

PartnersInWealth, Inc.

3400 Bissonnet, Suite 145

Houston, TX 77005

713-964-4028

www.partnersinwealth.com

May 24, 2011

This Brochure provides information about the qualifications and business practices of **PARTNERSINWEALTH, INC.** If you have any questions about the contents of this Brochure, please contact us at 713-964-4028 or www.partnersinwealth.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.

PARTNERSINWEALTH, INC. is a registered investment advisor. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information about which you determine to hire or retain an Advisor.

Additional information about **PARTNERSINWEALTH, INC.** also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated **May 24, 2011** is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Sharon David, Manager of Administrative Services at 713-964-4028 or info@partnersinwealth.com. Our Brochure is also available on our web site www.partnersinwealth.com, also free of charge.

Additional information about **PARTNERSINWEALTH, INC.** is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with **PARTNERSINWEALTH, INC.** who are registered, or are required to be registered, as investment advisor representatives of **PARTNERSINWEALTH, INC.**

Item 3 -Table of Contents

<u>Item 1 – Cover Page</u>	i
<u>Item 2 – Material Changes</u>	ii
<u>Item 3 -Table of Contents</u>	iii
<u>Item 4 – Advisory Business</u>	1
<u>Item 5 – Fees and Compensation</u>	1
<u>Item 6 – Performance-Based Fees and Side-By-Side Management</u>	4
<u>Item 7 – Types of Clients</u>	4
<u>Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss</u>	4
<u>Item 9 – Disciplinary Information</u>	5
<u>Item 10 – Other Financial Industry Activities and Affiliations</u>	5
<u>Item 11 – Code of Ethics</u>	5
<u>Item 12 – Brokerage Practices</u>	6
<u>Item 13 – Review of Accounts</u>	8
<u>Item 14 – Client Referrals and Other Compensation</u>	8
<u>Item 15 – Custody</u>	8
<u>Item 16 – Investment Discretion</u>	9
<u>Item 17 – Voting Client Securities</u>	9
<u>Item 18 – Financial Information</u>	9
Brochure Supplement(s)	

Item 4 – Advisory Business

PARTNERSINWEALTH, INC. is a fee only financial advisory firm for high net worth individuals. **PARTNERSINWEALTH, INC.** has been in business since 1992 and our President and owner is James R. Waters.

PARTNERSINWEALTH, INC. spends approximately 80% of its time on comprehensive financial planning services and 20% on investment supervisory services.

Fees for the above mentioned services are based on one of the following: percentage of net worth or percentage of assets under management.

Advisor provides investment advisory services and furnishes advice to Clients on matters not involving securities as part of a financial planning process.

The fees charged by the Advisor are in addition to fees and other expenses charged by third parties. These fees include, but are not limited to, transaction fees and management fees imposed by mutual funds.

Clients may instruct **PARTNERSINWEALTH, INC.** to restrict investment in certain securities or types of securities.

Assets Under Management (AUM) as of December 31, 2010 are \$169,395,937.37.

Discretionary \$111,766,866.32

Non-Discretionary \$ 57,629,071.05

Item 5 – Fees and Compensation

Fee Schedules

The Service Fee will be calculated using the following Service Fee schedule. Net Worth is the current fair market value of all assets and liabilities and before any deferred income or unrealized capital gains taxes. The minimum service fee is \$12,750.

Service Fee

\$10,000 on Net Worth up to \$1,500,000, plus

0.55% of Net Worth between \$1,500,001 and \$3,000,000, plus

0.40% of Net Worth between \$3,000,001 and \$4,000,000, plus

0.25% of Net Worth between \$4,000,001 and \$5,000,000, plus

0.15% of Net Worth greater than \$5,000,000.

An initial payment of one-third (0.333) of the Service Fee is due at the time of the initial engagement. The remaining two-thirds (0.667) of the Service Fee, the Client authorizes the Advisor to debit from the Client's account in 11 equal payments. These debits will begin the month following receipt of the initial payment, and will occur on or about the 18th of each month. The minimum debit is \$773.11 per month.

The Service Fee is not final until the Client and Advisor agree that a Net Worth statement as calculated by the Advisor is fair and accurate. Once the Net Worth is agreed to as fair and accurate, any adjustment to the Service Fee will be allocated evenly over the remaining first year monthly payments.

Example:

		<u>Service Fee</u>	<u>Initial Payment</u>	Monthly Debit
1 st year	\$4,000,000 Net Worth	\$22,250.00	\$7,409.25	\$1,349.16
2 nd year	\$4,420,000 Net Worth	\$23,300.00	--	\$1,941.67
3 rd year	\$4,647,200 Net Worth	\$23,868.00	--	\$1,989.00

On each anniversary of the initial payment, but prior to the 18th of the anniversary month, the Client's Net Worth will be updated and the Service Fee recalculated based on the Service Fee schedule in place at that time. The debit will begin on or about the 18th of the anniversary month and will continue for 12 months. The minimum debit is \$1062.50 per month.

Prior to the anniversary of the initial engagement, the Advisor may request and the Client agrees to provide documentation needed to calculate the Client's updated Net Worth. Should the documentation not be provided, the Advisor will increase the previous year's Net Worth by eight percent (8%) and the Service Fee will be adjusted accordingly. Should the documentation later

be provided and within four (4) months of the anniversary wherein the Service Fee was increased by eight percent (8%), the Service Fee will be adjusted to coincide with the actual Net Worth.

PARTNERSINWEALTH, INC. may in certain circumstances debit financial planning fees directly from the Client’s management account. The fee shall be ascertained initially and once the fee has been ascertained and agreed to by the Client, such agreed to and ascertained fee shall then be debited directly from the Client’s management account.

Client participation in **THE PARTNERSINWEALTH PROGRAM** is non-binding and non-obligatory. If at any time the Client needs to withdraw from **THE PROGRAM**, they may do so without any further obligation by notifying the Advisor by the tenth of the month.

Investment Management

PARTNERSINWEALTH, INC. maintains certain investment advisory services based on the following fee schedule. Account values are net of previously assessed fees and expenses and before taxes.

<u>Amount Managed</u>		<u>Management Fee</u>	
		(Annually)	(Quarterly Multiplier)
\$1	- \$499,999	1 percent	(0.00250)
\$500,000	- \$749,999	.8 percent	(0.00200)
\$750,000	- \$999,999	.6 percent	(0.00150)
\$1,000,000	- \$1,499,999	.4 percent	(0.00100)
\$1,500,000	- \$1,999,999	.2 percent	(0.00050)
\$2,000,000 +		.1 percent	(0.00025)

Fees are payable quarterly in arrears based on the value of the account at the end of the quarter. Fees will be prorated for the period during the quarter the assets were not under the Advisor’s management. No fees are payable before service is provided.

The Client may terminate this agreement with a complete refund of all fees paid by delivering written notice of termination to the Advisor within ten (10) days from the date of the Client’s acceptance of the Agreement. After ten (10) days the Client may

terminate this agreement by delivering a written notice of termination to the Advisor. Fee payments will be prorated from the end of the previous quarter to the date of written notification is received. Once this fee payment is received, payments will cease and no further payments will be due.

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

PARTNERSINWEALTH, INC. does not manage any performance-based accounts and, as such, neither our firm nor any of our advisory personnel receive performance based fees.

Item 7 – Types of Clients

PARTNERSINWEALTH, INC. provides investment advice to individuals, high net worth individuals, pension and profit-sharing plans, trusts, estates, and corporate business entities.

While the Advisor provides investment supervisory services, manages investment advisory accounts, and holds itself out as providing financial planning or some similarly termed services, it does not impose a minimum dollar value of assets or other conditions for starting or maintaining an investment account.

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

The basic tenets under which the Advisor recommends investment strategies to clients are the following:

- The only acceptable risk is that which is effectively rewarded by potential returns.
- Markets work. For investment purposes, securities (i.e. stock, bonds, etc.) are priced accurately.
- The design of the portfolio as a whole is more important than the selection of any particular security.
- Diversification helps reduce unpredictability and risk.
- Stocks offer the potential for higher long-term investment returns than cash or bonds.
- Picking individual securities and timing the purchase or sale of investments in the attempt to “beat the market” are not practiced.

The Advisor analyzes securities based on relative performance, fund management expertise, cost, and tax efficiency.

The main source of information used by the Advisor is research materials prepared by others.

The investment strategies used by the Advisor to implement any investment advice given to clients are long-term purchases (securities held at least a year), short-term purchases (securities sold within a year), and margin transactions.

Investing in securities involves risk of loss that clients should be prepared to bear.

Item 9 – Disciplinary Information

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of **PARTNERSINWEALTH, INC.** or the integrity of **PARTNERSINWEALTH, INC.** management. **PARTNERSINWEALTH, INC.** has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Advisor participates in the TD Ameritrade Institutional Services program, which is an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers independent advisor services, which include: custody of securities, trade execution, and clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the program. Advisor may recommend TD Ameritrade to clients for custody and brokerage services. However, there is no direct link between Advisor's participation in the program and the investment advice it gives to its clients, although Advisor receives economic benefits through participation in the program.

Item 11 – Code of Ethics

PARTNERSINWEALTH, INC. has adopted a Code of Ethics pursuant to Rule 204A-1 under the Investment Advisers Act of 1940. The Code of Ethics is based on the principle that we owe a fiduciary duty to our clients. In complying with this duty, we require our advisory personnel to avoid activities or interests that might interfere with making investment decisions that are in the best interests of clients. This requirement applies even when our advisory personnel are trading for their own personal accounts. To confirm their compliance with the Code’s requirements, advisory personnel are required to submit quarterly reports of their personal securities transactions to our Chief Compliance Officer, James R. Waters, CFP, for review.

The Advisor and supervised persons are required to understand and adhere to the **PARTNERSINWEALTH, INC.** Code of Ethics and Privacy Policy. The Privacy Policy details use of confidential client information by the Advisor and supervised persons. Any client will be furnished a copy of the **PARTNERSINWEALTH, INC.** Code of Ethics or Privacy Policy upon request.

Item 12 – Brokerage Practices

Investment or Brokerage Discretion

Non-Discretionary Accounts

The ultimate decision as to the particular custodian used rests with the client.

PARTNERSINWEALTH, INC. recommends TD Ameritrade because of the services that this firm is able to provide to our clients, including their ability to provide duplicate confirmations and bundled duplicate statements; access to a trading desk serving program participants exclusively; access to block trading; the ability to have investment advisory fees deducted directly from client accounts; access to an electronic communication network for client order entry and account information; receipt of compliance publications; assistance with back-office operations; and access to mutual funds which generally require higher initial minimum investments or are generally available only to institutional investors. In addition, our firm has entered into an arrangement with TD Ameritrade whereby our clients who establish an account with this firm get access to institutional account services, rather than retail services. Clients with access to institutional account services typically pay lower commissions and/or mark-ups on bond trades.

Other Services Provided

TD Ameritrade also provides various publications to our firm and advisory personnel, including, for example, invitations to TD Ameritrade -sponsored events, such as conferences on practice management, regulatory compliance, marketing, etc.

Maintaining Assets at Other Custodians

As stated above, clients are free to choose their own custodian, so long as such custodian is a “qualified” custodian within meaning of the Investment Advisers Act of 1940. A client may therefore choose to use a custodian and, therefore, executing broker, that is not TD Ameritrade. Whether held at a recommended firm or other qualified custodian, our firm typically will execute client trades through such custodian, even through our advisory personnel might be able to obtain a more favorable net price and execution from another broker-dealer for the transaction.

Client-Directed Brokerage

As stated above, client securities transactions generally will be effected through each client’s qualified custodian or other broker selected by our advisory personnel pursuant to the discretionary brokerage authority given to us by our clients. Notwithstanding the foregoing, a client may direct us to purchase or sell securities through a particular brokerage firm even though we may be able to obtain a more favorable net price and execution from another broker-dealer. Where the directed executing broker is not the client custodian, the custodian may require the client to establish a prime brokerage account before such client-directed brokerage transaction may be executed.

Brokerage for Client Referrals

PARTNERSINWEALTH, INC. does not enter agreements with, or make commitments to, any broker/dealer that would bind us to compensate that broker/dealer with client commissions in return for client referrals.

The Advisor has the authority to determine, without obtaining specific client consent, the securities to be bought or sold and the amount of the securities to be bought or sold.

Additional Compensation

Advisor participates in the TD Ameritrade Institutional Services program. Advisor receives economic benefits through its participation in the program. These benefits include: receipt of duplicate client confirmations; access to a trading desk serving advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and access to certain institutional money managers; and discounts on compliance, marketing, technology, and practice management products or services provided to Advisor by third party vendors. These benefits received by Advisor [or its related persons] do not depend on the amount of brokerage transactions directed to TD Ameritrade.

Clients should be aware that the receipt of economic benefits by Advisor [or its related persons] in and of itself creates a potential conflict of interest. However, as part of its fiduciary duties to clients, Advisor endeavors at all times to put the interest of its clients first.

Item 13 – Review of Accounts

Reviews

Reviews of the accounts by the Advisor will be performed at least one (1) time a year on the client's anniversary with the firm. Additional reviews will be performed when cash flows into (deposited) or out of (withdrawal) of the accounts. Each review will consist of an evaluation of the diversification, appropriateness of each investment to the overall portfolio, and performance of the overall portfolio. Reviews will evaluate risk relative to each client's risk tolerance.

Reviewers

The reviewers will be James R. Waters, James G. Hoffman, Sabina K. Gartler, Leah E. Hughes, and Aaron M. Jablonsky.

Reports

Reports to clients will be generated four (4) times per year. Each report will cover the client's holdings, total amount of money invested in each investment, current dollar value of each investment, and overall time-weighted average rate of return for the account.

Item 14 – Client Referrals and Other Compensation

PARTNERSINWEALTH, INC. participates in the TD Ameritrade Institutional program. While there is no direct link between our investment advice and participation in these programs, our firm does receive economic benefits which would not be received absent such participation, as discussed in more detail under Item 12.

Item 15 – Custody

PARTNERSINWEALTH, INC. does not maintain physical custody of client assets; rather, each client's assets (including cash and securities) are held by an independent qualified custodian.

Item 16 – Investment Discretion

PARTNERSINWEALTH, INC. also manages discretionary accounts where our advisory personnel determine the securities to be bought for the client accounts, and implement those decisions directly. Clients with discretionary accounts give us such authority through the advisory agreement that the client signs with us. Non-qualified discretionary accounts are managed in accordance with the asset allocation agreed upon between the client and the Advisor. Qualified discretionary accounts typically are managed in accordance with the Investment Policy Statement. Clients may impose reasonable restrictions (in the Advisor’s opinion) on our firm’s management of these accounts.

Item 17 – Voting *Client* Securities

As a matter of firm policy and practice, **PARTNERSINWEALTH, INC.** does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. **PARTNERSINWEALTH, INC.** may provide advice to clients regarding the clients’ voting of proxies.

Item 18 – Financial Information

Registered investment advisors are required in this Item to provide you with certain financial information or disclosures about **PARTNERSINWEALTH, INC.’s** financial condition. **PARTNERSINWEALTH, INC.** has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Business Continuity/Disaster Recovery Plan

PARTNERSINWEALTH, INC. is committed to safeguarding the interest of our clients in the event of an emergency or a significant business disruption. The firm’s comprehensive business continuity strategy is designed to work in many different emergency situations. In the event of an internal or external disruption (to the building, the business district, the city, or the whole region), we will take all reasonable steps necessary to continue to serve our clients from remote

locations. Our systems and operations are periodically backed up and can generally be recovered within hours or days depending on the nature of the disruption. In addition, information relating to client transactions and other account information generally is maintained by each client's custodian, and we periodically request that the custodians confirm their ability to recover such information in the event of a disruption. During a disruption, to the extent possible, general information such as office closings or operating hours will be recorded on the firm's main telephone number listed on the cover page of this Brochure.

Item 1- Cover Page

James R. Waters

PartnersInWealth, Inc.

3400 Bissonnet, Suite 145, Houston, TX 77005

713-964-4028

May 24, 2011

This Brochure Supplement provides information about James R. Waters that supplements the PartnersInWealth Brochure. You should have received a copy of that Brochure. Please contact Sharon David, Manager of Administrative Services if you did not receive PartnersInWealth's Brochure or if you have any questions about the contents of this supplement.

Item 2- Educational Background and Business Experience

James R. Waters, CFP, born 1957

Education

- Clarkson University, Potsdam, NY, 1980, B.S. Civil Engineering
- University of Houston, Houston, TX, 1984, MBA Finance
- Certified Financial Planner, CFP Board of Standards, 1987

Business Background for preceding 5 years:

- President & CEO, **PARTNERSINWEALTH, INC.**, Houston, TX, founded 1992

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of

conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

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

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

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

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

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

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

No information is applicable to this Item.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

James R. Waters is supervised by James R. Waters, as Chief Compliance Officer & President. Mr. Waters can be reached at 713-964-4028.

Item 1- Cover Page

James G. Hoffmann

PartnersInWealth, Inc.

3400 Bissonnet, Suite 145, Houston, TX 77005

713-964-4028

May 24, 2011

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Item 2- Educational Background and Business Experience

James R. Hoffman, Jr., born 1964

Education

- Southern Methodist University, Dallas, Texas, 1985, BBA
- University of Tulsa, Tulsa, Oklahoma, 1991, JD
- Texas A&M University, College Station, Texas, 1996, MBA
- Certified Financial Planner, CFP Board of Standards, 2009

Business Background for preceding 5 years:

- Vice President/Senior Planning Analyst, Smith Barney, Houston, TX 1998 – 2008
- Financial Planner, **PARTNERSINWEALTH, INC.**, Houston, TX, Since 2008

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

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

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

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

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

No information is applicable to this Item.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

James Hoffman is supervised by James R. Waters, Chief Compliance Officer and President. Mr. Waters can be reached at 713-964-4028.

Mr. Waters supervises Mr. Hoffman by requiring that he adhere to our processes and procedures as described in our Code of Ethics. He will monitor the advice that Mr. Hoffman gives to you by performing the following reviews:

- Perform periodic (minimum annually) oversight to ensure that Mr. Hoffman is aware of your current financial situation, objectives, and individual investment needs.
- A review of client correspondence.

Item 1- Cover Page

Leah E. Hughes
PartnersInWealth, Inc.

3400 Bissonnet, Suite 145, Houston, TX 77005

713-964-4028

May 24, 2011

This Brochure Supplement provides information about Leah E. Hughes that supplements the PartnersInWealth Brochure. You should have received a copy of that Brochure. Please contact Sharon David, Manager of Administrative Services if you did not receive PartnersInWealth's Brochure or if you have any questions about the contents of this supplement.

Item 2- Educational Background and Business Experience

Leah E. Hughes, born 1964

Education

- University of Houston –Bachelor of Business-Finance in 1989

Business Background for preceding 5 years:

- Vice President – Investment Bank Loan Syndications – JPMorgan Chase Bank, N.A., Houston, TX – January 2003 – September 2008
- Business Development Manager – Molly Maid: Midtown/Galleria office, Houston, TX – January 2009 – August 2009
- Financial Advisor – Merrill Lynch, Houston, TX, Aug 2009 – March 2011

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

No information is applicable to this Item.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

Leah Hughes is supervised by James R. Waters, Chief Compliance Officer and President. Mr. Waters can be reached at 713-964-4028.

Mr. Waters supervises Mrs. Hughes by requiring that she adhere to our processes and procedures as described in our Code of Ethics. He will monitor the advice that Mrs. Hughes gives to you by performing the following reviews:

- Perform periodic (minimum annually) oversight to ensure that Mrs. Hughes is aware of your current financial situation, objectives, and individual investment needs.
- A review of client correspondence.

Item 1- Cover Page

Sabina K. Gartler

PartnersInWealth, Inc.

3400 Bissonnet, Suite 145, Houston, TX 77005

713-964-4028

May 24, 2011

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Item 2- Educational Background and Business Experience

Sabina K. Gartler, born 1976

Education

- University of North Texas, Denton, TX, 1998, B.A. Anthropology
- College for Financial Planning, 2008, Accredited Asset Management Specialist designation

Business Background for preceding 5 years:

- Manager of Administrative Services, **PARTNERSINWEALTH, INC.**, Houston, TX, 2005-2008
- Investment Management Specialist, **PARTNERSINWEALTH, INC.**, Houston, TX, since 2008

Accredited Asset Management Specialist designation is awarded through the College for Financial Planning. To receive the designation, one must complete a self-study course on the following topics:

- The Asset Management Process
- Investors, Policy & Change
- Risk, Return & Investment Performance
- Asset Allocation & Selection

- Investment Strategies
- Taxation of Investment Products
- Investment Opportunities for an Individual's Retirement
- Investment Considerations for Small-Business Owners
- Deferred Compensation & Other Benefit Plans for Key Executives
- Insurance Products for Investment Clients
- Estate Planning for Investment Clients
- Regulatory & Ethical Issues for the Investment Professional
-

A comprehensive exam and compliance with the code of ethics is required before the AAMS designation can be used. On-going continuing education and renewal fee are required to keep the AAMS designation active.

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

No information is applicable to this Item.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

Sabina Gartler is supervised by James R. Waters, Chief Compliance Officer and President. Mr. Waters can be reached at 713-964-4028.

Mr. Waters supervises Ms. Gartler by requiring that she adhere to our processes and procedures as described in our Code of Ethics. He will monitor the advice that Ms. Gartler gives to you by performing the following reviews:

- Perform periodic (minimum annually) oversight to ensure that Ms. Gartler is aware of your current financial situation, objectives, and individual investment needs.
- A review of client correspondence.