

Wealth Management Services Inc.

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Wealth Management Services Inc. If you have any questions about the contents of this brochure, please contact us at (941) 355-7960 or by email at: wms@WMSfinance.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.

Additional information about Wealth Management Services Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. Wealth Management Services Inc.'s CRD number is: 164379

1990 Main Street, Suite 750
Sarasota, FL 34236
(941) 355-7960
wms@WMSfinance.com

Registration as an investment adviser does not imply a certain level of skill or training.

Version Date: 02/21/2023

Item 2: Material Changes

There are no material changes in this brochure from the last annual updating amendment of Wealth Management Services Inc. on 02/25/2022. Material changes relate to Wealth Management Services Inc.'s policies, practices or conflicts of interests only.

Item 3: Table of Contents

Item 2: Material Changes.....	i
Item 3: Table of Contents.....	ii
Item 4: Advisory Business.....	5
A. Description of the Advisory Firm.....	5
B. Types of Advisory Services.....	5
C. Client Tailored Services and Client Imposed Restrictions.....	6
D. Wrap Fee Programs.....	6
E. Amounts Under Management.....	6
Item 5: Fees and Compensation.....	7
A. Fee Schedule.....	7
B. Payment of Fees.....	9
C. Clients Are Responsible For Third Party Fees.....	9
D. Prepayment of Fees.....	9
E. Outside Compensation For the Sale of Securities to Clients.....	10
Item 6: Performance-Based Fees and Side-By-Side Management.....	10
Item 7: Types of Clients.....	10
Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss.....	10
A. Methods of Analysis and Investment Strategies.....	10
B. Material Risks Involved.....	11
C. Risks of Specific Securities Utilized.....	12
Item 9: Disciplinary Information.....	13
A. Criminal or Civil Actions.....	13
B. Administrative Proceedings.....	14
C. Self-regulatory Organization (SRO) Proceedings.....	14
Item 10: Other Financial Industry Activities and Affiliations.....	14
A. Registration as a Broker/Dealer or Broker/Dealer Representative.....	14
B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.....	14

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests	14
D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections	15
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	15
A. Code of Ethics	15
B. Recommendations Involving Material Financial Interests	15
C. Investing Personal Money in the Same Securities as Clients	15
D. Trading Securities At/ Around the Same Time as Clients' Securities	16
Item 12: Brokerage/Custodian Practices	16
A. Factors Used to Select Custodians and/or Broker/Dealers	16
B. Aggregating (Block) Trading for Multiple Client Accounts	17
Item 13: Reviews of Accounts	17
A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews	17
B. Factors That Will Trigger a Non-Periodic Review of Client Accounts	17
C. Content and Frequency of Regular Reports Provided to Clients	17
Item 14: Client Referrals and Other Compensation	18
A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)	18
B. Compensation to Non – Advisory Personnel for Client Referrals	18
Item 15: Custody	18
Item 16: Investment Discretion	18
Item 17: Voting Client Securities (Proxy Voting)	19
Item 18: Financial Information	19
A. Balance Sheet	19
B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients	19
C. Bankruptcy Petitions in Previous Ten Years	19
Item 19: Requirements for State Registered Advisers	19
A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background	19
B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)	20

C.	How Performance Based Fees are Calculated and Degree of Risk to Clients	20
D.	Material Disciplinary Disclosures for Management Persons of this Firm	20
E.	Material Relationships That Management Persons Have With Issuers of Securities (If Any).....	20

Item 4: Advisory Business

A. Description of the Advisory Firm

Wealth Management Services Inc. is a Corporation organized in the state of Florida.

The firm was formed in May 16, 2012, and the principal owner is Paul Shupe.

B. Types of Advisory Services

Wealth Management Services Inc. (hereinafter “WMS”) offers the following services to advisory clients:

Investment Supervisory Services

WMS offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. WMS creates an Investment Policy Statement for each client, which outlines the client’s current situation (income, tax levels, and risk tolerance levels) and then constructs a plan (the Investment Policy Statement) to aid in the selection of a portfolio that matches each client’s specific situation. Investment Supervisory Services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

WMS evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

Financial Planning

Financial plans and financial planning may include, but are not limited to: investment planning, life insurance; tax concerns; retirement planning; college planning; and debt/credit planning. These services have hourly based fees and the final fee structure is documented in Exhibit II of the Financial Planning Agreement.

Selection of Other Advisers

WMS may direct clients to third party money managers. WMS will be compensated via a fee share from the advisors to which it directs those clients. The fees shared will not exceed any limit imposed by any regulatory agency. Before selecting other advisors for

Form ADV 2A Version: 02/21/2023

clients, WMS will always ensure those other advisors are properly licensed or registered as investment advisor.

Services Limited to Specific Types of Investments

WMS generally limits its investment advice and money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, REITs, insurance products including annuities, and government securities. WMS may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

WMS offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent WMS from properly servicing the client account, or if the restrictions would require WMS to deviate from its standard suite of services, WMS reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and any other administrative fees. WMS does not participate in any wrap fee programs.

E. Amounts Under Management

WMS has the following assets under management:

Discretionary	Non-discretionary	Date Calculated:
\$ 2,569,028	\$ 848,296	December 31, 2022

Item 5: Fees and Compensation

A. Fee Schedule

Investment Supervisory Services Fees

Total Assets Under Management	Annual Fee
\$1 - \$250,000	2.00%
\$250,001 - \$500,000	1.75%
\$500,001 - \$750,000	1.60%
\$750,001 - \$1,000,000	1.50%
\$1,000,001 - \$1,400,000	1.40%
\$1,400,001 - \$2,000,000	1.30%

These fees are negotiable depending upon the needs of the client and complexity of the situation, and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid monthly in advance, and clients may terminate their contracts with thirty days' written notice.

Refunds are given on a prorated basis, based on the number of days remaining in a month at the point of termination. Fees that are collected in advance will be refunded based on the prorated amount of work completed up to the day of termination within the month terminated. The fee refunded will be the balance of the fees collected in advance minus the daily rate* times the number of days in the month up to and including the day of termination. (*The daily rate is calculated by dividing the monthly AUM fee by the number of days in the termination month). Clients may terminate their contracts without penalty, for full refund, within 5 business days of signing the advisory contract.

Advisory fees are withdrawn directly from the client's accounts with client written authorization.

Financial Planning Fees

Depending upon the complexity of the situation and the needs of the client, the hourly fee for financial planning is between \$150 and \$250. The fees are negotiable and the final fee schedule will be attached as Exhibit II of the Financial Planning Agreement. Fees are paid in advance, but never more than six months in advance, with the remainder due

Form ADV 2A Version: 02/21/2023

upon presentation of the plan. Fees that are charged in advance will be refunded based on the prorated amount of work completed at the point of termination. Clients may terminate their contracts without penalty within five business days of signing the advisory contract.

The fee refunded will be the balance of the fees collected in advance minus the hourly rate times the number of hours of work that has been completed up to and including the day of termination.

Selection of Other Advisers Fees

WMS may direct clients to third party money managers. WMS will be compensated via a fee share from the advisors to which it directs those clients. This relationship will be disclosed in each contract between WMS and each third party adviser. The fees shared will not exceed any limit imposed by any regulatory agency. The fee schedule is as follows:

AUM	WMS's Fee	Third Party's Fee	Total Fee
First \$2,000,000	1.00%	1.50%	2.50%
Above \$2,000,000	0.40%	1.50%	1.90%

These fees are negotiable depending upon the needs of the client and complexity of the situation. Fees are paid monthly in advance, and clients may terminate their contracts with 30 days' written notice. Refunds are given on a prorated basis, based on the number of days remaining in a month at the point of termination.

IRA Rollover Considerations

As a normal extension of financial advice, we provide education or recommendations related to the rollover of an employer-sponsored retirement plan. A plan participant leaving employment has several options. Each choice offers advantages and disadvantages, depending on desired investment options and services, fees and expenses, withdrawal options, required minimum distributions, tax treatment, and the investor's unique financial needs and retirement plans. The complexity of these choices may lead an investor to seek assistance from us.

An Associated Person who recommends an investor roll over plan assets into an Individual Retirement Account ("IRA") may earn an asset-based fee as a result, but no compensation if assets are retained in the plan. Thus, we have an economic incentive to encourage an investor to roll plan assets into an IRA. In most cases, fees and expenses will increase for the investor as a result because the above-described fees will apply to assets rolled over to an IRA, and outlined ongoing services will be extended to these assets.

We are fiduciaries under the Investment Advisers Act of 1940 and when we provide investment advice to you regarding your retirement plan account or individual retirement account, we are also fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. We have to act in your best interests and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests.

B. Payment of Fees

Payment of Investment Supervisory Fees

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid monthly in advance.

Payment of Financial Planning Fees

Hourly Financial Planning fees are paid via check or credit card in advance, but never more than six months in advance, with the remainder due upon presentation of the plan. Fees that are charged in advance will be refunded based on the prorated amount of work completed at the point of termination.

Payment of Selection of Other Advisers Fees

Selection of Other Advisors fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid monthly in advance.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by WMS. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

WMS collects fees in advance. Fees that are collected in advance will be refunded based on the prorated amount of work completed at the point of termination and the total days during the billing period. Fees will be returned within fourteen days to the client via mailed check.

The fee refunded will be the balance of the fees collected in advance minus the daily rate* times the number of days in the month up to and including the day of termination. (*The daily rate is calculated by dividing the monthly AUM fee by the number of days in the termination month).

E. Outside Compensation For the Sale of Securities to Clients

Neither WMS nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

Item 6: Performance-Based Fees and Side-By-Side Management

WMS does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

WMS generally provides investment advice and management supervisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit-Sharing Plans

Minimum Account Size

There is no account minimum.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

WMS's methods of analysis include fundamental analysis and cyclical analysis.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Cyclical analysis involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Investment Strategies

WMS uses long term trading, short term trading, margin transactions, and options writing (including covered options, uncovered options, or spreading strategies).

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two- fold: 1) the markets do not always repeat cyclical patterns and 2) if too many investors begin to implement this strategy, it changes the very cycles they are trying to take advantage of.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Short term trading, margin transactions, and options writing generally hold greater risk and clients should be aware that there is a material risk of loss using any of those strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

WMS generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets. However, it will utilize margin transactions, and options writing. Short sales, margin transactions, and options writing generally hold greater risk of capital loss and clients should be aware that there is a material risk of loss using any of those strategies.

Mutual Funds: Investing in mutual funds carries the risk of capital loss. Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds. All mutual funds have costs that lower investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned above).

Equity investment generally refers to buying shares of stocks by an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

Treasury Inflation Protected/Inflation Linked Bonds: The Risk of default on these bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal.

Fixed Income is an investment that guarantees fixed periodic payments in the future that may involve economic risks such as inflationary risk, interest rate risk, default risk, repayment of principal risk, etc.

Debt securities carry risks such as the possibility of default on the principal, fluctuation in interest rates, and counterparties being unable to meet obligations.

Preferred Securities have similar characteristics to bonds in that preferred securities are designed to make fixed payments based on a percentage of their par value and are senior to common stock. Like bonds, the market value of preferred securities is sensitive to changes in interest rates as well as changes in issuer credit quality. Preferred securities, however, are junior to bonds with regard to the distribution of corporate earnings and liquidation in the event of bankruptcy. Preferred securities that are in the form of preferred stock also differ from bonds in that dividends on preferred stock must be declared by the issuer’s board of directors, whereas interest payments on bonds generally do not require action by the issuer’s board of directors, and bondholders generally have protections that preferred stockholders do not have, such as indentures that are designed to guarantee payments – subject to the credit quality of the issuer – with terms and conditions for the benefit of bondholders. In contrast, preferred stocks generally pay dividends, not interest payments, which can be deferred or stopped in the event of credit stress without triggering bankruptcy or default. Another difference is that

Form ADV 2A Version: 02/21/2023

preferred dividends are paid from the issue's after-tax profits, while bond interest is paid before taxes.

Stocks & Exchange Traded Funds (ETF): Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

REITs have specific risks including valuation due to cash flows, dividends paid in stock rather than cash, and the payment of debt resulting in dilution of shares.

Precious Metal ETFs (Gold, Silver, Palladium Bullion backed "electronic shares" not physical metal): Investing in precious metal ETFs carries the risk of capital loss.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various other types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability and inflation.

Margin transactions use leverage that is borrowed from a brokerage firm as collateral.

Option writing involves a contract to purchase a security at a given price, not necessarily at market value, depending on the market.

Structured products, while appropriate for some clients, may cause loss of principal. Some structured products are designed to be held for long periods of time and selling them before maturity, because of a very limited trading market, may cause the client to suffer significant losses. Structured products may be sold through banks and other financial institutions that are covered by FDIC insurance, however that does not mean that all structured products are covered by the FDIC.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

Form ADV 2A Version: 02/21/2023

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

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

Neither WMS nor its representatives are registered as or have pending applications to become a broker/dealer or as representatives of a broker/dealer.

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

Neither WMS nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Paul Shupe and Lucien Sanchez are licensed insurance agents and clients should be aware that these services pay a commission and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser.

From time to time, they will offer clients advice or products from the above activities. WMS always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of WMS in their capacity as a licensed insurance agent.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

WMS may direct clients to third party money managers. WMS will be compensated via a fee share from the advisers to which it directs those clients. This relationship will be disclosed in each contract between WMS and each third party advisor. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that WMS has an incentive to direct clients to the third party money managers that provide WMS with a larger fee split. WMS will always act in the best interests of the client, including when determining which third party manager to recommend to clients. WMS will ensure that all recommended advisors or managers are licensed or notice filed in the states in which WMS is recommending them to clients.

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

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Our Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

WMS does not recommend that clients buy or sell any security in which a related person to WMS or WMS has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of WMS may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of WMS to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of

Form ADV 2A Version: 02/21/2023

interest. WMS will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of WMS may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of WMS to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. WMS will always transact client's transactions before its own when similar securities are being bought or sold.

Item 12: Brokerage/Custodian Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

The Custodian, TD Ameritrade Institutional, a Division of TD Ameritrade, Inc., member FINRA/SIPC/NFA, was chosen based on their relatively low transaction fees and access to mutual funds and ETFs. WMS will never charge a premium or commission on transactions, beyond the actual cost imposed by Custodian.

1. *Research and Other Soft-Dollar Benefits*

WMS receives research, products, or other services from its broker/dealer or another third-party in connection with client securities transactions ("soft dollar benefits"). There is no minimum client number or dollar number that WMS must meet in order to receive free research from the custodian or broker/dealer. There is no incentive for WMS to direct clients to this particular broker-dealer over other broker-dealers who offer the same services. However, because this firm does not have to produce or pay for services or products it has an incentive to choose a custodian that provides those services based on its interests rather than the clients' interests. The first consideration when recommending broker/dealers to clients is best execution. WMS always acts in the best interest of the client.

2. *Brokerage for Client Referrals*

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

Form ADV 2A Version: 02/21/2023

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

WMS will not allow clients to direct WMS to use a specific broker-dealer to execute transactions. Clients must use WMS recommended custodian (broker-dealer).

B. Aggregating (Block) Trading for Multiple Client Accounts

WMS maintains the ability to block trade purchases across accounts. Block trading may benefit a large group of clients by providing WMS the ability to purchase larger blocks resulting in smaller transaction costs to the client. Declining to block trade can cause more expensive trades for clients.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed at least monthly by Paul Shupe, President. Mr. Shupe is the chief advisor and is instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at WMS are assigned to this reviewer.

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Paul Shupe, President. There is only one level of review and that is the total review conducted to create the financial plan.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least monthly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

WMS does not receive any economic benefit, directly or indirectly from any third party for advice rendered to WMS clients.

B. Compensation to Non - Advisory Personnel for Client Referrals

WMS may, via written arrangement, retain third parties to act as solicitors for WMS's investment management services. All compensation with respect to the foregoing will be fully disclosed to each client to the extent required by applicable law. WMS will ensure each solicitor is properly registered in all appropriate jurisdictions.

Item 15: Custody

WMS, with client written authority, has limited custody of client's assets through direct fee deduction of WMS's Fees only. If the client chooses to be billed directly by TD Ameritrade Institutional, a Division of TD Ameritrade, Inc., member FINRA/SIPC, WMS would have constructive custody over that account and must have written authorization from the client to do so. Clients will receive all required account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

For those client accounts where WMS provides ongoing supervision, the client has given WMS written discretionary authority over the client's accounts with respect to securities to be bought or sold and the amount of securities to be bought or sold. Details of this relationship are fully disclosed to the client before any advisory relationship has commenced. The client provides WMS discretionary authority via a limited power of attorney in the Investment Advisory Contract and in the contract between the client and the custodian. Clients may not place any limitations on WMS discretionary authority.

Custody is disclosed in Form ADV because WMS has authority to transfer money from client account(s), which constitutes a standing letter or authorization (SLOA). Accordingly, WMS will follow the safeguards specified by the SEC rather than undergo an annual audit.

Form ADV 2A Version: 02/21/2023

Item 17: Voting Client Securities (Proxy Voting)

WMS will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

WMS does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither WMS nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

WMS has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements for State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

WMS currently has only one management person/executive officer; Paul Shupe. Paul Shupe's education and business background can be found on the Supplemental ADV Part 2B form.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Paul Shupe's and Lucien Sanchez's other business activities can be found on the Supplemental ADV Part 2B form.

C. How Performance Based Fees are Calculated and Degree of Risk to Clients

WMS does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

No management person at WMS or WMS has been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the client's evaluation of the firm or its management.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

Neither WMS, nor its management persons, has any relationship or arrangement with issuers of securities.