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FINANCIAL & INVESTMENT MANAGEMENT GROUP, LTD.

FORM ADV – PART 2A INFORMATION

October 4, 2011

Financial & Investment Management Group, Ltd.

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This brochure provides information about the qualifications and business practices of Financial & Investment Management Group, Ltd. (“FIM Group”). If you have any questions about the contents of this brochure, please contact us at (231) 929-4500. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Additional information about FIM Group, including a copy of its Form ADV Part 1, is available on the SEC's website at www.adviserinfo.sec.gov.

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Item 3 - Material Changes To This Brochure Since Its Last Annual Update

Item 4 - Advisory Business

FIM Group is an investment adviser registered with the Securities and Exchange Commission (“SEC”). It is also notice-filed in various states. The firm provides investment management, investment consultation, financial planning and pension administration services to its clients. FIM Group became registered as an investment adviser with the SEC in October 1988. FIM Group is wholly-owned by Paul H. Sutherland. FIM Group does not control any other investment advisory firms. The advisory services of FIM Group are described in detail below.

Investment Management Service

Investment Management Services begin with an initial interview with the client during which data-gathering questions are asked by the FIM Group Representative providing services to determine the client's individual needs, goals and objectives, investment time horizons, and risk tolerance. FIM Group's Representative will then recommend investment strategies, which may include planning for long-range goals (i.e., retirement funding), short-term goals (i.e., funding cash needs) or other investment plans. FIM Group's Representative can implement the investment strategy recommendations accepted by the client. Portfolio management services can be provided on a discretionary basis.

Investments may include long and short-term investment, money market funds, mutual funds, stocks, bonds, or other investment vehicles. Most assets will be valued daily and reviews can occur as often as a client prefers, or as FIM Group Representatives deem appropriate. FIM Group does not guarantee the results of its recommendations and losses can occur by following FIM Group's advice, including conservative investment strategies.

FIM Group assumes that if there have been any changes to a client's financial situation, the client will contact FIM Group to advise of the change as soon as the change occurs. It is important that FIM Group has the most current information about a client so it can determine whether an update to the client's investment strategy is needed. Clients may call the offices of FIM Group at any time during normal business hours to discuss the client's account, financial situation or investment needs with their FIM Group Representative.

Clients will receive transaction confirmations from the brokerage firm processing trades as the trades occur, and statements of account monthly or quarterly, depending on the custodian. Additionally, FIM Group provides its own quarterly portfolio reports. Clients are encouraged to compare FIM Group reports with information on the custodian's reports.

A client owns each security in the client's account. Clients have the ability to leave standing instructions with FIM Group to refrain from investing in particular securities, invest in limited amounts of securities, to vote proxies and to rebalance their portfolios. FIM Group will direct all purchase and sale orders to the broker designated by FIM Group unless the client designates a broker. FIM Group is not affiliated with a broker and will choose a broker for a client based upon the brokerage firm's quality of service, financial strength, competence and ability to provide trade executions at competitive commission rates. The broker and/or trust company will maintain custody of all account assets and provide such other custodial functions customarily performed with respect to securities brokerage accounts. All brokerage commissions, stock transfer fees and other similar charges incurred by the client's account(s) are paid out of account assets. A current list of transaction fees is available upon request. FIM Group does not

receive any portion of these fees. FIM Group receives fees for Investment Management Services from its clients only.

Investment Consultation Services

In addition to fee-based Investment Management Services, FIM Group provides investment advice through individual Investment Consultation Services offered for an hourly rate or flat fee project rate. Investment Advisory Consultations can be general in nature or focused on particular areas of interest, depending upon the client's needs. For example topics such as investment analysis, retirement funding, cash flow analysis and other subjects can be addressed. The exact services and reports to be provided are determined during the initial consultation with each client.

Retirement Plan Administration

FIM Group will assist business accounts with the design, implementation and required filings of pension plans. FIM Group's Retirement Plan Administration staff will meet with the client to decide the appropriate plan type and services to be provided. Some Retirement Plan Administration clients will also chose to utilize FIM Group's Investment Management Services. As needed, FIM Group will handle all Retirement Plan Administration related services, and manage the investment accounts for all plan participants. FIM Group may outsource administration services and will work with client-directed plan administrators. In some situations, FIM Group may utilize outside services for administration. In such cases, clients will contract directly with the third party and FIM Group may act as an intermediary. Along with FIM Group's Retirement Plan Administration staff, FIM Group's Investment Management staff will be available to all plan participants for consultation regarding investment choices available within the plan.

Financial Planning

FIM Group also provides Financial Planning Services typically covering several financial issues such as cash management, retirement planning, college funding, estate planning and tax planning, using long-term strategies. FIM Group makes itself available to clients for periodic meetings to monitor planning progress. In providing Financial Planning Services, FIM Group plans for each client's long-term goals. After FIM Group evaluates the client's financial needs, the client's FIM Group Representative will design investment and risk management strategies to help the client achieve his or her financial goals.

Casualty insurance (i.e., homeowners, auto, liability, etc.) is an important coverage that should regularly be reviewed. FIM Group does not review or recommend casualty insurance and clients are encouraged to seek the assistance of a qualified insurance representative of their choice.

Item 5 - Fees and Compensation

FIM Group is a purely Fee-Only firm. This means that we are only compensated by the direct fees that we charge our clients, not by commissions for selling and/or recommending products.

All fees paid to FIM Group for Investment Management Services are separate from the fees and expenses charged to shareholders of mutual fund shares. Mutual funds pay advisory fees to their related investment advisers, which payments reduce the net asset value of the Funds' shares. Therefore, when a mutual fund exists in a client's portfolio, the client pays two levels of advisory fees, one directly to FIM Group for its management services and one indirectly to the managers of the funds

held in their portfolios. In many cases, the client could invest in the same mutual fund without paying a fee to FIM Group but would then not have the benefit of the advice, review and monitoring FIM Group provides. A complete explanation of these expenses charged by the mutual funds is contained in each mutual fund's prospectus. Clients are encouraged to read each fund prospectus carefully before investing.

Investment Manager Monitoring Services Fees

Fees for Investment Management Services are computed as a percentage of the month-end market value of the client's investment portfolio under management (based upon an annual rate) and billed monthly.

FIM Group's standard annualized fee is 1.44% and is normally billed at 0.12% per month on each account's value at the prior month's end.

Specialized Fixed Income Accounts, Specialized Capital Preservation + Accounts, Common Fund Trust Accounts, and other accounts whose management is limited to open-ended mutual funds or annuities, i.e., 401(k) Plans, TSA/403(b)(7) Accounts, etc., will be billed at 50% of normal fees.

Billing invoices are prepared monthly and are based upon the market value of the client's account on the last day of the previous month, and are payable in advance. Upon request, a client may ask that they be billed on a quarterly basis. Payment of fees may be made directly by the client, or with client's advance authorization may also be made to FIM Group by the account custodian by debiting the client's account for the amount of such fees. Clients are able to terminate the written billing authorization or agreement at any time. FIM Group reserves the right to change its fees upon giving clients 60 days' advance written notice. FIM Group further reserves the right to adjust the standard fee for any account(s) under certain circumstances. Fees may, at the discretion of FIM be calculated based upon the total value of related accounts. Fees set forth above may be modified based upon individual circumstances or complexities at the discretion of FIM Group.

As an added service to clients, FIM Group may include in its quarterly report, a summary of assets held in the client's portfolio that are not managed by FIM Group. It is understood that FIM Group makes no warranty as to the value of these assets or their suitability. However, if desired, FIM Group is available to vote proxies on these non-managed securities or accounts. At client's request, FIM Group can also advise clients regarding mergers and other material events affecting their accounts. Non-managed assets may be billed at \$25 for each purchase or sale, and \$25 per asset held in the client's account at prior year's end (minimum fee is \$100) to be included with January billings. Unsupervised assets are listed on client appraisals as unsupervised assets and receive FIM Group's account, appraisal and performance reporting services.

Investment Management Services may be terminated by written notice by either party. If a client terminates the agreement within 21 days of signing the agreement, FIM Group refunds 100% of prepaid fees.

Investment Consultation Service Fees

Fees for Investment Consultation Services are computed at the hourly rate of \$75-\$475, depending upon the complexity of services, level of expertise required and specific situation and requests of the client. The hourly fee is billed to the next 1/60th hour. A flat project fee for Consultations may also be

negotiated and will depend upon FIM Group's estimated time to complete the project. Fees for Investment Consultation Services are determined at the time of engagement and are due and payable upon deliver of the services.

Investment Consultation Services may be immediately terminated upon written notice by either party. The client will be invoiced for time incurred by FIM Group to the date of termination.

Retirement Plan Administration Service Fees

Standard Record keeping fees are assessed monthly at a standard rate of \$100 per month and \$1 per plan participant per month. This fee includes retirement plan design/review, plan document preparation and amendments, on-going record keeping, on-line access, custody of assets, quarterly participant statements, testing and 5500 tax preparation. Fees could vary if a third party is utilized. Record keeping fees may be waived at management's discretion.

Financial Planning Service Fees.

Hourly and flat fees for Financial Planning Services vary and correspond directly to the complexity of the services and reports requested by the client. Fees are determined at the time of engagement. Fees for all plans are due upon delivery of the advice or written plan. If client circumstances or objectives change such that a new investment plan is required, there may be an additional charge.

Clients may terminate the Financial Planning Services agreement upon written notice and the client will be invoiced for any portion of time incurred by FIM Group on the development of the Plan prior to termination at an hourly rate of \$75-\$475, as established before service began. Otherwise, Financial Planning Services terminate upon delivery of the advice or written plan. It is the client's responsibility to update his or her financial goals with FIM Group or secure additional services as may be needed. A new Agreement can be executed to secure additional services as needed.

Other Compensation

Employees of FIM Group are frequently asked to speak on financial topics. Depending on the type of engagement, they may charge for such services at fees negotiated in advance.

Paul Sutherland, CFP® has experience and training in employment analysis, business consulting, mergers/acquisitions, and selling/evaluation of business entities. These services are offered on an hourly or flat fee project basis, depending upon the complexity of services desired. Periodically, (generally limited to FIM Group clients), Paul Sutherland will advise clients regarding business start-ups, selling a business and business strategies.

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

FIM Group does not charge any performance-based fees. All fees are disclosed above.

Item 7 - Types of Clients/Minimum Account Size

FIM Group makes advisory services available to a wide variety of clients including, but not limited to, individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

FIM Group generally requires a minimum portfolio size of approximately \$500,000 for clients receiving Investment Management Services. The minimum account size may be waived due to special circumstances such as a pre-existing relationship, anticipated new assets, or as otherwise determined acceptable and at the discretion of FIM Group.

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

FIM Group makes judgments about each client's risk tolerance, goals and objectives, time horizon and tax status. Clients are interviewed and information gathered is used to determine which type of investment program best suits their needs. Investment strategies may be based upon a number of concepts and are applied based upon the objectives of the client. Descriptions of some of the strategies that may be used follow.

Strategies used to manage client portfolios are based upon the premise that an investment's price is more volatile than its underlying, real fundamental value. FIM Group believes that returns, over time, can be increased and risks reduced by shunning investments which, in FIM Group's view, are over-priced and favoring investments that are under-priced.

Investment strategies may include long-term and short-term purchases depending upon the individual needs of a client. The concept of asset allocation, or spreading investments among a number of asset classes (domestic stocks vs. foreign stocks; large cap stocks vs. small cap stocks; corporate bonds vs. governmental securities), is generally a favored strategy. Since FIM Group believes that risk reduction is a key element to long-term investment success, asset allocation principals are a key part of FIM Group's overall approach in providing investment advice to clients.

FIM Group considers itself a firm that invests for the long-term. However, if a client's investment reaches a price objective quickly, FIM Group may decide to sell the investment even if it was held for only a very short period. Clients should consult with a tax adviser regarding the presence of taxable income generated by these transactions.

While similar to FIM Group's equity investment process, FIM Group's income investment selection process is quantitative and active due to the nature of income investments. FIM Group believes that fixed income investments, i.e., fixed maturities, fixed interest dividends, senior-status guarantees, etc. have a high degree of risk-adjusted quantifiable predictability. FIM Group management seeks to identify and compare each income investment's expected return over time. FIM Group's goal is to add value by actively managing fixed income investments for total returns from interest, dividends and capital gains, and by ideally having such managed portfolios contain FIM Group's top risk-adjusted selections at all times.

FIM Group does not guarantee the effectiveness of any advice it provides. Losses can occur with any investment or strategy, including conservative investments. Clients are encouraged to discuss any questions with FIM Group personnel that may arise regarding investment policies throughout the course of the engagement.

FIM Group utilizes many sources of public information including financial news and research materials. Recommendations for purchases of investments are based on original research and publicly available reports and analysis. In the case of mutual funds, recommendations are based on reports and analysis of

performance and managers, and certain computerized and other models for asset allocation and investment timing.

Item 9 - Disciplinary Information

FIM Group does not have any disciplinary information to report regarding itself or any of its counselors or other related persons.

Item 10 - Other Financial Industry Activities and Affiliations

Paul H. Sutherland purchased a minority equity interest in National Advisors Trust Company ("NATCO"). NATCO was formed by fee-only and fee-based financial advisors to serve their clients with quality, customized, trust services that are priced at costs substantially lower (in most cases) than traditional trust companies. NATCO specializes in providing trust services to clients of investment advisory firms that are owners or whose owners have an interest in NATCO. FIM Group Representatives will, when appropriate, recommend to clients that they use the trust services of NATCO. FIM Group's goal is to control the costs of investing and quality whenever possible. Paul Sutherland, FIM Group's President, felt that by buying an interest in NATCO, would allow greater flexibility at lower costs for FIM Group's clients. The investment in NATCO was the minimum allowed to be able to use NATCO's services. Thus, because of Paul's ownership interest in NATCO, a conflict of interest exists when NATCO's services are recommended.

To the extent NATCO's securities transactions are processed by FIM Group for NATCO client trust accounts, those transactions are processed at competitive rates through broker-dealers and mutual fund issuers recommended by NATCO. Those rates, however, may be higher or lower than those available through other brokerage service providers.

Custodians such as Charles Schwab and Fidelity provide FIM Group with access to their institutional trading and custody services, which are typically not available to their retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets are maintained in accounts at the custodian, and are not otherwise contingent upon FIM Group committing any specific amount of business (assets in custody or trading). These services include brokerage, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher initial investment.

For FIM Group's client accounts maintained in their custody, Schwab or Fidelity, generally do not charge separately for custody but are compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through them or that settle into accounts held with them.

Custodians such as Schwab and Fidelity also makes available to FIM Group other products and services that benefit FIM Group but may not benefit its clients' accounts. Some of these other products and services assist FIM Group in managing and administering clients' accounts. Thus, when recommending their custodial services, a conflict of interest exists since recommending other custodians could result in FIM Group incurring higher operating costs.

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

Occasionally, investment objectives of Clients are similar to those of Representatives or other associated persons of FIM Group and this may lead to personal investments in the same investments. Due to the relatively insignificant investments made by FIM Group, its Representatives and associated persons, relative to total investments, these transactions would have no noticeable effect on market prices or movement. Additionally, accounts of FIM Group or its access persons will be included in such block trades along with clients. All accounts and trades of employees are reviewed as described in the Code of Ethics. All employees with accounts managed by FIM Group on a discretionary basis will be treated the same as all other clients, and the above described allocation methods will be utilized.

FIM Group has established a Code of Ethics applicable to all persons at the firm who have access to confidential client records or to recommendations being made for client accounts. Designed to prevent conflicts of interest between the financial interests of clients and the interests of the firm's staff, the Code requires such "access persons" to obtain pre-approval of certain securities transactions, to report transactions quarterly and to report all securities positions in which they have a beneficial interest at least annually. These reporting requirements allow supervisors at the firm to determine whether to allow or prohibit certain employee securities purchases and sales based on transactions made, or anticipated to be made, in the same securities for client accounts. The Code also establishes certain bookkeeping requirements relating to the new federal reporting rules. The Code is required to be reviewed annually and updated as necessary. A complete copy of the firm's Code is available upon request.

Item 12 - Brokerage Practices

FIM Group has discretion over client accounts by authority granted in writing by each client in the client agreement. Generally, the client determines, with FIM Group's input, the custodian and broker to be used and this information (client-directed brokerage) is outlined in FIM Group's client agreement. However, FIM Group usually recommends that clients utilize Schwab Advisor Services, a division of Charles Schwab & Co., Inc. ("Schwab"), a registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. FIM Group is independently owned and operated and not affiliated with Schwab.

As a service to FIM Group, various brokerage firms make available specific research information. These items may be paid for by FIM Group directing client trades to the firms.

The type of research information FIM Group receives includes proprietary research prepared by each firm, national and international forecasts, industry and company analyses, and portfolio strategy information. If FIM Group directs transaction to these firms for research, the commissions are considered to be a form of economic benefit called "soft dollars".

If FIM Group directs business, clients may pay slightly more than the lowest rate of commission available in order to obtain brokerage service, custodial services and research if FIM Group determines in good faith, and after periodic review, that the amount of the transaction fees are reasonable in relation to the full range and quality of the brokerage and research services provided, viewed in terms of either particular transactions or FIM Group's overall responsibilities with respect to the accounts over which it exercises investment discretion. The determinative factor is whether transaction fees represent the best qualitative execution services from FIM Group's managed accounts.

FIM Group is required by various rules and regulations of the Securities and Exchange Commission (the "Commission or SEC") to select brokers and execute transactions in a manner that such commissions, fees or other remuneration do not exceed the usual and customary brokers' commissions. The duty to ensure best execution means that the Firm has an obligation to execute securities transactions so that the total costs provide the most favorable broker-dealer services in terms of research, execution capability, commission rates, financial responsibility and responsiveness to the Firm. Section 28(e) of the Securities and Exchange Act of 1934 provides a safe harbor from fiduciary liability for an investment adviser who pays commission "soft dollars" when certain conditions are met. This safe harbor provides that brokerage and research services can be paid by commission "soft dollars."

Brokerage and research services are defined as:

1. Furnishing advice, either directly or through publication or writings, as to the value of securities, the advisability of investing in, purchasing, or selling securities, and the availability of securities or providers or sellers of securities;
2. Furnishing analytical reports concerning issues, industries, securities, economic factors and trends, portfolio strategy, and the performance of accounts; or
3. Effecting securities transactions and performing functions incidental thereto (such as clearance, settlement and custody) or required services in connection therewith.

Thus, FIM Group may pay brokerage commissions in excess of that which another broker-dealer may have charged for effecting similar transactions if it believes the brokerage and research services received from the brokerage firm providing it justify such payments.

FIM Group has adopted procedures which are designed to provide that commissions, fees or other remuneration are consistent with the standards described above, makes and approves changes to the procedures as it deems necessary, and determines no less frequently than quarterly that all transactions during the preceding quarter were effected in compliance with its procedures.

As a stated policy, the Firm will only use soft dollars to benefit clients. The Firm will only engage in soft dollar arrangements when broker execution is satisfactory, a reasonable commission rate is received and research or other services provided by soft dollar arrangements provide lawful and appropriate assistance to the Firm in the performance of its investment decision making responsibilities. Clients are encouraged to request detailed information regarding any soft dollar arrangements FIM Group may have in place.

As indicated above, recommendations and use of brokerage firms are based upon the stability and safety of the custodial broker, investment flexibility, ease of settlement, the rates, quality of execution of services, the services provided to clients and the services provided to FIM Group on behalf of clients. Additionally, in the course of determining fair and reasonable services, FIM Group works to negotiate the most reasonable costs.

Representatives of FIM Group are not registered representatives of any broker/dealer and do not receive commissions, fees or any other form of "hard dollar" compensation as a result of recommending the services of service providers.

Item 13 - Review of Accounts and Reports

Investment Management services involve frequent monitoring and review of portfolio assets by an FIM Group manager. While portfolios are generally reviewed on a quarterly basis, individual portfolio positions are generally reviewed each business day at the discretion of the FIM Group manager assigned to the account. Economic, financial and business data affecting client portfolios is also reviewed daily. Portfolios are also reviewed at the time of new significant deposits and during times of financial market or security prices volatility and changes in economic cycles. Reviews entail analyzing securities, volatility, sensitivity to overall markets, economic changes, investment results and asset allocation, etc., to ensure investment strategy and expectations are structured to continue to meet client objectives. Clients are obligated to promptly notify FIM Group of any changes in the client's financial status or ensure FIM Group's investment strategies continue to meet the client's changing needs.

Clients receive standard account statements from investment sponsors and qualified brokerage firms monthly and as transactions occur. FIM Group prepares quarterly portfolio reports for Investment Management Clients. Clients are encouraged to carefully compare the information on FIM Group's reports to that on the custodian's statements.

Item 14 - Client Referrals and Other Compensation

Occasionally, FIM Group may pay a fee to a third party who has referred a client to FIM Group. Typically, the fee paid is calculated as a percentage of the fee paid by a client. When such an arrangement exists, a disclosure of the arrangement is provided to the client before the service agreement is signed. Such an arrangement does not raise or lower the advisory fee a client pays to FIM Group.

Item 15 - Custody

FIM Group does not take custody of client funds or securities. These safekeeping services are typically provided to accounts only by the brokerage firm where the client has opened their account.

To the extent a client receives any account or other investment ownership statement from FIM Group, FIM Group recommends the client carefully compare the report to the custodian's statements.

Item 16 - Investment Discretion

FIM Group exercises discretion to determine the securities to be bought and sold based on client's investment objectives and its analysis of securities. FIM Group may exercise discretion to select brokerage firms but usually recommends that clients open accounts with Schwab.

If a client directs FIM Group to effect transactions through a particular broker-dealer, including one recommended by FIM Group, FIM Group will do so. However, such an instruction has implications to the client. The instruction may cause the client's account to incur transaction costs and/or commissions that may be higher than if the instruction had not been given. Also, such a restriction may limit FIM Group's ability to consider the judgmental factors described above when selecting a broker-dealer and may limit FIM Group's ability to batch the client's order with those of other clients to process the block order through a single broker-dealer in an effort to obtain a better price and/or execution. Thus, a clients directing FIM Group to use a particular broker-dealer may not receive an average price for securities bought or sold, or otherwise obtain best price or execution.

When it deems it appropriate, FIM Group representatives may aggregate or “block” a number of similar client orders into one order. Clients participating in a block trade will receive the same execution price and shall be charged the same commission rate, if possible. Some custodians charge flat commission fees based on the level of assets that the individual account holder has at that custodian.

When the full amount of a block trade is not executed (“partial fills”), such amounts executed shall be allocated among the participating client accounts based upon multiple criteria. If FIM Group is building a position in an investment over time, FIM Group tends to favor allocation to new accounts, accounts with additions of or existing significant cash levels, or accounts that are most suited for the particular investment. Examples of some circumstances that might warrant a deviation include account types, tax considerations, particular investment guidelines, client-imposed restrictions, and portfolio cash levels.

When a block trade cannot be fully executed, any unexecuted amounts will be rewritten for subsequent execution, if possible, unless other instructions are provided by the portfolio manager(s).

Occasionally, an error may occur when processing trades for client accounts. If the error is in favor of a client, an offsetting transaction will be placed and the gain will remain with the client. If the error is not advantageous, then an offsetting transaction will be placed and make the client whole by FIM Group making up the loss by check or by reducing its fee, with the net effect to the client being zero.

Item 17 - Voting Proxies on Client Securities

FIM Group and its Representatives may vote proxies on behalf of clients. The following information briefly summarizes FIM Group's Policy and Procedures regarding how it votes proxies when providing Investment Management Services to clients.

Summary of Proxy Voting Policy and Procedures

The following information briefly summarizes FIM Group’s Policy and Procedures relating to how FIM Group votes proxies.

Guiding Principles - FIM Group’s Policies and Procedures relating to voting proxies are designed to ensure that proxies are voted in the best interests of clients. The Policies and Procedures do not apply to those situations where the client has retained voting discretion. In those situations, FIM Group will cooperate with the client to ensure proxies are voted as directed by the client. In addition, FIM Group will abide by specific voting guidelines on certain policy issues as requested by particular clients on a case-by-case basis.

Primary Objective - In general, proxies will be voted in a manner designed to maximize the value of client investments. In evaluating a particular proxy proposal, FIM Group will take into consideration, among other things, the period of time shares of the company are expected to be held, the size of the client’s position, the costs involved in the proxy proposal and the existing governance documents of the affected company, as well as its management and operations.

Generally, it is FIM Group’s policy to vote in accordance with management’s recommendations on most issues since the capability of management is one of the criteria used by FIM Group in selecting stocks. This policy recognizes the fact that a board of directors is elected by a company’s shareholders, it is the duty of the board to elect and oversee competent management personnel, and management of a company will normally have more specific expertise and knowledge as to the company’s operations than does FIM Group.

Exceptions - When FIM Group believes management is acting on its own behalf, instead of on behalf of the well-being of the company and its shareholders, or when FIM Group believes that management is acting in a manner that is adverse to the rights of the company's shareholders, FIM Group will take steps to represent the interests of its clients and, as a result, may elect to vote against management's recommendations.

In situations where FIM Group is extremely displeased with management's performance, it may withhold votes or vote against management's slate of directors and other management proposals as a means of communicating its dissatisfaction.

Other Factors the Firm Considers - FIM Group recognizes that the activity or inactivity of a company with respect to matters of social, political or environmental concern may have an effect upon the economic success of the company and the value of its securities. However, FIM Group does not consider it appropriate, or in the interests of its clients, to impose its own moral standards on others. Therefore, it normally supports management's position on matters of social, political or environmental concern, except where it believes that a different position would be in the economic interests of company shareholders.

When possible, voting is conducted electronically.

Conflicts - In evaluating a proxy proposal, the Chief Compliance Officer, or the Chief Compliance Officer's designee, is responsible for considering whether there is any circumstance that may give rise to a conflict of interest on the part of FIM Group in connection with voting client proxies either because of a business relationship between FIM Group and the company or otherwise.

Voting Procedures - All proxy proposals are voted on an individual basis. In general, when a conflict exists, the proxy is referred to FIM Group's President who, based on the advice of legal counsel, determines whether the proxy may be voted by FIM Group or whether it should be referred to the client (or another fiduciary of the client) for voting purposes.

FIM Group may also consult directly with a client to obtain the client's consent before voting the proxies. If client consent is sought, FIM Group will provide the client with sufficient information regarding the matter before shareholders and the nature of FIM Group's conflict to enable the client to make an informed decision to consent to FIM Group's vote.

How To Obtain More Information - For additional information regarding our proxy voting policies and procedures, please contact us by writing to us at 111 Cass Street, Traverse City, Michigan 49684, or calling (231) 929-4500.

Item 18 - Financial Information

FIM Group does not receive fees of more than \$1200 six months or more in advance, thus no financial statement for FIM Group is attached. FIM Group does not have any financial condition that is reasonably likely to impair its ability to meet its contracted commitment to any client.

Privacy Policy

Privacy Notice to Our Clients.

FIM Group strongly believes in protecting the confidentiality and security of information we collect about you. This notice describes our privacy policy and describes how we treat the information we receive about you.

Why We Collect And How We Use Information.

When we evaluate your request for our services, provide investment advice to you and process transactions for your account, you typically provide us with certain personal information necessary for us to provide advice and execute transactions. We may also use that information to offer you other services we provide which may meet your investment needs.

What Information We Collect.

The personal information we collect may include:

- Name and address;
- Social Security or taxpayer identification number;
- Assets;
- Income;
- Account balance and positions;
- Investment activity;
- Accounts at other institutions.

How We Protect Information.

We do not sell your personal information to anyone.

We treat information about current and former clients and their accounts in a confidential manner. Our employees may access information and provide it to third parties only when completing a transaction at your request or providing our other services to you.

At your request, we may disclose information to attorneys, accountants, lawyers, securities professionals and others to assist us, or them, in providing services to you. We may also share information with companies that perform services on our behalf, such as the companies that we hire to perform marketing or administrative services. Companies we may hire to provide support services are not allowed to use your personal information for their own purposes. We may make additional disclosures as permitted by law.

We also maintain physical, electronic, and procedural safeguards to protect information. Employees and our professional service representatives are required to comply with our established information confidentiality provisions.

Access to and Correction of Information.

Generally, upon your written request, we will make available information for your review. Information collected in connection with, or in anticipation of, any claim or legal proceeding will not be made available.

If your personal information with us becomes inaccurate, or if you need to make a change to that information, please contact us at the number shown below so we can update our records.

Further Information.

For additional information regarding our privacy policy, please contact us by writing to us at 111 Cass Street, Traverse City, Michigan 49684, or calling (231) 929-4500.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Matthew R. Bohrer

October 4, 2011

Financial & Investment Management Group, Ltd.
111 Cass Street
Traverse City, MI 49684
Phone (231) 929-4500 Fax (231) 995-7999
www.fimg.net

This brochure supplement provides information about Matt Bohrer that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Matthew R. Bohrer is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Bohrer was born in 1974. He graduated from the Michigan State University in East Lansing, Michigan in 1997 with a BA in Finance. He graduated from Lawrence Technological University in Southfield, Michigan in 2007 with a Master of Business Administration Degree.

Mr. Bohrer has been an Investment Adviser Representative for FIM Group since June 1997. He has also held the following positions: Chief Compliance Officer 2007 to Present; Chief Operating Officer, Private Client Group 2006 to Present and Manager of Compliance 2002 through 2005.

He successfully passed the FINRA Series 65 Uniform Investment Adviser State Law Exam.

Item 3 - Disciplinary Information

Mr. Bohrer does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Bohrer is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Bohrer does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Paul Sutherland is responsible for the overall supervision of FIM Group representatives, his contact information can be found on the cover page of this brochure supplement. He has designated individuals to assist with supervision, including Mr. Bohrer who is the Chief Compliance Officer for FIM Group.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Renee A. Egelski, AWMA®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

Phone (231) 929-4500 Fax (231) 995-7999

www.fimg.net

This brochure supplement provides information about Renee Egelski that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Renee A. Egelski is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Ms. Egelski was born in 1977. She graduated from Northwestern Michigan College in 2008 and Grand Valley State University in 2010. She holds the designation of Accredited Wealth Management Advisor (AWMA®).

Ms. Egelski worked as a Financial Adviser and Investment Adviser Representative for Waddell & Reed, Inc. from 2001 through 2006. In 2006 she joined FIM Group as a Financial Planner in the Private Client Group.

She has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, the FINRA Series 65 Uniform Investment Adviser State Law Exam and the Series 63 Uniform Securities Agent State Law Exam.

The AWMA® designation is granted by the College for Financial Planning after successfully completing the program and passing an exam which is designed to cover: asset management, allocation and selection; investment performance and strategies; taxation of investment products; investment for retirement; strategies for small business owners and the management of deferred compensation plans. As well as comply with the Code of Ethics and complete on-going continuing education requirements.

Item 3 - Disciplinary Information

Ms. Egelski does not have any disciplinary information to disclose. She has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Ms. Egelski is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Ms. Egelski does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Ms. Egelski is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Ms. Egelski provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

James R. Frye, Jr., CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

Phone (231) 929-4500 Fax (231) 995-7999

www.fimg.net

This brochure supplement provides information about James Frye, Jr. that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about James R. Frye, Jr. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Frye was born in 1954. He graduated from Wayne State University in Detroit, Michigan with a BS in Finance in 1976 and with a Master of Business Administration in 1981. He also holds the designation of Certified Financial Planner (CFP®)

Mr. Frye worked for the Burroughs Corporation from 1977-1981, from 1981-2003 he worked in Commercial Banking/Product Sales for Bank One (formerly National Bank of Detroit). From 2003-2008 he was Senior Vice President and Director of Private Banking for LaSalle Bank. From 2008-2009 he was Executive Vice President and Senior Lender with First Community Bank. In 2009 he joined FIM Group as a Financial Advisor.

He has passed the FINRA Series 7 General Securities Representative Exam and the Series 63 Uniform Securities Agent State Law Exam.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional*

Conduct, to maintain competence and keep up with developments in the financial planning field; and

- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Mr. Frye does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Frye is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Frye does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Frye is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Mr. Frye provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Barry A. Hyman

October 4, 2011

Financial & Investment Management Group, Ltd.
111 Cass Street
Traverse City, MI 49684
Phone (231) 929-4500 Fax (231) 995-7999
www.fimg.net

This brochure supplement provides information about Barry Hyman that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Barry A. Hyman is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Hyman was born in 1958. He graduated from University of California-Berkley with a BS in Electrical Engineering in 1981 and the University of Phoenix with a Master of Business Administration.

Mr. Hyman worked for Watkins-Johnson as a Project Engineer from 1981-1985, as the Pacific Rim Engineering Sales Manager with Step Electronics from 1986-1990. In 1991 he joined Dean Witter as a Stock Broker where he remained until 1997 when he joined FIM Group as an Investment Advisor Representative in the Private Client Group.

He has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, Series 7 General Securities Representative Exam, Series 31 Futures Managed Funds Exam, Series 63 Uniform Securities Agent State Law Exam and Series 65 Uniform Investment Adviser Law Exam.

Item 3 - Disciplinary Information

Mr. Hyman does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Hyman is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Hyman does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Hyman is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Mr. Hyman provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Jeffrey M. Lokken, CFP®, ChFC®

October 4, 2011

Financial & Investment Management Group, Ltd.

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www.fimg.net

This brochure supplement provides information about Jeff Lokken that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Jeffrey M. Lokken is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Lokken was born in 1954. He graduated from University of Wisconsin-LaCrosse with a BS in 1977, from Winona State University in Winona, Minnesota with a MS in 1981 and the College for Financial Planning in 2000. He also holds the designation of Certified Financial Planner (CFP®) and Chartered Financial Consultant (ChFC®).

Mr. Lokken was self-employed in the financial services industry from 1986-1988. In 1988 he joined Equitable Life of Iowa as a Manager until 1991. Starting in 1989 he was President of Lokken Financial, Inc. until 1993. In 1993 he became Chief Executive Officer of Lokken, Chestnut & Cape, Inc. until 2001 when he joined FIM Group as an Investment Adviser Representative in the Private Client Group.

He has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, Series 7 General Securities Representative Exam, Series 22 Direct Participation Programs Limited Representative Exam, and Series 63 Uniform Securities Agent State Law Exam.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

The ChFC® designation is granted by The American College after successfully completing the program which requires the candidate to complete 7 required courses including Financial Planning: Process and Environment, Fundamentals of Insurance Planning, Income Taxation, Planning for Retirement Needs, Investments, Fundamentals of Estate Planning and Financial Planning Applications; 2 elective courses; complete three years of full-time business experience; agree to comply with The American College Code of Ethics and Procedures; and complete on-going continuing education requirements.

Item 3 - Disciplinary Information

Mr. Lokken does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Lokken is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Lokken does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Lokken is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Mr. Lokken provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Alice McDermott, CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

Phone (231) 929-4500 Fax (231) 995-7999

www.fimg.net

This brochure supplement provides information about Alice McDermott that supplements the Financial & Investment Management Group, Inc. (“FIM Group”) brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Alice McDermott is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Ms. McDermott was born in 1964. She graduated from California Polytechnic State University in San Luis Obispo, California in 1990 with a BS in Agricultural Business. She also has earned the designation of Certified Financial Planner (CFP®)

Ms. McDermott was an Accountant and Office Manager for Maui Plastic Surgery in Hawaii from 1992 until 1996. She joined FIM Group in 1997 as an Investment Adviser Representative in the Private Client Group.

She has passed the FINRA Series 65 Uniform Investment Adviser Law Exam.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and

- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Ms. McDermott does not have any disciplinary information to disclose. She has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Ms. McDermott is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Ms. McDermott does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. McDermott is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Ms. McDermott provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

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SCHEDULE 2.B - BROCHURE SUPPLEMENT

Kevin D. Russell, CPA, CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

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www.fimg.net

This brochure supplement provides information about Kevin Russell that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Kevin D. Russell is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Russell was born in 1964. He graduated from Ohio State University in Columbus, Ohio with a BA in Criminology in 1988 and a BS in Business Administration, Accounting in 1992. He is a Certified Public Accountant (CPA) and has also earned the designation of Certified Financial Planner (CFP®)

Mr. Russell worked as an Audit Supervisor from 1993-1995 for the State of Ohio, he was a Senior Accountant for Holbrook, Manter, Nichols & Rogers from 1995-1996. He worked as a Financial Planner for Budros & Ruhlin, Inc. from 1996-1999, then as a Financial Adviser for Summit Financial Strategies from 1999-2000, and as an Account Executive for Infinity Broadcasting from 2000-2002. He joined FIM Group in 2002 as an Investment Adviser Representative in the Private Client Group.

CPAs are licensed and regulated by their state boards of accountancy. While state laws and regulations vary, the education, experience and testing requirements for licensure as a CPA generally include minimum college education (typically 150 credit hours with at least a baccalaureate degree and a concentration in accounting), minimum experience levels (most states require at least one year of experience providing services that involve the use of accounting, attest, compilation, management advisory, financial advisory, tax or consulting skills, all of which must be achieved under the supervision of or verification by a CPA), and successful passage of the Uniform CPA Examination. In order to maintain a CPA license, states generally require the completion of 40 hours of continuing professional education (CPE) each year (or 80 hours over a two year period or 120 hours over a three year period). Additionally, all American Institute of Certified Public Accountants (AICPA) members are required to follow a rigorous *Code of Professional Conduct* which requires that they act with integrity, objectivity, due care, competence, fully disclose any conflicts of interest (and obtain client consent if a conflict exists), maintain client confidentiality, disclose to the client any commission or referral fees, and serve the public interest when providing financial services. The vast majority of state boards of accountancy have adopted the AICPA's *Code of Professional Conduct* within their state accountancy laws or have created their own.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;

- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Mr. Russell does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Russell is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Russell does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Russell is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Mr. Russell provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

Item 1 - Cover Page

SCHEDULE 2.B - BROCHURE SUPPLEMENT

Jason S. Sobolik, CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

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www.fimg.net

This brochure supplement provides information about Jason Sobolik that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Jason S. Sobolik is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Sobolik was born in 1973. He graduated from Warburg College in Waverly, Iowa with a BS in Mathematics and Computer Science in 1995. He has also earned the designation of Certified Financial Planner (CFP®).

Mr. Sobolik worked as a Global Sales Consultant with Firstlogic from 1995-2005, then as a Global Technical Account Manager with Business Objects from 2005-2007. In 2007 he joined FIM Group as an Investment Adviser Representative.

He has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, Series 63 Uniform Securities Agent State Law Exam and Series 65 Uniform Investment Adviser Law Exam.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional*

Conduct, to maintain competence and keep up with developments in the financial planning field; and

- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Mr. Sobolik does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Sobolik is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Sobolik does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Sobolik is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Mr. Sobolik provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

Item 1 - Cover Page

SCHEDULE 2.B - BROCHURE SUPPLEMENT

Suzanne D. Stepan, CFA®, CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

Phone (231) 929-4500 Fax (231) 995-7999

www.fimg.net

This brochure supplement provides information about Suzann Stepan that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Suzanne D. Stepan is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Ms. Stepan was born in 1967. She graduated from Northern Illinois University in DeKalb, Illinois with a BS in Finance in 1988 and Lawrence Technological University with a Master of Business Administration in 2006. She has also earned the designation of Certified Financial Analyst (CFA®) and Certified Financial Planner®.

Ms. Stepan worked for Noddings Investment, a division of Conning Asset Management Company as a Vice President from 1989 through 2002. She joined FIM Group in 2003 as a Portfolio Manager.

She has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, Series 7 General Securities Representative Exam, Series 24 General Securities Principal Exam, Series 63 Uniform Securities Agent State law Exam and Series 65 Uniform Investment Adviser Law Exam.

The CFA® designation is granted by the CFA Institute. Candidates for the CFA® must hold a bachelors degree, pass a series of three six-hour exams focusing on areas of financial analysis and ethics including: Ethical and Professional Standards, Quantitative Methods, Economics, Financial Reporting and Analysis, Corporate Finance, Analysis of Investments and Portfolio Management and Analysis, have at least 48 months of professional work experience and adhere to a strict Code of Ethics and professional Standards.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or equivalent, measured as 2,000 hours per year); and

- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Ms. Stepan does not have any disciplinary information to disclose. She has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Ms. Stepan is not actively engaged in any other business activities.

Item 5 - Additional Compensation

Ms. Stepan does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Ms. Stepan is supervised by Paul Sutherland and others as he designates. He may be contacted at (231) 929-4500.

Mr. Sutherland and the other individuals as he designates, regularly review the accounts for which Ms. Stepan provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.

Item 1 - Cover Page

SCHEDULE 2.B - BROCHURE SUPPLEMENT

Paul H. Sutherland, CFP®

October 4, 2011

Financial & Investment Management Group, Ltd.

111 Cass Street

Traverse City, MI 49684

Phone (231) 929-4500 Fax (231) 995-7999

www.fimg.net

This brochure supplement provides information about Paul Sutherland that supplements the Financial & Investment Management Group, Inc. ("FIM Group") brochure. You should have received a copy of that brochure. Please contact Matt Bohrer if you did not receive FIM Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Paul H. Sutherland is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

Mr. Sutherland was born in 1955. He attended Northwestern Michigan College in 1974, he received a Master of Business Administration from Lake Superior State University in Sault Ste. Marie, Michigan in 1994. He has also earned the designation of Certified Financial Planner (CFP®).

Mr. Sutherland formed FIM Group in 1984 and is the President and Chief Investment Officer. He is a past Investment Editor for Physician's Management Magazine and a Member of the National Association of Personal Financial Advisors (NAPFA).

He has passed the FINRA Series 6 Investment Company Products/Variable Contracts Limited Representative Exam, Series 7 General Securities Representative Exam, Series 24 General Securities Principal Exam, Series 63 Uniform Securities Agent State law Exam and Series 65 Uniform Investment Adviser Law Exam.

The CFP® certification is granted by Certified Financial Planners Board of Standards, Inc.. The certification is voluntary; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or it's equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
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- Ethics - Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individual who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional*

Conduct, to maintain competence and keep up with developments in the financial planning field; and

- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interest of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 - Disciplinary Information

Mr. Sutherland does not have any disciplinary information to disclose. He has not: (a) been party to a criminal or civil action in a domestic, foreign or military court, (b) been party to an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority; or (c) been party to a self-regulatory proceeding.

Item 4 - Other Business Activities

Mr. Sutherland is a shareholder in National Advisors Trust Company, a trust company and Foreword Magazine, Spirituality and Health Media LLC, and Yen Yoga and Fitness LLC. He is also the Founder and a Board member of Utopia Foundation a group that provides micro-lending programs in local and international communities that assist humanitarian aid projects. Mr. Sutherland is not actively involved in any of these businesses on a daily basis.

Item 5 - Additional Compensation

Mr. Sutherland does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

Mr. Sutherland is supervised by Matthew Bohrer, FIM Group's Chief Compliance Officer. He may be contacted at (231) 929-4500.

Mr. Bohrer and other individuals as he designates, regularly review the accounts for which Mr. Sutherland provides investment advisory services to monitor suitability of recommendations and compliance with regulatory and internal procedures.