, LLC's plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only the Company's ability to communicate and do business, such as a fire or loss electrical power in the office or building.

External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a natural disaster, or another event that causes a wide-scale, regional disruption in essential services. The Company's response to an external SBD will rely more heavily on other organizations and systems, especially on the capabilities of the clearing firm, federal emergency authorities, local officials and utility companies.

Approval and Execution Authority:

Dennis McCarron, a registered principal, is responsible for approving the plan and for conducting the required annual review. He also has the authority to execute this BCP.

Plan Location and Access:

U.S. Wealth Management, LLC will maintain copies of its BCP plan, a record of the firm's annual reviews, and the changes that have been made to the BCP for inspection by regulators. A hard copy of the Company's Plan is located in its main business location and may be accessed by contacting Dennis McCarron, Executive Vice-President, 781-849-9200, dmccarron@uswealthcompanies.com.

An electronic copy of the Company's plan is located internally on the Company's computer in the Business Continuity Plan folder.

3. Business Description

U.S. Wealth Management is a holding company for U.S. Financial Advisors, RIA, and U.S. Insurance Brokers, an insurance broker. The Company is an introducing firm and does not perform any type of clearing function for itself or others. Furthermore, the Company does not hold customer funds or securities. U.S. Wealth Management, LLC accepts and enters orders. All transactions are sent to the clearing firm, which executes our orders, compares them, allocates them, clears and settles them. The Company's clearing firm also maintains

our customers' accounts, can grant customers access to them, and delivers funds and securities. The Company services individuals and institutions.

4. Office Locations

The Company currently operates from the following locations:

Type of Location, Registered or Unregistered	Address and Main Phone Number	Located in a Personal Residence? (Y or N)	Means of Transportation Employees Use to Reach Office	Mission Critical Systems Taking Place at Office
Home Office, registered	139 Wood Rd Braintree, MA 02184 (781) 849-9200	N	Car	order taking, entry, the maintenance of customer accounts, and access to customer accounts, general ledgers

Alternative Physical Location(s) of Employees:

In accordance with Rule 3510(c)(6) requires that each member designate a location at which business will be conducted in the event the primary office of the Company must be evacuated. In accordance with this requirement, U.S. Wealth Management, LLC will move critical members of its staff from affected offices to the Company's closest unaffected office locations. If none of the Company's other office locations is available to receive staff, they will relocate to various location depending on function, as follows:

Finance – George Clarke's personal residence, 21 Bradlee Road, Milton, MA

Operations – Dennis McCarron's personal residence, 161 Oaken Bucket Road, Norwell, MA

Sales & Marketing – John Napolitano's personal residence, 48 Fords Crossing, Norwell, MA

5. Customers' Access to Funds and Securities

U.S. Financial Advisors, LLC does not maintain custody of customers' funds or securities. Customer accounts are maintained at National Financial Services, Fidelity and TD Ameritrade.

In the event of a SBD:

1. If telephone service is available, our registered persons will:
 - a. take customer orders or instructions and contact the appropriate custodian
2. If our Web access is available, our firm will post on our Web site that customers may access their funds and securities by contacting [www.uswealthcompanies.com].

The Company will make this and additional information regarding accessing funds and/or securities available to customers through our disclosure policy (below).

In the event of an SBD:

1. If telephone service is available, our registered persons will make efforts to assist customers in contacting these entities, if so requested.

2. If our Web access is available, our firm will post on our Web site information designed to assist customers reach these entities.

The Company will make this and additional information regarding accessing funds and/or securities available to customers through our disclosure policy (below).

6. Data Back-Up and Recovery (Hard Copy and Electronic)

U.S. Wealth Management, LLC maintains its primary books and records in hard copy and electronically at 139 Wood Road, Braintree, MA. George T. Clarke is responsible for the maintenance of these books and records.

U.S. Financial Advisors, LLC maintains the following document types and forms that are not transmitted to the clearing firm or investment companies: New account information, blotters, financial planning proposals, and illustrations.

Back-up of Paper Records:

Hard copy records are backed up electronically on a daily basis. The electronic back-up records are maintained off site at data storage facility - Equinix, F Building, 21715 Filigree Ct., Ashburn, VA 02147. The hard copy files are stored on site in the office.

Back-up of electronic records:

The firm backs up its electronic records daily by Equinix, F Building, 21715 Filigree Ct., Ashburn, VA 02147.

In the event that electronic records are lost, the Company will either physically recover the storage media or electronically recover data from its back-up site, or, if the Company's primary site is inoperable, continue operations from its back-up site or an alternate location.

7. Financial and Operational Assessments

Operational Risk:

In the event of an SBD, U.S. Wealth Management, LLC will immediately identify any methods available that will permit personnel to communicate with customers, other employees, critical business constituents, critical banks, critical counter-parties, and regulators.

Although the effects of an SBD will determine the means of alternative communication, the communications options the Company may employ will include Web site, telephone voice mail, and secure e-mail. In addition, U.S. Wealth Management, LLC will retrieve key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

Financial and Credit Risk:

In the event of an SBD, U.S. Wealth Management, LLC's CFO will determine the value and liquidity of its investments and other assets to evaluate the Company's ability to continue to fund its operations.

8. Mission Critical Systems**Internal Mission Critical Systems**

U.S. Wealth Management, LLC does not maintain trading or other critical systems to handle customer accounts since its business is limited to money management and financial planning accounts. U.S. Wealth Management, LLC, in the event of an SBD, will notify investors how to access their account information.

U.S. Wealth Management, LLC's "mission critical systems" are those that ensure prompt and accurate processing of securities transactions, including order taking, entry, the maintenance of customer accounts, and access to customer accounts. More specifically, these systems include: Goldmine and Internet access to the custodians firm's systems.

The Company has primary responsibility for establishing and maintaining business relationships with customers and has sole responsibility for the Company's mission critical functions of money management and financial planning.

Order Entry/Submission

Currently, U.S. Financial Advisors, LLC submits orders by recording them on paper and/or electronically and sending them to the appropriate custodial firm, via the trading system.

In the event of an internal SBD, the Company will send orders to the custodial firm by the fastest alternative means available, which may include alternative telephone facilities, including cell phones, messenger or courier, external e-mail connections.

Order Execution

The Company does not execute orders. All orders are executed through the Company's custodial firm.

Other Services Currently Provided to Customers

As listed above the Company provides financial planning, insurance and asset management.

In the event of an internal or external SBD, the Company will attempt to continue to offer these services provided that doing so does not place our employees or customers in harm's way. These services may be temporarily suspended if the Company determines that safety cannot be assured or if critical systems necessary for offering these services, such as telephone or Internet systems are disrupted.

Recovery-time objectives provide concrete goals to plan for and test against. They are not, however, hard and fast deadlines that must be met in every emergency situation, and various external factors surrounding a disruption, such as time of day, scope of disruption, and status of critical infrastructure—particularly telecommunications—can affect actual recovery times. Recovery refers to the restoration of clearing and settlement activities after a wide-scale disruption; resumption refers to the capacity to accept and process new transactions and payments after a wide-scale disruption.

9. Alternate Communications Between the Firm and Customers, Employees, and Regulators

Customers

The Company currently communicates with our customers using the telephone, e-mail, fax, U.S. mail, and in person visits at our firm or at the other's location.

In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

Employees

The Company currently communicates with its employees using the telephone, e-mail, fax, U.S. mail, and in person.

In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

The Company employs less than 15 persons who are located within close proximity to each other within a single office. Employees will be notified directly by the Disaster Recover Coordinator, or his designee, as to events and the manner in which they should proceed.

Regulators

U.S. Financial Advisors, LLC is currently registered with the SEC.

U.S. Financial Advisors, LLC communicates with applicable regulators using the telephone, e-mail, fax, U.S. mail, and in person.

In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

10. Critical Business Constituents, Banks, and Counter-Parties

Business constituents

U.S. Wealth Advisors, LLC has contacted our critical business constituents (businesses with which the Company has an ongoing commercial relationship in support of its operating activities, such as vendors providing critical services), and determined the extent to which the Company can continue its business relationship with these businesses in light of the internal or external SBD. The Company will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or our firm

Our major suppliers are:

Business Constituent	Address, Phone Number	Alternative Supplier	Address, Phone Number
Mindshift (IT Support)	877-957-6463		
Goldmine (Contact Database)			
National Financial Services (Clearing Services)	World Trade Center, 200 Seaport Ave., Boston, MA 617-563-7130		
Fidelity	World Trade Center, 200 Seaport Ave., Boston, MA 617-563-7130		
TD Ameritrade	One Harborside Financial Center Plaza IV A, 8 th Floor Jersey City, NJ 07311		
Paetec (Telephone & Internet services)	877-340-2600		

Banks

U.S. Wealth Management, LLC has contacted its banks and lenders to determine if they can continue to provide the financing that the Company may need in light of the internal or external SBD. The Company's accounts are currently with the following institutions:

Types of account (i.e. checking, savings, PAIB, escrow)	Name of Financial Institution	Address of Financial Institution	Telephone Number	Contact Name
Checking	Sovereign Bank	Braintree, MA	781-843-5935	Richard Mazzone

Counter-Parties

U.S. Wealth Management, LLC has contacted our critical counter-parties, such as other broker-dealers or institutional customers, to determine if we will be able to carry out our transactions with them in light of the internal or external SBD. Where the transactions cannot be completed, we will work with our clearing firm or contact those counter-parties

directly to make alternative arrangements to complete those transactions as soon as possible.

11. Regulatory Reporting

U.S. Financial Advisors, LLC is subject to regulation by the SEC, as well as various state and other securities regulators.

U.S. Financial Advisors, LLC currently files reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

SEC Northeast Region – Boston Office:

Address: 73 Tremont Street, Suite 600, Boston, MA 02108

Phone: 617-424-5900

A list of state regulators can be found on the NASAA website.

12. Disclosure of Business Continuity Plan

The Company will make available in writing a summary of our BCP to customers. The Company will notify customers in writing when material changes are made to the Plan than may affect their business relationship with the Company. The Company will also mail it to customers upon request.

The summary addresses the possibility of a future SBD and how we plan to respond to events of varying scope. In addressing the events of varying scope, the summary:

1. Provides specific scenarios of varying severity (e.g., a firm-only business disruption, a disruption to a single building, a disruption to a business district, a city-wide business disruption, and a regional disruption);
2. States whether we plan to continue business during that scenario and, if so, our planned recovery time; and
3. Provide general information on our intended response.

Our summary also discloses the existence of back-up facilities and arrangements. A copy of the Company's disclosure statement is included at the back of this Plan.

13. Updates and Annual Review

The Company will update this plan whenever there is a material change to its operations, structure, business or location or to those of the clearing firm.

The Company's BCP will be reviewed and modified, if necessary, at least annually, but no later than within 12 months of the date on which this Plan was put into effect or previously reviewed, to take into account any changes in the Company's operations, structure, business, or location or those of our clearing firm.

**Customer Disclosure Statement
Business Continuity Plan
U.S. Wealth Management, LLC
2009**

U.S. Wealth Management, LLC plans to quickly recover and resume business operations after a significant business disruption (SBD) and respond by safeguarding our employees and property, making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our company's business continuity plan (BCP) is designed to permit us to resume operations as quickly as possible, given the scope and severity of the SBD.

The BCP addresses: data back up and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counter-party impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

Our custodial firms, National Financial Services, Fidelity and TD Ameritrade back up our important records in a geographically separate area. While every emergency situation poses unique problems based on external factors, such as time of day and the severity of the disruption, we have been advised by our custodians that its objective is to restore its own operations and be able to complete existing transactions and accept new transactions and payments within 2-4 hours. Your orders and requests for funds and securities could be delayed during this period.

Significant Business Disruptions: The Company's plan takes into account two kinds Significant Business Disruptions, internal and external. Internal SBDs affect only the Company's ability to communicate and do business, such as a fire or loss electrical power in the office or building.

External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a natural disaster, or another event that causes a wide-scale, regional disruption in essential services.

Internal SBDs: In the event of a disruption in the Company's business operations due an internal SBD, the Company will attempt to continue to conduct business as usual by utilizing alternative communication methods (if available), such as the Internet, cell phones, etc., or by moving its operations to an alternative location.

If personnel or operations must be moved to an alternate location, the Company anticipates that it will resume regular operations with 4-6 hours.

External SBDs: In the event of a disruption in the Company's business operations due to an external SBD, the Company will attempt to continue to conduct business as usual by moving its operations to an alternative location outside the effected area, if possible, or by providing customers with alternative communication arrangements, as indicated below, to conduct business or to access their funds and securities.

The Company will attempt to resume business within 24-48 hours and to keep its customers informed regarding relevant events to the best of its ability based on the circumstances.

In all cases, the Company will resume normal business operations as soon as it is able to do so, based on the type and the extent of the disrupting event.

If the significant business disruption is so severe that it prevents us from remaining in business, we will assure our customer's prompt access to their funds and securities.

Communications: In the event you are unable to reach the Company at our main number, please proceed as follows:

1. Contact the Company at the following alternate telephone number: 617-774-9289.
2. Access the Company's website at www.uswealthcompanies.com.
3. Access the Custodial firm, product sponsor or issuer website for more information on contacting this entity and their business continuity plans. The website address can generally be found on your statement or offering documents.

Contact information: Any questions regarding the Company's Business Continuity Plans should be addressed to: Dennis McCarron, 139 Wood Road, Braintree, MA 02184 (781) 849-9200 Ext. 242 or by email at dmccarron@uswealthcompanies.com.