

Item 1 Cover Page



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Form ADV Part 2A *Firm Brochure*

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This brochure provides information about the qualifications and business practices of BlueSkye Investment Advisers, LLC. If you have any questions about the contents of this brochure, please contact us at info@blueskyegroup.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Registration as an investment adviser with a state or federal authority does not imply a certain level of skill or training. Additional information about BlueSkye Investment Advisers, LLC., is also available on the SEC's website at www.adviserinfo.sec.gov.

This brochure ("Brochure") is dated March 18, 2016.

Item 2 Material Changes

On July 28, 2010, the United States Securities and Exchange Commission amended Part 2 of Form ADV. Part 2 of Form ADV sets forth the minimum requirements for the disclosure statement that investment advisors must deliver to their advisory clients and prospective advisory clients.

Investment advisors must update the information in their brochure at least annually. In lieu of providing clients with an updated brochure each year, we will provide BlueSkye's existing advisory clients with this Item 2 summary describing any material changes occurring since the last annual update of the brochure. We will deliver a brochure or summary each year to existing clients within 120 days of the close of BlueSkye's fiscal year. Clients wishing to receive a complete copy of the then-current brochure may request the complete brochure at no charge by contacting our Chief Compliance Officer, at 1-321-473-4423 or by emailing info@blueskyegroup.com.

Amendments to Form ADV Part 2A, Disclosure Brochure

This section describes the material changes to BlueSkye Investment Advisers' ("BlueSkye") brochure since its last annual amendment on December 31, 2014. Clients wishing to receive a copy of our current Brochure, dated March 18, 2016, may request a copy at no charge by contacting us at 321-473-4423, or by emailing at info@blueskyegroup.com.

Item 4 Advisory Business

- a. Effective immediately, the BlueSkye Absolute Return model is being renamed the BlueSkye Total Return model, in order to better describe its investment policy and goals for allocation.

Item 5 Fees and Compensation

- a. Effective immediately, BlueSkye will offer access to alternative investments not held with our custodian, TD Ameritrade Institutional. These programs are considered Held-Away for management purposes and BlueSkye fulfills a non-discretionary relationship with these assets. The Client will have discretionary access to their assets held directly with the Outside Money Managers and alternative asset custodians, selected by the Client. To access these money managers, Clients will sign agreements for BlueSkye and the selected manager, and Client fees will be governed under the BlueSkye Advisor Choice™ program for advisory services provided by BlueSkye. Additional fees may be charged by the Outside Money Managers.
- b. Effective immediately, BlueSkye will no longer offer the BlueSkye CORE ETF and BlueSkye Global ETF Strategies and they will be removed from the BlueSkye Tactical Manager Program. Clients with assets participating in these strategies will be offered other allocations that are commensurate with their risk tolerances. Changes to the Client portfolio may incur custodial transaction fees not charged by BlueSkye.
- c. Effective immediately, BlueSkye has added HedgeACT, LLC to its offering of Outside Money Managers available to clients of BlueSkye. In some cases, Clients

Form ADV Part 2A Firm Brochure

must be Qualified Investors with a minimum net worth of \$1,000,000 and/or an annual income of \$250,000, in order to invest with the Outside Money Managers, through BlueSkye. The fee schedule for participation in the Outside Money Managers is found under the BlueSkye Advisors Choice™ program.

Item 19 Requirements for State-Registered Advisers

- a.** Effective immediately, Angelo Joseph is no longer acting Chief Technology Officer for BlueSkye.
- b.** Effective immediately, BlueSkye has signed an exclusive agreement with Michael McCausland to fill an Executive Leadership position with the firm. Michael will hold the Chief Investment Officer title and be noted accordingly on the firm's ADV Part 1A, if required. Michael will also participate on the Investment Strategy Committee to help guide the global allocations made available to IARs of BlueSkye. Michael's Form ADV 2B will be sent to all clients of BlueSkye.

Amendments to Form ADV 2B, BlueSkye Investment Advisers, LLC Brochure Supplement

BlueSkye is joined by Scott Arthur Kemps, who will have the title of Portfolio Manager for the BlueSkye Tactical Manager™ program. Mr. Kemps is also a member of the Investment Strategy Committee. The biography of Mr. Kemps is contained in the Form ADV 2B.

BlueSkye is joined by Michael K. McCausland, who will have the title of Chief Investment Officer. Mr. Kemps is also a member of the Investment Strategy Committee. The biography of Mr. McCausland is contained in the Form ADV 2B

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Item 4 Advisory Business

A. Our Advisory Firm

BlueSkye Investment Advisors, LLC. (“BlueSkye”), strives to identify, and develop, investment managers with the skill and experience to consistently outperform their peers. We understand very few managers possess these qualities. For this reason, we employ portfolio managers who we believe have the rare talent and insight required to construct portfolios that deliver strong risk-adjusted returns over the long term.

BlueSkye has provided institutional and individual investors with a broad array of equity and fixed income products designed to meet long-term goals, through applying the principles of Post-Modern Portfolio Theory (“PMPT”) and tactical trading strategies. Our clients entrust their assets to an investment philosophy designed to deliver superior, risk-adjusted returns via both separately managed account and Exchange Traded Funds (“ETF”) platforms. BlueSkye was built on the cornerstones of transparency, experience and flexibility that we believe clients expect from their investment managers.

Transparency | Transparency is likely the least understood, but most important characteristic of a healthy advisory relationship. Our commitment to transparency is more than just having office hours for clients to stop in and visit. It is a commitment to upholding the Fiduciary Standard with all of our Clients. This means, we act in your best interest, always. We provide the kind of Transparency that supports the Client’s education in this often complicated investing landscape; we want all of the families and institutions that have trusted us with their financial goals to truly understand our philosophy and mission; to see that we are acting in their best interests.

Experience | There is no substitute for experience in the investment world, where lessons are taught and learned during every market cycle. Experience provides valuable knowledge into portfolio and stock-specific risk and enables our managers to construct portfolios that we hope limit downside risk.

Flexibility | Staying the course is often a manager’s greatest challenge. We do not endeavor to chase short-term market favorites. This sometimes will hurt performance in strong bull markets, but we do not believe that chasing trends adds value over the long-term. However, we also believe that today’s economic climate demands intelligent flexibility. This means that our managers are keen to make tactical decisions that protect assets when markets draw down unexpectedly, rather than blindly “stay the course” and hope for recovery.

BlueSkye Investment Advisors, LLC (“BlueSkye”) was started in July 2012 and is a Limited Liability Company registered with the Florida Department of Corporations. BlueSkye is 100% owned by BlueSkye Asset Management, LLC. (“BAM”), a limited liability investment holding company. BAM is not a registered investment advisor and has no operating investment advisory function and has not entered into any contract on behalf of BlueSkye. The principal control persons of BAM are Dakota Lawrence and James Gibson.

B. Advisory Services Offered

Our goal at BlueSkye is to grow our client's ("Client") wealth over time through all market conditions. We believe goal-based planning that weighs client risk tolerances, timelines, investment experience, age, expectations and liquidity needs is necessary to help clients reach their expressed goals. We offer advisory services to individual and institutional clients. These services include:

- Tactical and algorithmic portfolio management;
- Institutional account services;
- Separately Managed Accounts ("SMA") provided through wrap fee programs;
- Discretionary and non-discretionary asset management for individual clients;
- Third-Party Manager selection and due-diligence;

Tactical and Algorithmic Portfolio Management

At BlueSkye, our investment philosophy is based on the belief that markets are efficient over the long-term, but can remain relatively inefficient and irrational over the shorter term. At the core of our investment management approach is a tactically managed asset allocation strategy that seeks to capture market inefficiencies in various asset classes over time while attempting to maintain a lower risk posture. BlueSkye manages a number of algorithmic strategies that are designed to capitalize on opportunities that we see developing in various markets/asset classes. The goal of these strategies is to limit the downside losses, while attempting to outperform the broad market over longer periods of time. Our firm employs technical analysis and proprietary rule-based modeling in managing these accounts. This means that our managers and Investment Strategy Committee build a fundamental trading process that leverages the best elements of financial and mathematical modeling to construct a rules-based process. The same process engineering philosophy that put a rover on Mars, is the same philosophy that helps guide our algorithmic trading strategies.

Although BlueSkye generally exercises investment discretion for each account that it advises, the portfolio composition within the same investment objective may, at any given time, differ as to composition. As a result, the performance of an account within a particular investment objective may differ from other accounts within that same investment objective. Clients should not expect that the performance of their portfolios will be identical to that of the BlueSkye average for that investment objective. These differences in portfolio composition are attributable to a variety of factors, including, but not limited to, the type of account (e.g., manner of trade execution), clients' restrictions and guidelines, sizes and significant account activity (e.g., significant number of contributions and/or withdrawals).

Institutional Account Services

BlueSkye provides investment advisory services to institutional clients which may include corporate pension plans, public funds, foundations, endowments and other tax-exempt entities, mutual funds and other registered investment companies. Such accounts are managed in

accordance with investment objectives, guidelines, and restrictions established by each client. BlueSkye executes purchases and sales of securities for these accounts either through broker-dealer firms BlueSkye selects including those which, from time to time, furnish BlueSkye with investment research information and other services, or through firms which the client directs BlueSkye to use. In executing trades for institutional accounts where the client authorizes BlueSkye to choose broker-dealers, BlueSkye uses its best efforts to obtain the best available price and most favorable execution. Additional detail about each of the client types for which BlueSkye provides advisory services is provided in Item 7.

Except for investment management Wrap Fee Programs (“Wrap Programs”) discussed below, BlueSkye generally performs advisory services for each client under the terms of an investment advisory agreement between BlueSkye and the client (“Advisory Agreement”). Within a given strategy – and consistent with the strategy’s stated investment objectives, policies and restrictions– BlueSkye typically exercises exclusive investment discretion regarding the purchase or sale of securities or other investments. BlueSkye may also agree to manage a client’s account subject to certain reasonable restrictions the client imposes on the inclusion of specific securities, or types of securities, within that account. Item 8 provides additional detail about the various investment strategies BlueSkye offers.

Separately Managed Account Wrap Programs

Certain unaffiliated sponsors may retain BlueSkye as an investment manager under a number of Wrap Programs. Wrap Program clients typically enter into an investment advisory agreement with the sponsor, and the sponsor enters into a sub-advisory agreement with BlueSkye to provide portfolio management services to the Wrap Program. In these circumstances, the sponsor is responsible for analyzing the financial needs of each particular Wrap Program client and determining whether BlueSkye’s portfolio management services are suitable for that client. Wrap Program clients generally do not pay an investment advisory fee directly to BlueSkye; instead, the sponsor pays BlueSkye’s advisory fee out of the proceeds of the “wrap fee” that the clients pay to the sponsor. With some exceptions, Wrap Program accounts are managed by BlueSkye in a manner that is generally similar to Private Client Separate Accounts.

Differences may include limited flexibility of Wrap Program accounts to customize investment guidelines and the further limitation that certain Wrap Program sponsors may not allow their Wrap Program accounts to hold securities issued by the sponsor.

Discretionary and Non-Discretionary Asset Management

BlueSkye sponsors several Wrap Fee Programs (“Wrap Programs”) for individual Clients of BlueSkye’s independent investment adviser representatives (“IAR”). The detailed description of BlueSkye’s various Wrap Programs can be found in the Form ADV 2A, Appendix I, Wrap Fee Program Brochure disclosure.

BlueSkye provides investment advisory solutions for Clients of its IARs. This is achieved through regular client contact and interaction while providing discretionary investment management and consulting services. BlueSkye IARs work with their clients to identify their investment goals and

objectives as well as risk tolerance and financial situation in order to match the model portfolio and allocation with the client. BlueSkye will then manage a portfolio, consisting of exchange-traded funds (“ETFs”), mutual funds, individual stocks, bonds, and other traditional and non-traditional securities to achieve the client’s investment goals. The Advisor may also utilize other security types and advisory services as necessary to meet the needs of its clients.

We offer Clients the ability to place restrictions on investing in certain securities or security types prior to developing, or identifying, their portfolio. The BlueSkye Tactical Manager™ is a discretionary Wrap Program, sponsored by BlueSkye, that allows the Client to work with one of BlueSkye’s independent IARs to select one of the proprietary and unique portfolios that best meet their specific goals, objectives, risk tolerances and investment timeline.

The BlueSkye Tactical Navigator™ is a non-discretionary Wrap Program sponsored by BlueSkye that allows clients to choose the risk-based model that best meets their goals, time horizon and risk tolerances for investing. The managers will change the securities within the model, but maintain the risk profile and style of the model. The clients that participate must authorize moving from one risk model to another.

Third-Party Manager Due-Diligence and Selection

BlueSkye sponsors a Wrap Program called BlueSkye Advisor Choice™ that was specifically designed to allow investment adviser representatives of BlueSkye to work with their clients to identify potential portfolio managers that offer allocations and strategies that BlueSkye does not offer. When screening potential third-party portfolio managers, we look for very specific criteria in order to determine suitability within our Wrap Program. Some of the criteria include:

- Asset class and strategy managed by the Portfolio Manager
- Performance of Portfolio Manager over the 3, 5 and 10 year history
- Assets under management and fee structure
- Multi-manager or single manager approach to Portfolio Management
- Average tenure of Portfolio Manager and educational background
- Custodian and liquidity rules

The aforementioned criteria is not exhaustive in its scope of due diligence, but is representative of the kind of information that BlueSkye gathers during its evaluation of third-party portfolio managers. BlueSkye is actively looking for portfolio managers who may provide non-correlated, or negatively correlated, strategies to provide diversification and overall portfolio Alpha for clients of BlueSkye. As of the date of this Form ADV 2A, BlueSkye has not yet established any relationships with third-party portfolio managers through the BlueSkye Advisor Choice Wrap Program.

C. Wrap Fee Program Fees

BlueSkye offers its portfolio management skills and existing models to third-party investment firms under their Wrap Fee Programs (“Wrap Program”). When acting in this capacity, BlueSkye will charge the third-party investment firm .20% - .75% (20 – 75 Basis Points), billed quarterly, to

manage their client assets in one of the discretionary models designed by BlueSkye. BlueSkye does not distinguish between managing assets for a third-party firm and its own independent investment adviser representative Client base. In fact, all third-party client assets are managed along with the assets owned by direct Clients of BlueSkye. However, direct Clients of BlueSkye will typically pay a management fee as high as 2.50% annualized for 12 months. BlueSkye will be compensated a portion of that annualized fee for its advisory services. BlueSkye will perform account billing in arrears. This means that the aggregate value at the close of business on the last day of the prior month will be used to determine the advisory fee, which will be billed to the client on the next available business day, typically the 1st-3rd of the following month. All notifications of billing procedures will be maintained as per SEC and State of Florida statutes.

D. Discretionary and Non-Discretionary Assets Under Management

Depending on the strategy, investment advice to clients may be provided on a discretionary or non-discretionary basis. Currently, 77% of client assets (\$17,000,000 as of December 2015) are managed on a discretionary basis. Another \$5,630,000 in assets held at custodians other than TD Ameritrade Institutional (“Held Away”), are managed on a non-discretionary relationship. Total firm AUM is \$22,630,000, as of December 31, 2015. The Held Away assets are mainly comprised of individual 401k and other ERISA governed retirement plans, as well as annuity sub-accounts. BlueSkye’s IARs offer allocation advice and security selection for Held Away assets, consequently an investment advisory fee may be charged for such services. The Client will have signed the Held-Away Client Agreement and received the disclosure document, prior to billing on Held Away assets.

Item 5 Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for investment management. Each Client shall sign an Investment Advisory Agreement (“Advisory Agreement”) that details the responsibilities of BlueSkye and the Client.

A. Advisory Service Fees

Investment Advisory Fees are paid monthly, or quarterly, depending on the client type and the program, pursuant to the terms of the Advisory Agreement. The period commences on the first day of each month, or quarter, and closes on the last day of each month, or quarter. BlueSkye does not pro-rate fees at inception or at termination. For client’s participating in a monthly billing cycle, Advisory Fees are based on the market value of assets under management at the end of each monthly or quarterly period, and will be billed to the client by the 3rd business day of the following month, or quarter, in arrears, pursuant to the Advisory Agreement. Investment Advisory Fees range from negotiable to 2.50% depending on the size and complexity of the Client relationship. Relationships with multiple objectives, specific reporting requirements, restrictions on securities or management style, and other complexities may be charged a higher fee. Fees may be negotiable at the discretion of the IAR, or BlueSkye administration. The Client’s fees will take into consideration the aggregate assets under management. All securities held in accounts managed by BlueSkye will be independently valued by the designated Custodian. BlueSkye will not have the authority or responsibility to value portfolio securities. Where an affiliate of BlueSkye is the custodian, fees and other expenses will be automatically deducted from the

client's Advisory Account, unless other arrangements have been made. Where the custodian is a third party, clients generally will arrange to have such fees debited directly from the client's account for credit to BlueSkye, subject to applicable law. As acting custodian for BlueSkye, TD Ameritrade Institutional ("TDAI") provides Limited Powers of Authority to execute the distribution of monthly advisory fees owed to BlueSkye, pursuant to the Client Advisory Agreement.

Fees for Institutional and Separately Managed Accounts

When BlueSkye enters into an Advisory Agreement to provide portfolio management services to an institutional or individual client through a separate account, BlueSkye will charge each such separate account a fee at a specified annual percentage rate of the account's assets under management. BlueSkye's standard fee rates for separate accounts are listed below. However, the fees charged to separate accounts are negotiable and will typically vary depending on a number of factors including, but not limited to: the type of client; whether the client wishes to impose particular restrictions on BlueSkye's discretionary investment authority (e.g., restrictions on the types of securities that BlueSkye may acquire for the account); and the amount of client assets under management with BlueSkye, and other business considerations. The fee rates listed below do not include fees that a separate account client pays to other third party service providers, such as custodial, third party money manager, consultant, brokerage, third-party administrators and exchange fees. Note also that only some of the following strategies are available to Private Client Separate Account clients. See Item 7 for more detail about the types of strategies that may be available to each client.

For any of the existing Wrap Programs sponsored by BlueSkye:

Assets Under Management	Institutional Acct. Fee
Under \$5,000,000	.75 %
\$5,000,001 - \$10,000,000	.50 %
\$10,000,001 - \$20,000,000	.40 %
> \$20,000,000	.20 %

Fees for Third-Party Wrap Programs

A Wrap Program client typically pays the program sponsor an annual fee ranging from 1% to 3% of the client's annual assets under management. In the event that a Wrap Program sponsor engages BlueSkye to provide investment sub-advisory services to clients, BlueSkye's sub-advisory agreement with the sponsor will specify the amount of BlueSkye's sub-advisory fee. In general, BlueSkye receives an annual fee ranging from 0.20% to 0.75% of the client assets managed by BlueSkye. BlueSkye and the Wrap Program sponsor will negotiate the specific fee amount, which will depend on a number of factors, including the size of the Wrap Program and the particular BlueSkye investment strategy(ies) that the Wrap Program will offer to clients. The Wrap Program client does not pay any fees directly to BlueSkye. Instead, the sponsor pays BlueSkye's fee out of the proceeds of the "wrap fee" the client pays the sponsor. In the event that BlueSkye's service to the Wrap Program is terminated before the end of a billing period, any pre-paid advisory fee will be refunded to the client on a pro rata basis. A portion of the wrap fee that clients pay to the Wrap Program Sponsor is used to pay brokerage commissions incurred on securities traded within the client's account.

Assets Under Management	Institutional Acct. Fee
Under \$5,000,000	.75 %
\$5,000,001 - \$10,000,000	.50 %
\$10,000,001 - \$20,000,000	.40 %
> \$20,000,000	.20 %

Retail Wrap Fee Program Management Fees

Retail Wrap Account Program (“Wrap Program”) sponsors typically charge their clients an annualized asset based fee ranging from Negotiable to 2.5% of Assets Under Management (AUM). In Wrap Programs, sponsors typically obtain information from clients regarding the clients’ financial circumstances, risk profile, and investment objectives. The sponsor then consults with clients to determine the objective and the manager most suitable for each client’s situation. The sponsor has the primary responsibility for determining the suitability of client objectives.

BlueSkye provides investment advisory services to retail clients, including individuals, Individual Retirement Accounts (“IRAs”), trusts, and employee benefit plans. Such Clients may be referred to BlueSkye by independent investment adviser representatives (“IAR”) of BlueSkye, an existing Client of BlueSkye or an unaffiliated third-party. Management fees for these accounts typically range from Negotiable to 2.50 % of assets under management. In some instances, management fees for larger accounts may be discounted and certain clients may also aggregate related accounts to realize discounted management fees. BlueSkye performs suitability reviews before opening accounts with direct retail clients of BlueSkye’s IARs.

The following fee chart is for the BlueSkye Tactical Navigator™ and BlueSkye Tactical Manager™ Wrap Programs, sponsored by BlueSkye:

Assets Under Management	Max. Annual Fee
\$15,000 - \$1,000,000	2.50 %
\$1,000,001 - \$2,000,000	2.25 %
\$2,000,001 - \$3,000,000	2.00 %
> \$3,000,000	Negotiable

B. Advisory Service Fee Billing

BlueSkye shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client Account at the respective billing date. The amount due is calculated by applying the annual rate divided by 12 to the total assets under management with BlueSkye at the end of each billing period. For example:

- $\$100,000 \times .20\%$ (Max. Fee of 2.50%/ Billing Period [ex.12 months]) = \$200

Clients will be provided with a monthly statement from the Custodian reflecting deduction of the Investment Advisory Fee. Clients provide written authorization permitting BlueSkye to be paid directly from their accounts held by the Custodian as part of the Investment Advisory Agreement and separate account forms provided by the Custodian. Additionally, Clients will receive an

invoice from BlueSkye, detailing the assets under management on which the fee was applied, the amount of the fee and the time period for the billing cycle. This invoice is not to be paid, but is offered as a disclosure of billing practices. Clients will be billed in arrears for all monthly management fees expressed in the client advisory agreement.

C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third- parties, other than BlueSkye, in connection with investment made on behalf of the Client's account(s). The Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. The Investment Advisory Fee charged by BlueSkye is separate and distinct from these custodian and execution fees. In addition, all fees paid to BlueSkye for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee.

D. Credit of Advisory Fees

Currently, BlueSkye does not apply a pro-rata advisory fee on in-coming client assets. Consequently, we do not distribute a pro-rata credit to out-going client accounts, unless requested by the transferring client. Our goal is to make each relationship fundamentally transparent, professional and value-added for our clients. Therefore, any transferring client may request a pro-rata return of the advisory fee charged in the last month, on assets that were under BlueSkye's direction. For example:

- Client assets transfer on the 15th of the current month. If the client sends an email or letter requesting a pro-rata advisory fee credit, then the client account will be credited for the remaining days (depending on the number of calendar days in the month) of the billing cycle. In this example, if it is a 30-day month, then the client receives credit for 15 days.

BlueSkye will credit the account through our custodian, TD Ameritrade Institutional.

E. Commission Based Sales

BlueSkye does not permit supervised persons to receive compensation for the sale of securities or other investment products. However, certain Investment Adviser Representatives, or supervised persons, of BlueSkye have approved relationships with Broker-Dealers acting as Registered Representatives of those firms, outside of BlueSkye Investment Advisers, LLC. In such case, the adviser should disclose a conflict of interest on their Form ADV 2B, and provide their clients with such disclosure. The conflict of interest exists when any supervised person may receive compensation from their Broker-Dealer for recommending specific investments over others that may be similar, but with a lower fee structure. Please reach out to us at compliance@blueskyegroup.com if you have any questions about potential conflicts of interest.

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

BlueSkye does not charge performance-based fees for its investment advisory services. The fees charged by BlueSkye are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client. BlueSkye does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

Item 7 Types of Clients

BlueSkye provides portfolio management services to the types of clients described below. Where relevant, this disclosure also includes information about the minimum account size necessary to open and maintain each type of client account. See Item 5 for a discussion of BlueSkye’s compensation for managing each of the following types of client accounts.

BlueSkye provides investment advisory services to the following types of Clients:

- **Individuals, Personal Trusts and Estates** – private investors, investing their personal assets.
- **Pension and Profit Sharing Plans** – retirement plan sponsors or company plans.
- **Corporations and Businesses** – taxable and non-profit business entities, investing cash reserves.

The relative percentage for each type of Client is available on BlueSkye’s Form ADV Part 1. These percentages will change over time.

Service to Family and Friends Disclosure

BlueSkye may provide portfolio management services to certain family members or friends of BlueSkye’s principals without charge, or for fee rates that are lower than the rates available to other clients. BlueSkye’s employees are also eligible to invest despite the fact that BlueSkye’s employees may not otherwise satisfy the eligibility requirements for investment. BlueSkye does not manage family and friend clients differently than the rest of BlueSkye’s retail clients, except for the aforementioned fee characteristics.

Individual, Personal Trusts, and Estates

BlueSkye may provide portfolio management services to individuals, personal trusts and estates. Typically, these clients choose to receive advisory services through the BlueSkye Wrap Program that it sponsors. BlueSkye’s management of this type of client will be consistent with the risk tolerances, investment objectives and investment timeline expressed by the client to BlueSkye.

The Investment Adviser Representatives (“IAR”) of BlueSkye will maintain contact with the client on a regular basis, in order to document any changes in the client’s financial situation. The investment strategies available to this type of client are listed below.

BlueSkye Tactical Navigator™ (Non-Discretionary)

- Conservative Income
- Growth and Income
- Moderate Growth
- Aggressive Growth

BlueSkye Tactical Manager™ (Discretionary)

- Total Return
- Blended Equity
- US Sector ETF

BlueSkye Advisor Choice™ (Non-Discretionary)

- Various Equity Strategies
- Various Fixed Income Strategies
- Various Alternative Asset Class Strategies

Minimum Account Size Requirements Disclosure

For individuals, personal trusts and estates investing their personal assets, BlueSkye generally requires a minimum account size of \$15,000. Investment Adviser Representatives (“IAR”) have discretion to waive the account minimum standards. When an IAR waives the Client account minimum, or when a client’s assets under management fall below \$15,000, then a minimum account fee (“Minimum Fee”) will be charged in lieu of an annual advisory fee. The Minimum Fee will be \$300 per year, paid quarterly, and debited from the Client account. This Minimum Fee is expressed in the Advisory Agreement and is acknowledged by client signature. This fee will not be charged if the client advisory agreement expresses an advisory fee percentage that is equal to, or greater than the Minimum Fee, in fees collected. BlueSkye reserves the right to waive minimum account fees.

Institutional Separate Accounts

BlueSkye provides portfolio management services to separate accounts corporations and businesses. BlueSkye’s management of the institutional client’s separate account will be consistent with the particular investment strategy or strategies the client selected for that account. Clients may impose certain limitations or restrictions on BlueSkye’s discretionary authority. However, BlueSkye reserves the right not to enter into a contract with a prospective client, or to terminate an agreement with an existing client, if the proposed limitation or restriction is likely, in BlueSkye’s opinion, to impair its ability to provide services to a client, or is otherwise believed by BlueSkye to be administratively or practically infeasible.

The menu of investment strategies which BlueSkye may make available to Institutional Separate Account clients is shown below. A brief description of each strategy’s investment objective(s), along with the investment strategies used to achieve the objective and the material risks associated with such investment strategies, is provided in response to Item 8. Additional detail about each strategy may be obtained at no charge by contacting BlueSkye at 1-321-473-4423.

BlueSkye Tactical Navigator™ (Non-Discretionary)

- Conservative Income
- Growth and Income
- Moderate Growth
- Aggressive Growth

BlueSkye Tactical Manager™ (Discretionary)

- Total Return
- Blended Equity
- US Sector ETF

Pensions and Profit Sharing Plans

BlueSkye provides investment advisory services to corporate pension plans. Such accounts are managed in accordance with investment objectives, guidelines, and restrictions established by the Plan Document established by the ERISA Plan Sponsor (“ERISA Sponsor”). BlueSkye executes purchases and sales of securities for these accounts either through plan provider firms BlueSkye selects including those which, from time to time, furnish BlueSkye with investment research information and other services, or through firms which the ERISA Sponsor directs BlueSkye to use. In executing trades for institutional accounts where the client authorizes BlueSkye to choose broker-dealers, BlueSkye uses its best efforts to obtain the best available price and most favorable execution for the ERISA Sponsor. The menu of investment strategies which BlueSkye may make available to ERISA Plan Sponsors is shown below.

BlueSkye Plan Builder™

- Strategies available through the BlueSkye Plan Builder program will vary depending upon the plan document adopted by the ERISA Plan Sponsor. However, typical strategies may include Conservative Income, Growth and Income, Growth and Aggressive Growth.

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

The members of BlueSkye’s Investment Strategy Committee are proponents of Post-Modern Portfolio Theory (“PMPT”) and, like Modern Portfolio Theory, believe in a well-diversified portfolio for clients. The PMPT approach to portfolio construction, views risk a bit differently. For PMPT theorists, risk is an asymmetrical experience rather than symmetrical. What this means is that clients view negative returns with much more weight than positive returns. After all, positive returns are viewed as a good thing. Consequently, BlueSkye constructs and manages portfolios with a keen sensitivity to negative returns, or what is called downside capture.

The research and analysis we apply to our portfolio management is derived from numerous sources, including financial media companies, third-party research materials, internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others. At the core of our portfolio management philosophy is tactical asset allocation, rather than strategic. Tactical Asset Allocation (“TAA”) allows portfolio managers to create extra value by taking advantage of certain situations in the marketplace. It is a moderately

active strategy is managers typically returned to the portfolios original strategic asset mix when desired short-term profits are achieved. However, TAA gives the manager discretion to take an unconstrained approach to the portfolio and, consequently, allows him or her to hold higher levels of cash or be overweight in any one sector, security.

A. Methods of Analysis

BlueSkye employs both fundamental and technical analysis methods in developing investment strategies for its Clients. However, all of our fund-based models are managed using technical analysis, under the rubric of Post-Modern Portfolio Theory (“PMPT”). BlueSkye has built and managed algorithms used in most of the Exchange Traded Funds-based models available through our Wrap Fee Program. These algorithms use a proprietary process that evaluates momentum, moving averages and high-low Bollinger Band points to create trade signals that are used to manage model allocations. This type of technical analysis is the hallmark of most of our models available to Clients.

B. Investment Strategies

As noted above, BlueSkye generally employs a tactical investment strategy for its Clients, as consistent with their financial goals. BlueSkye will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, BlueSkye may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class. Though the goal is to hold positions for longer-term gains, PMPT dictates that market corrections are the first thing to avoid (Tactical) and, consequently, trading in our portfolios may be more active than at other firms where long-term buy and hold (Strategic) investing is the centerpiece. This difference may manifest itself in more trading expenses applied to our client accounts from our custodian, TD Ameritrade Institutional. This, in turn, will affect performance of the client assets.

BlueSkye generally manages accounts with full investment discretion. However, clients may place reasonable restrictions on the management of their accounts. Clients may also direct BlueSkye to sell, or to avoid selling, particular securities for the purpose of realizing a capital loss or avoiding a capital gain.

Summaries of investment objectives, principal investment strategies and material risks provided below are necessarily limited, and are presented for general information purposes in accordance with regulatory requirements. Consequently, these summaries are in all instances qualified and superseded by the descriptions of objectives, strategies and risks, portfolio reports, and other communications which are provided to each client in connection with the creation and maintenance of the client’s own account with BlueSkye. Additional detail about each strategy can be obtained at no charge by contacting BlueSkye at 1-321-473-4423.

Investing in securities involves the risk of monetary loss, and clients investing their money with BlueSkye should be prepared to bear that loss. None of the strategies for which BlueSkye provides portfolio management services is a deposit in any bank, nor are those investment

vehicles insured or guaranteed by the Federal Deposit Insurance Corporation or any other governmental agency.

The general investment strategies and their inherent risks are:

- Tactical/Unconstrained Strategy
 - This strategy uses algorithms that determine whether assets should be allocated to equity or fixed income ETFs (Exchange Traded Funds). Since this type of strategy is given the ability to be fully invested in stocks or bonds, it may not be suitable for all investors, especially those that are looking for income driven results. The primary risk of the Tactical/Unconstrained strategy is that the algorithm errs and is allocated to a fixed income asset class, when the equity market is making gains, and vice-versa.
 - Our Tactical/Unconstrained models are: Total Return and US Sector ETF
- Strategic Allocation Strategy
 - This strategy uses an algorithm that determines which specific ETFs (Exchange Traded Funds) within the model are underperforming and likely to continue to do so. Additionally, Strategic Allocation allows the discretionary rebalancing of the portfolios to benefit stability and minimize style drift. This means that when the algorithm identifies a sell event, the money manager will have discretion to maintain cash, reallocate pro-rata to performing securities already in the model or add an additional security to gain the aforementioned benefits. Managers do NOT have discretion to move clients from one risk based model to another without prior consent from the client. The primary risk of Strategic Allocation Strategy is that the algorithm is wrong and a security is sold before it begins a strong growth phase, or vice versa. Additionally, since this strategy lends itself to more of a “buy and hold” experience, it is possible to see a much more pronounced unrealized loss, as compared to other, more tactical strategies offered through BlueSkye’s Wrap Programs.
 - Our Strategic Allocation strategy models are: Conservative Income, Growth & Income, Growth and Aggressive Growth.
- Core/Satellite Strategy
 - A very common portfolio construction strategy, Core/Satellite focuses on a “core” group of securities to provide either income or growth. The “satellite” feature allows the money manager to select additional securities to add value where the core selections are lacking. For example, a Core/Satellite income strategy may have 80% of its core allocation committed to income producing assets and cash, while the other 20% is a negatively-correlated collection of large, mid and small cap growth stocks. The primary risk of this strategy is market risk. In other words, the stock selections may be ill-timed and, consequently, the portfolio loses value.
 - Our Core/Satellite strategy model is the Blended Equity portfolio.

C. Risks of Exchange Traded Funds (ETF)

Exchange Traded Funds (ETF) have been offered to retail clients for over 20 years. A growing demand for low cost, well-diversified securities opened up an opportunity for the ETF marketplace. At their core, ETFs are securities that are built to track a specified index, such as the S & P 500. This means that the ETF will have the same securities and in the same percentage allocation (weight) as the S & P 500. This allows the retail client to receive the benefits of buying the entire S & P 500, without the exorbitant expense that would be realized if each position of the S & P 500 were purchased individually. Traditional ETFs are also passive securities. This means that they are not managed internally and usually have a very nominal internal expense ratio. Some ETFs are considered “leveraged” and have internal management or non- and negative-correlations to their respective indexes. BlueSkye does not permit the use of leveraged, or inverse, ETFs in the client portfolios, since the risk of loss is difficult to quantify, or hedge. Like stocks, ETFs are publicly traded and, as such, will rise and fall in value with their specified indexes. Additionally, ETFs may suffer from lower trading volumes and, like penny stocks, create a longer liquidity issue for the client. BlueSkye does not permit the trading of new (< 2 years old), or thinly traded, ETFs.

Item 9 Disciplinary Information

There are no legal, regulatory or disciplinary events involving BlueSkye or any of its management persons. BlueSkye and its advisory personnel value the trust you place in us. We encourage all Clients to perform the requisite due diligence on any advisor or service provider with whom you have a relationship. Our backgrounds are on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 10 Other Financial Industry Activities and Affiliations

A. Broker-Dealer and Commodity Trading Relationships

Currently, no management persons of BlueSkye are registered, or have registrations pending, with a Broker-Dealer, futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of the foregoing entities.

B. Disclosing Industry Affiliations

Certain Investment Adviser Representatives (“IAR”) of BlueSkye may decide to become registered representatives of a broker-dealer, and still maintain their investment advisory relationship with BlueSkye. In their separate capacity as registered representatives of a broker-dealer, the advisory persons will typically receive commissions for the implementation of investment recommendations. Clients are not obligated to implement any recommendation provided by the advisory persons. Neither the Advisor nor its advisory persons will earn investment advisory fees in connection with any services implemented in their separate capacity as a registered representative of a broker-dealer, where commissions are also earned. In such case, the IAR of BlueSkye must provide trading sheets and allocation recommendations at least annually, to BlueSkye compliance, as well as an aggregate of fees earned for each client of

BlueSkye and the Broker-Dealer, upon request.

C. Current Affiliations by Management Personnel

This list of affiliations and possible, corresponding conflicts of interest are as of March 2016. IARs of BlueSkye are required to provide such disclosure at least annually to their clients by offering their Form ADV 2B, Brochure Supplement.

- LaunchPad 40 Capital Advisors, LLP (“LP40”)
 - Dakota Lawrence, CEO, CCO is one of the Managing Directors of LP40, a venture capital management company. Currently, LP40 manages LaunchPad40 Fund I and actively solicits Limited Partners (LPs) for participation in Fund I. The activities of LP40 are limited to soliciting accredited investors and documenting such; investing in local, tech-based start-up companies. Mr. Lawrence’ relationship creates a material conflict of interest for clients of BlueSkye. The conflict arises when Mr. Lawrence solicits existing clients, who are accredited investors) of BlueSkye for participation in LP40 Fund I. Since Mr. Lawrence is allowed to participate in the fee structure of LP40, which is currently 2% per year management fee and 20% carried interest in capital gains of the portfolio, it is important to know that Mr. Lawrence may be compensated at a higher level for activities related to LP40, rather than BlueSkye. Mr. Lawrence has agreed to waive participation in the 2% management fee of LP40, but will participate in the possible carried interest of the portfolio. He is required to submit a list of clients he has solicited and a list of those participating in the LP40 Fund I at least annually.
- BlueSkye Insurance Advisers, LLC (“BInA”)
 - Dakota Lawrence, CEO, CCO and James Gibson, COO, CFO are equal owners in BInA and as such conduct all Life, Health and Annuity business through that entity. This arrangement does not create a material conflict of interest for two reasons. First, BInA does not issue policies, but merely contracts with carriers to offer a suite of insurance related products to meet their client needs. Second, the same products with the same pricing and commission values are standardized across agencies.

D. Third-Party Advisers

BlueSkye continues to look for opportunities to diversify client assets by strategy, asset class or other criteria. To that end, we explore third-party portfolio managers that may provide non- or negative-correlation; augmented income or capital gain. When we function in the capacity of managing other managers we typically charge .20 – .75% on the assets managed by contracted third-party managers. Currently, BlueSkye does not have any active third-party managers, but we continue to perform due-diligence and work toward that end. Clients will be able to gain access to third-party sponsored Wrap Programs through the BlueSkye Advisor Choice program.

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

A. Code of Ethics

BlueSkye has implemented a Code of Ethics (“Code”) that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with BlueSkye. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. BlueSkye and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of BlueSkye associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. BlueSkye has written its Code of Ethics to meet and exceed regulatory standards. To request a copy of our Code of Ethics, please contact us at (321) 473-4423 or via email at info@blueskyegroup.com.

B. Related Person Rules

BlueSkye allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. In order to address this material conflict of interest, we have adopted written policies and procedures to detect the misuse of material, non-public information. Our investment adviser representatives may have an interest or position in certain securities, which may also be recommended to you. Consequently, the IARs and other associated persons of BlueSkye must disclose all their personal securities positions that are held outside of BlueSkye. Additionally, IARs are required to acknowledge and sign the Code of Ethics disclosure each year.

At no time, will BlueSkye or any associated person of BlueSkye, transact in any security with intention to realize gain in their own account or security ahead of managed client accounts.

Item 12 Brokerage Practices

A. Factors to Consider When Selecting Broker-Dealers

Though BlueSkye does not direct client transactions to any one broker-dealer, the custodial relationship with TD Ameritrade Institutional, Inc. (“TDAI”) is such that TDAI may direct, route and execute client account transactions to the broker-dealer on a most favorable execution for client assets policy. For this service, TDAI charges client accounts a flat fee per security, irrespective of the quantity of shares. TDAI has instituted policies concerning Trade Agreements and Routing. Specifically, their goal is to meet or beat the National Best Bid or Offer (NBBO) on

all executions we place through their proprietary brokerage platform. Periodically, managing principals at BlueSkye will check the SEC 606 Order Disclosure for TDAI, to review their order routing practices. As of March 2016, TDAI had 100% of all customer orders executed as non-directed.

When selecting our custodian, TDAI, we made our decision based on several months of research and comparisons of two other custodian/broker-dealers. Specifically, we reviewed Charles Schwab and Fidelity's fee structures, trade practices, technology, reporting, regulatory assets under management and other investment adviser reviews. TDAI offered the lowest fee structure for the clients compared to the other two custodians (as of February-June 2012). BlueSkye may pay a broker, who provides research services, commissions that are competitive but may be higher than the lowest available rate that another broker might have charged. BlueSkye does not currently have direct agreements with broker-dealers outside of TDAI.

The following are additional details regarding the brokerage practices of the Advisor and the relationship with TDAI:

- **Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. Though BlueSkye does not have a formal Soft Dollar Agreement with TDAI, they provide internal securities research, economic commentary and continuing education opportunities along with the custodial services and trade execution they provide to BlueSkye. We use these Soft Dollar services to benefit all clients, equally. In the last year, BlueSkye has used security research and economic commentary in making decisions about security selection and portfolio allocation across all advisory models and client accounts.
- **Brokerage Referrals** – BlueSkye does not receive any compensation from any third-party in connection with the recommendation for establishing a brokerage account.
- **Directed Brokerage** - Not all registered investment advisers require their clients to direct brokerage. When clients direct brokerage, it may be impossible to achieve the most favorable execution for the advisory account, resulting in higher costs to the client. BlueSkye only has directed brokerage arrangements subject to most favorable execution of client transactions.

Directed Brokerage in Wrap Programs

BlueSkye client accounts mostly originate through Wrap Programs and are usually directed brokerage accounts. BlueSkye, as sponsor, charges the program participants an advisory fee which does not include transaction execution for the participants' accounts, by the qualified custodian. BlueSkye places the transactions through TDAI, who in turn routes the order through one of five different broker-dealer relationships that are proprietary to TDAI. Therefore, Wrap Program clients may not receive the same quality of trade execution compared to when BlueSkye executes transactions directly.

A Wrap Program client should confer with BlueSkye to ensure the reasonableness of our program's directed brokerage for the program in view of the benefits received, and that the trade

execution we provide is in the client's best interest. BlueSkye may not use TDAI for trade execution in instances when BlueSkye determines that another broker-dealer will provide more favorable execution for the client's account taking into consideration the price, and the potential additional cost to the client. In those instances, the Wrap Program client may pay additional commissions, fees, mark-ups or downs on security transactions placed away from the custodian, TDAI.

B. Aggregation of Trades

BlueSkye may determine that the purchase or sale of a particular security is appropriate for more than one client account and may aggregate client orders into one order ("Block Orders") for execution purposes. Block trading can avoid the adverse effect on a security's price when simultaneous separate and competing orders are placed. When aggregating orders and subsequently allocating Block Orders (purchases and sales) to individual client accounts, it is BlueSkye's policy to treat all clients fairly and to achieve an equitable distribution of aggregated orders. BlueSkye allocates aggregated orders on a pro rata basis. In the event of a partial fill of an aggregated order, accounts will receive a pro rata allocation if there are enough shares executed for each account. For example, if BlueSkye placed an order for 50,000 shares and 25,000 shares were executed, BlueSkye would prorate the shares so that each account would get approximately half of what was entered. Price averaging is used for trades executed in a series of transactions on the same day in the same objective with the same broker.

Item 13 Review of Accounts

A. Frequency of Review

Accounts are monitored on a regular and continuous basis by Dakota Lawrence and/or James Gibson, Managing Members of BlueSkye. Formal reviews are generally conducted at least annually or more or less frequently depending on the needs of the Client. Formal reviews are conducted by the client's Investment Adviser Representative.

B. Causes for Review

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client is encouraged to notify BlueSkye if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements not less than quarterly from the trustee or custodian. These brokerage statements are sent directly from the custodian to the Client. The Client may also

establish electronic access to the custodian's website so that the Client may view these reports and their account activity in real-time. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance. These reports and meetings are often hand-written (typed), but may include third-party printed material that aids in aggregating client information for the goal of presenting a holistic review of the client's portfolio.

Item 14 Client Referrals and Other Compensation

A. Compensation Received by Blueskye

BlueSkye does not receive compensation for providing investment advice from any sources other than its clients.

B. Client Referrals

BlueSkye may be a party to written solicitation agreements with third party solicitors whereby solicitors may introduce prospective clients to BlueSkye. Under these agreements, BlueSkye agrees to pay the solicitor a portion or percentage of the investment management fee BlueSkye receives from certain investment management clients who engage BlueSkye during the term of the agreement. These percentages range from 10% to 30%. A solicitor may be subject to conflicts of interest arising from these arrangements, because the payments might induce the solicitor to recommend an investment manager to a client which the solicitor might not otherwise recommend if there was no payment. BlueSkye enters into solicitation agreements, and pays fees under these agreements, in accordance with Rules 206(4)-3 and 206(4)-5 under the Advisers Act. BlueSkye and the solicitors are not affiliated persons as defined in the Advisers Act. The nature of the arrangement with the third-party is transparent to the client. The client being referred must sign and date a disclosure document that stipulates that the client is aware of the relationship, the fee the referrer is receiving and that the referrer did not warrant, make claim or sell the advisory services of BlueSkye. The Client will not receive additional fees from BlueSkye for being referred.

Item 15 Custody

BlueSkye does not accept or maintain custody of any Client accounts. All Clients must place their assets with a qualified custodian. Clients are required to select TD Ameritrade Institutional, Inc. as custodian to retain their funds and securities. For more information about custodians and brokerage practices, see Item 12 - Brokerage Practices.

However, Under SEC Rule 206(4)-2, BlueSkye may be viewed for regulatory purposes as having custody of certain client assets due to BlueSkye's ability to deduct fees directly from certain client accounts. Consequently, each billing cycle, BlueSkye will send its Clients a disclosure that details the advisory fee paid, the time period and the assets under management on which they were billed, in jurisdictions that require such reporting. Additionally, the formula used to determine the advisory fee will be included. Please compare this notice with the account statement you receive from your qualified custodian to be certain the fees charged are accurately reflected.

Item 16 Investment Discretion

A. Discretionary Authority of Client Accounts

BlueSkye enters into an investment management agreement with the client, whereby the client grants BlueSkye sole investment authority and BlueSkye assumes the investment duties relating to account assets. Pursuant to the Investment Advisory Agreement terms, BlueSkye is generally not required to obtain specific client consent for specific securities to be bought or sold. However, the client selects an investment objective and BlueSkye buys securities for the client's account that align with that investment objective. BlueSkye may or may not take action as it deems appropriate. BlueSkye may but does not have to seek further consent or authority from the client, and may exercise its discretion and deal in and with such assets as fully and freely as the client might do as owner. Accounts are invested at the discretion of the portfolio manager and may take up to 60 days to become fully invested. However, BlueSkye is not authorized to withdraw any money, securities, or other property either in the client's name or otherwise. BlueSkye can sell securities in the account's portfolio without regard for how long they were held, or any potential gain or loss. As a result, transactions may result in taxable gains or losses in a client's account, as well as payment of commissions and other transaction costs. The client must notify, or direct their custodian to notify, BlueSkye in writing with respect to any additional contribution or withdrawal into or from their BlueSkye account after their initial account set up.

Specifically, for Wrap Programs and other accounts where a sponsor imposes fixed or minimum transaction fees, a larger number of transactions may result in higher costs to a client. BlueSkye can make investment changes without considering the resulting rate of portfolio turnover, when in its sole discretion it determines that such changes will promote the account's investment objective.

If voting rights accompany the security or property in the account, BlueSkye follows its Proxy Voting Policy described in Item 17.

Since BlueSkye typically manages accounts with full investment discretion, BlueSkye generally does not manage accounts where the client's custodial account holds both managed and non-managed assets, i.e., assets subject to BlueSkye's investment discretion under the terms of the Investment Advisory Agreement, and assets for which BlueSkye has no discretion, authority, or responsibility. Occasionally, and under limited conditions, BlueSkye will agree to manage an account where managed assets are held in a custodial account along with non-managed assets. The client is solely responsible for any and all losses non-managed assets sustain.

Your Investment Adviser Representative should be well versed in determining appropriate BlueSkye investment strategies to meet your portfolio investment objectives taking into consideration the following guidelines when selecting a BlueSkye investment strategy:

- The amount allocated to any one objective should be reasonable in light of overall asset allocation and the investor's overall investment goals.
- The investor's age, net worth and annual income should be compatible with his or her objective and primary goals.
- The investor's tolerance for risk and volatility should be reasonable in light of his or her

objective and primary goals.

- The investor's time horizon should be consistent with his or her objective and goals.

Since investment goals and financial circumstances change over time, investors should review their investment programs at least annually with their account executives or financial planners.

Clients may impose certain limitations or restrictions on BlueSkye's exercise of its discretionary authority. However, BlueSkye reserves the right not enter into a contract with a prospective client, or to terminate an agreement with an existing client, if the proposed limitation or restriction is likely in BlueSkye's opinion to impair its ability to provide services to a client or is administratively or practically infeasible. Historically (but not necessarily prospectively), BlueSkye has agreed to a client's direction not to invest in a certain type of company or industry. Limitation or restriction requests must be in writing. The request will not be effective or implemented unless BlueSkye agrees to comply.

This discretionary authority makes BlueSkye the agent and attorney-in-fact with full power and authority in connection with the investment account assets (a) to buy, sell, exchange, convert and otherwise trade in any and all stocks, bonds and other securities, both domestic and foreign, as BlueSkye may select; and (b) to establish and deal through accounts with one or more securities brokerage firms, dealers or banks as BlueSkye may select. This authority does not grant BlueSkye permission to make withdrawals of cash or securities from the client account, except for authority granted to indirectly withdraw advisory fees each billing cycle that are owed to BlueSkye for investment advisory services, subject to the investment advisory agreement between BlueSkye and the Client. The qualified custodian must facilitate this periodic billing activity upon receipt of an invoice from BlueSkye.

Item 17 Voting Client Securities

A. Authority to Vote Client Securities by Proxy

BlueSkye does not accept proxy-voting responsibility for any client. Each client will receive their proxy voting material from their qualified custodian. Please feel free to call us at (321) 473-4423, if you have any questions about the voting material that you receive.

Item 18 Financial Information

A. Financial Condition Disclosure Because of Discretionary Authority

Neither BlueSkye, nor its management has any adverse financial situations that would reasonably impair the ability of BlueSkye to meet all obligations to its Clients. Neither BlueSkye, nor any of its management persons, has been subject to a bankruptcy. BlueSkye is not required to deliver a balance sheet along with this Disclosure Brochure, as the Advisor does not collect advance fees for services to be performed six months or more in advance.

Item 19 Requirements for State-Registered Advisers

A. Principal Officers

The Managing Members of BlueSkye are Dakota A. W. Lawrence and James R. Gibson. Mr. Lawrence also serves as the firm's Chief Compliance Officer. Information regarding the formal education and background of the firm's principal officers is included in Item 2 of each officer's Form ADV Part 2B.

B. Other Business Activities of Principal Officers

Management persons of BlueSkye have additional business activities that are detailed in Item 10 - Other Financial Activities and Affiliations, and in each advisory person's Form ADV Part 2B - Brochure Supplement.

C. Performance Fee Calculations

BlueSkye does not charge performance-based fees for its investment advisory services. The fees charged by BlueSkye are as described in Item 5 - Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

D. Disciplinary Information

BlueSkye nor its management persons have material disciplinary information to report.