

Successful Portfolios LLC

Client Brochure – SEC Form ADV Part 2

This brochure provides information about the qualifications and business practices of Successful Portfolios LLC. If you have any questions about the contents of this brochure, please contact us at (727) 744-3614 or info@successfulportfolios.com. Neither the U.S. Securities Exchange Commission (SEC) nor any State Regulatory Authority have approved or verified the information contained in this Brochure. Additional information about Successful Portfolios LLC is available on the SEC website at www.adviserinfo.sec.gov.

March 28, 2011

Successful Portfolios LLC
300 South Duncan Avenue
Sentinel Square - Suite 166
Clearwater, FL 33755
www.successfulportfolios.com

Material Changes

Please note that there are material changes to this brochure since Successful Portfolios LLC filed its last annual update on February 5, 2011. On July 28, 2010, the SEC adopted amendments to Part 2 of Form ADV that require investment advisers to prepare plain English narrative brochure and brochure supplements. This amended form contains new, different, and revised items compared to previous Form ADV Part II.

Table of Contents

1. Advisory Business
2. Fees and Compensation
3. Performance-Based Fees and Side-By-Side Management
4. Types of Clients
5. Methods of Analysis, Investment Strategies and Risk of Loss
6. Disciplinary Information
7. Other Financial Industry Activities and Affiliations
8. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading
9. Brokerage Practices
10. Review of Client Accounts
11. Client Referrals and Other Compensation
12. Custody of Client Assets
13. Investment Discretion
14. Voting of Client Securities
15. Financial Information regarding Successful Portfolios LLC
16. Additional Disclosure Requirements for State-Registered Advisers Including Brochure Supplement and Professional Bios

1. Advisory Business

Successful Portfolios LLC is an independent investment advisory firm in business since February 2010. Dr. John P. Barrett and H. Parker Evans, CFA, CFP, CMT are the principal owners. Mr. Evans is the principal executive officer and manager. Mr. Evans professional biography appears later in this brochure.

Successful Portfolios services include financial planning and portfolio management. Investment recommendations focus on readily marketable stocks, bonds, options and ETFs (exchange traded funds). Successful Portfolios formulates personalized advice and strategies designed to meet the unique needs of each client. Successful Portfolios provides an online risk tolerance quiz and a template to create a personal Investment Policy Statement at www.successfulportfolios.com. Both are free of charge.

As of March 16, 2011, Successful Portfolios had \$63.1 million in client assets under management. Discretionary managed assets were 89.1% of total managed assets.

2. Fees and Compensation

Clients compensate Successful Portfolios LLC based on an annualized percentage of assets managed. Clients may choose to have the asset management fee deducted from their account monthly or daily. Clients do not pay fees in advance. Successful Portfolios does not charge fees to open or close an account.

Assets Managed	Advisor Compensation
\$0 to \$1,000,000	1.1% of account value annualized
\$1,000,001 to \$2,000,000	.95% of account value annualized
\$2,000,001 to \$3,000,000	.80% of account value annualized
\$3,000,001 to \$4,000,000	.70% of account value annualized
\$4,000,001 to \$5,000,000	.60% of account value annualized
\$5,000,001 and above	.50% of account value annualized

Successful Portfolios compensation is negotiable. Fee schedule is subject to change with 60-day notice. Please be aware that you may also incur brokerage commissions and account fees as described later in this brochure under the “Brokerage Practices” section. Successful Portfolios is a fee-only advisor and does not participate in brokerage account fees or commissions.

3. Performance-Based Fees and Side-By-Side Management

Successful Portfolios does not charge performance based fees, i.e., fees based on a share of capital gains or capital appreciation of the assets of a client.

4. Types of Clients

Successful Portfolios LLC clients include individuals, trusts, charitable organizations and other entities. Successful Portfolios has no set minimum account size. Account acceptance is subject to case-by-case review.

5. Methods of Analysis, Investment Strategies and Risk of Loss

Successful Portfolios investment process starts by listening to you. Successful Portfolios LLC works hard to understand your risk/return objectives, unique circumstances and preferences. We provide guidance and solutions based on a thorough understanding of your situation and goals.

Successful Portfolios investment recommendations and decisions are based technical, fundamental and quantitative analysis. Successful Portfolios LLC augments its own analysis with outside research from Bloomberg Professional, Morningstar, Zacks, Standard & Poor's, Value Line and other sources.

Successful Portfolios LLC philosophy is that identifying and managing risk is essential to disciplined investing. Successful Portfolios LLC manages risk through:

- Asset Allocation
- Sector and Industry Diversification
- Position Sizing and Rebalancing
- Fundamental Research
- Technical Analysis
- Quantitative Analysis
- Put and Call Strategies
- Trading Algorithms and Order Management

Typically we recommend clients hold a diversified portfolio of readily marketable stocks, bonds, options and ETFs. These types of securities are subject to multiple risk factors including market fluctuation. Securities investors, including clients of Successful Portfolios, should fully expect to incur periodic gains and losses. Successful Portfolios makes no guarantee of investment results.

6. Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of Successful Portfolios LLC or the integrity of Successful Portfolios' management.

7. Other Financial Industry Activities and Affiliations

Unlike many Registered Investment Advisor Firms, Successful Portfolios is not a captive affiliate of any broker-dealer, bank or insurance company. We pride ourselves on providing an objective point of view without the distraction of potential conflicts of interest. Successful Portfolios only business is providing objective investment advice. Successful Portfolios is investment manager for two private pooled investment vehicles, Evans Cook LLC (EC) and Barrett Evans Capital LLC (BEC). The principal owners of Successful Portfolios are members of EC and BEC.

8. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

All representatives of Successful Portfolios LLC agree to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct. The complete Code and Standards are available at www.successfulportfolios.com/client-service/. Successful Portfolios LLC is pleased to provide a printed copy upon request.

Provided no client is disadvantaged, Successful Portfolios allows its representatives to buy or sell for their own account, securities recommended by Successful Portfolios. All personal trading by representatives is subject to continuous review and scrutiny by Successful Portfolios' Trade Review Committee, which includes H. Parker Evans, Chief Compliance Officer of Successful Portfolios. Successful Portfolios strictly prohibits representatives from "front running" client trades or engaging in any other trading activity designed to gain an advantage at the expense of a client.

9. Brokerage Practices

When you open an account with Successful Portfolios, you will choose an independent brokerage firm that Successful Portfolios will use to execute your trades. This brokerage firm will also administer your account and provide custody of your assets. Successful Portfolios LLC recommends brokerage firms based on:

- Company financial strength, stability, and security procedures
- Low transaction costs and account fees
- Speed and quality of trade execution including potential for price improvement
- Analysis of company financial statements, marketing materials and disclosure documents
- Barron's Annual Ranking Of the Best Online Brokers
- Actual experience with using the brokerage firm
- Breadth and quality of investment research services available from the brokerage firm
- Breadth and quality of market destinations and product offerings
- Breadth, quality and transparency of order routing algorithms

Interactive Brokers (IB), Scottrade and TD Ameritrade have each approved Successful Portfolios to participate in their independent investment advisor programs. These programs allow qualifying independent advisors to manage brokerage accounts held by clients at these firms. For complete information regarding these brokerage programs, including commissions and costs, please refer to these links:

- Interactive Brokers - <http://bit.ly/hFYlsz>
- Scottrade - <http://bit.ly/gBQHCa>
- TD Ameritrade - <http://bit.ly/eyJBLn>

Successful Portfolios has a "soft dollar" research arrangement with IB. Under this arrangement, client commissions could be up to \$.015 per share higher than the IB "bundled" commission schedule. As defined under the Securities Exchange Act of 1934 section 28(e), brokers can use a predetermined portion of client commission dollars to pay research-related costs for clients. IB pays research related expenses on the client's behalf directly to vendors who can provide a wide range of information services, such as fundamental, technical and/or quantitative analysis; portfolio management and valuation including asset allocation; economic forecasting; and news and quotes. To date, IB soft dollar payments have partially covered the cost of Successful Portfolios' Bloomberg Professional subscription. This arrangement constitutes a potential conflict of interest that might cause Successful Portfolios to recommend IB over other brokerage firms that do not provide soft dollar research. Nonetheless, despite the existence of the soft dollar arrangement, Successful Portfolios believes that overall, clients pay lower commissions at IB than they would at alternative discount brokers. Moreover, research services purchased with IB soft dollars benefit all Successful Portfolios clients.

Block Trading Procedures

Successful Portfolios block trading procedures are designed to treat all clients equitably. On aggregated or block securities trades, each client involved receives the average executed price for the overall transaction.

10. Review of Client Accounts

Successful Portfolios LLC uses a team approach to monitor and provide ongoing oversight of client accounts. The team meets weekly to discuss client portfolios and investment policy. At these meetings, team members make recommendations to improve client portfolios. Members of the Successful Portfolios investment team include:

- H. Parker Evans, CFA, CFP, CMT - President & Chief Investment Strategist
- E. Michael Bush, CRPC - Vice President & Wealth Advisor
- Dr. John P. Barrett - Founder & Chairman
- Joseph C. Baer - Research Analyst & Assistant Wealth Advisor

The team uses reports produced by brokerage provided analytic tools, such as the IB Trader Workstation and Risk Navigator, as well as other portfolio management tools including Bloomberg Professional and Beiley Fund Manager Software. At minimum, the Successful Portfolios team, or individual members of the team, review client accounts every week. On a day-to-day basis, the team monitors capital market conditions and changes made by third-party analysts to research opinions on securities followed by Successful Portfolios.

Successful Portfolios recommends clients meet with us at least annually to review their account performance, investment policy and current financial circumstances. Clients of Successful Portfolios retain continuous secure online access to their account information through their brokerage firm. Successful Portfolios encourages clients to maintain an ongoing dialogue with us regarding their portfolio and other financial circumstances. We invite you to call us any time with questions or concerns.

11. Client Referrals and Other Compensation

Successful Portfolios does not pay for client referrals or accept remuneration from non-clients.

12. Custody of Client Assets

The client's brokerage firm, not Successful Portfolios, holds custody of client assets managed by Successful Portfolios. Clients should rely foremost on balances and other information shown in their monthly and quarterly brokerage account statements. The client's brokerage firm will send statements directly to the client via email and regular mail. In addition, Successful Portfolios encourages clients to review their account balances regularly online directly through their brokerage firm's internet site. Successful Portfolios may from time to time provide clients with supplemental account reports as well.

13. Investment Discretion

Successful Portfolios accepts discretionary as well as non-discretionary advisory accounts. In a discretionary account, the client empowers Successful Portfolios to buy and sell securities without consulting the client prior to executing a trade. In a non-discretionary account, Successful Portfolios

must get the permission of the client before placing a trade. Clients may set guidelines regarding trading by use of an Investment Policy Statement (IPS). For example, a client's IPS might only permit investments in blue chip U.S. stocks or AAA rated bonds. Clients choose discretionary or non-discretionary management when executing Successful Portfolios' Investment Advisory Agreement. The Advisory Agreement and a template for an Investment Policy Statement are available at <http://successfulportfolios.com/client-service/>.

14. Voting of Client Securities

Clients of Successful Portfolios retain all right and duty to vote corporate proxy statements. Clients make corporate proxy arrangements directly through their brokerage firm. Clients may call Successful Portfolios at (727) 744-4818 for assistance in voting proxies.

15. Financial Information regarding Successful Portfolios LLC

Successful Portfolios LLC does not require clients to prepay advisory fees. Thus, a balance sheet for Successful Portfolios LLC is not a required part of this brochure. Successful Portfolios believes that no financial condition exists that is reasonably likely to impair its ability to meet contractual commitments to clients.

16. Additional Disclosure Requirements for State-Registered Advisers including “Brochure Supplement” and Professional Bios

H. Parker Evans, age 51, is the sole “principal executive and management person” for Successful Portfolios LLC. Successful Portfolios LLC “supervised persons” are E. Michael Bush, age 52, and Joseph C. Baer, age 24. Their biographies appear below.

H. Parker Evans, CFA, CFP, CMT

President and Chief Investment Strategist

Parker has been a licensed, professional investment advisor for thirty years. He holds the Chartered Financial Analyst (CFA), Certified Financial Planner (CFP), Chartered Market Technician (CMT) designations. Parker's commentary and papers have appeared in the *Journal of Financial Planning*, *CFA Magazine* and the *Journal of Technical Analysis*. He is the former President of First Discount Securities Corp., a pioneering discount brokerage firm acquired by First Union (Wachovia). Parker is a former Vice President of First Union, Smith Barney, and Fifth Third Private Bank. He earned a B.A., with a major in Economics from Eckerd College where he won the Wall Street Journal Award for outstanding academic achievement. Parker received an MBA with Honors from Nova Southeastern University. Over the course of his career, Parker has passed multiple FINRA licensing exams including Registered Options Principal, General Securities Representative (Series 7), Municipal Securities Principal, Financial and Operations Principal, General Securities Principal, and Investment Advisor Representative. For the ten years prior to his current position with Successful Portfolios, Parker was Vice President and Senior Portfolio Manager at Fifth Third Private Bank.

E. Michael Bush, CRPC

Vice President and Wealth Advisor

Michael Bush is a licensed financial advisor with 22 years experience. He holds FINRA Series 7, 26, 63 and 65 licenses, is a Chartered Retirement Planning Counselor (CRPC) and is licensed by the State of Florida to sell insurance. Mike graduated cum laude from West Virginia University. During the five years prior to his current position with Successful Portfolios, Mike was a registered representative with

Colonial Brokerage and BrokersXpress, and worked as a management consultant for US Commercial Construction. Prior to that, Mike was a registered representative for Southtrust Securities and Huntington Investments.

Joseph C. Baer

Research Analyst and Assistant Wealth Advisor

Joe Baer joined Successful Portfolios in September 2010 as a Research Analyst. For the five years prior to his current position with Successful Portfolios, Joe was a student at USF and worked as an assistant store manager for Brookstone, Inc. Joe is currently a senior at the University of South Florida, pursuing a Bachelor of Science in Business with a major in Finance. He is on track to graduate in December 2011. Joe is set to take the FINRA Series 65 exam for Investment Advisor Representatives in March 2011.

Dr. John P. Barrett

Chairman and Founder of Successful Portfolios LLC

Dr. John P. Barrett, a retired Tampa Bay orthopedic surgeon, is an internationally known innovator, investor, philanthropist and entrepreneur. He is the Founder and President of the Arthritis Research Institute of America. Dr. Barrett's passion for investing inspired him to create Successful Portfolios LLC. Dr. Barrett is an owner of Successful Portfolios but is not active in the day-to-day management of the company.

For information regarding the professional designations held by Successful Portfolios representatives, please refer to these links:

- Chartered Financial Analyst (CFA) - <http://bit.ly/cfasp>
- Certified Financial Planner (CFP) - <http://bit.ly/guy9a9>
- Chartered Market Technician (CMT) - <http://bit.ly/i9Uflr>
- Chartered Retirement Planning Counselor (CRPC) - <http://bit.ly/evz9I5>

Additional information about Messrs Evans, Bush and Baer is available on the SEC's website at www.adviserinfo.sec.gov.

Supervision of Representatives

Messrs Evans, Bush and Baer work side-by-side as a team in the same office location. Mr. Evans supervises Messrs Bush and Baer. Mr. Evans can be reached at telephone (727) 744-3614. Mr. Evans regularly spot-checks Messrs Bush and Baer's communications with client and prospective clients. In addition, Mr. Evans reviews all securities trades executed by Messrs Bush and Baer.

Other Business Activities of Supervised Persons

Successful Portfolios has given Mr. Bush permission to retain his license to sell life insurance annuity products in the State of Florida. As a condition, any sale of life insurance or annuity products by Mr. Bush requires pre-approval by Mr. Evans. Successful Portfolios LLC and Mr. Evans do not participate in commissions on insurance or annuity products. From time to time clients of Successful Portfolios may be in need of life insurance or annuity products. Clients of Successful Portfolios can purchase these products through any licensed individual. Successful Portfolios LLC does not recommend, endorse or charge management fees on insurance products. Purchase of an insurance product from Mr. Bush may



present a potential conflict of interest resulting from the commission paid to Mr. Bush by product sponsors.

END

Successful Portfolios LLC
300 South Duncan Avenue
Sentinel Square - Suite 166
Clearwater, FL 33755
www.successfulportfolios.com
(727) 744-3614
info@successfulportfolios.com