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This brochure provides information about the qualifications and business practices of Portrait Financial, LLC. If you have any questions about the contents of this brochure, please contact us at 214-810-6002 and/or info@portraitfinancialllc.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 Portrait Financial, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.



Form ADV Part 2 Brochure

Item 2 – Material Changes

No material changes have occurred. This is the initial Form ADV Part 2 Brochure.



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Item 4 - Advisory Business

A. Description of Your Advisory Firm

Portrait Financial, LLC (“PF”) is a new investment advisor firm located in Dallas, Texas established with the goal of serving individuals and their families, high-net-worth families and individuals, and institutional clients. PF is dedicated to providing portfolio management through precise and concrete financial planning strategies, and efficient asset management through detailed investment advisory strategies to enhance your life and enrich your family legacy creating a wealth portrait masterpiece.

PF, through our individual financial advisors (“Portfolio Manager” or “PM”), provides financial planning consulting, and portfolio management.

Dario Saintus is the principal owner of Portrait Financial, LLC

B. Description of Advisory Services Offered

The Apex Program

Through the Apex Program, clients receive limited financial planning education and advice on financial matters. The terms of the Apex Program are more fully set forth in the Apex Program Agreement. Participants in the Apex Program receive assistance with the following items, among others, on a periodic basis:

- ❖ **Cash Flow and Debt Analysis** – provided advice with respect to cash accounts, financial obligations, and cash management. Tax Consequences and their implications are identified and evaluated.
- ❖ **Retirement Analysis/Asset Allocation** – provided advice with respect to 401k, 403b, ESOP, Profit Sharing Plans, etc.
- ❖ **Risk Analysis** – assessing the risks associated with advisory recommendations based on the proper funding of an emergency fund as well as the combination of insurance types that best meet a client’s specific needs (e.g. life, health, disability, property and casualty, long term care, and business insurance.)
- ❖ **Tax Analysis** – includes alternatives and strategies with respect to how tax laws will effect various financial decisions (e.g. pension and benefit strategy, asset allocation strategies, investment purchases or consolidations, among others.)

Under the Apex Program, clients agree into an annual arrangement to receive provided services. Thus after the initial year, PF’s annual arrangement with a client continues at the discretion of the client to renew the Agreement each year thereafter



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The Wealth Eye Program

Through the Wealth Eye Program, clients receive personalized interactions and personalized wealth planning. The terms of the Wealth Eye Program are more fully set forth in the Wealth Eye Program Agreement. Participants in the Wealth Eye Program receive assistance with the following items, among others, on a periodic basis:

- ❖ **Net Worth** – Involves establishing and tracking a client’s net worth with the purpose of increasing the client’s net worth through providing context to help make efficient financial decisions.
- ❖ **Cash Flow and Debt Management** – provided advice with respect to cash accounts, financial obligations, and cash management. Tax Consequences and their implications are identified and evaluated.
- ❖ **Investment Management/Asset Allocation** – provided advice with respect to asset allocation and investment income accumulation techniques. Evaluations are made of existing investments in terms of their economic and tax characteristics as well as their suitability for meeting client’s objectives. Tax consequences and their implications are identified and evaluated.
- ❖ **Risk Management** – assessing the risks associated with advisory recommendations based on the proper funding of an emergency fund as well as the combination of insurance types that best meet a client’s specific needs (e.g. life, health, disability, property and casualty, long term care, and business insurance.)
- ❖ **Tax Management** – includes alternatives and strategies with respect to how tax laws will effect various financial decisions (e.g. pension and benefit strategy, asset allocation strategies, investment purchases or consolidations, among others.)
- ❖ **Estate Management** – provided advice with respect to property ownership, distribution strategies, estate tax reduction, and tax payment techniques. Including, a discussion of gifts, trusts, etc., and the disposition of business interests. Tax consequences and their implications are identified and evaluated.

Engaging in the wealth Eye Program, multiple meetings, usually five to eight, are held to clearly understand the details of the client’s financial situation, present recommendations to assist the client ascertain their financial and non-financial goals, assist with implementing the financial plan, and update, monitor and modify the plan as needed.

Under the Wealth Eye Program, clients agree into an annual arrangement to receive provided services. Thus after the initial year, PF’s annual arrangement with a client continues at the discretion of the client to renew the Agreement each year thereafter.

Financial Planning and Portfolio Consultation

PF provides financial planning and consulting services on an hourly basis. Clients are required to enter into one or more written agreements with us setting forth the terms and conditions under which we



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render our services (collectively the “Agreement”) prior to engaging us to provide any of the foregoing investment advisory services.

Our PM’s use financial planning (“Wealth Portfolio Planning” or “WPP”) to develop a comprehensive financial plan. PF’s WPP process starts with a deep dive into the client’s current financial situation (including among other things, income taxes, investments, insurance, estate affairs and family circumstances) through an intensive personal interview session in order for PF to fully understand our clients and their needs putting us in our client shoes.

During the in-depth personal interview, we carefully review documents supplied by the client and ask open-ended questions seeking to fully and undeniably understand the client. Once the client’s current financial status, tax status, future goals, returns objectives and attitudes towards risk have been understood, a written report which provides the client with a detailed financial plan designed to assist the client to achieve his or her financial goals and objectives is prepared for the client for review. Upon review by the client and the client feels comfortable with the recommendations put forth in the written report, implementation of those recommendations is scheduled.

We offer portfolio consultation to clients who desire advice on a single aspect of the management of their financial portfolio. For these clients, PF offers focused consulting services that address only those specific areas of concern. Please be aware that when these services focus only on certain areas of your interest or need, your overall situation or needs may not be fully addressed due to limitations you have established. Portfolio consultation services are provided in the following areas: the overall financial portfolio, cash flow, investment planning/asset allocation, insurance planning, tax planning, estate planning, and other specific areas of concern.

Investment Advisory Services

In addition to a written report, PF will develop an Investment Policy Statement (IPS) and an asset allocation with respect to Investment Planning and Portfolio Management for the client. Based on the client’s investment strategy, PF recommends the most appropriate money managers, insurance companies, brokerage firms, etc., to implement the asset allocation strategy. PF will closely monitor client’s account(s) to ensure expected returns are being realized. During the in-depth personal interview, our PM’s determine the client’s individual objectives, time horizons, risk tolerance, and liquidity needs. Prior investment history and background are reviewed as well.

Our PM’s customize and manage the advisory account(s) on a discretionary or non-discretionary basis, which is guided by the client’s stated investment objectives, as well as tax considerations. Using a tactical allocation strategy aimed at reducing risk and increasing performance, the PM may recommend the following: exchange-listed securities, securities traded over-the-counter, corporate debt securities, commercial paper, certificates of deposit, municipal securities, mutual funds, exchange-traded funds, United States governmental securities, options contracts, separately managed accounts (discussed below), and interests in partnerships and privately placed securities that invest in real estate, oil and gas, debt, equity or other privately placed securities.

Specific types of investments will only be implemented/recommended when consistent with the client’s stated objectives, risk tolerance, liquidity, and suitability because some types of investments involve certain additional degrees of risk.



Selection and Monitoring of Third-Party Separate Account Managers

We may recommend a portion of their assets to be managed by designated third-party investment managers (“Separate Account Managers”). Separate account manager search and selection includes the recommendation of specific money management organizations that fulfill the stated investment objectives of the client. The selected separate account manager performance and the client’s investment objectives are closely monitored and reviewed by our PM’s. Monitoring includes regular contact with the Separate Account Manager covering changes in the manager’s organization, continuity of portfolio management personnel, and investment outlook.

Mutual funds, alternative investment firms, private investment firms, real estate investment firms and insurance companies are included in these search efforts for money management organizations.

In recommending or selecting a Separate Account Manager for a client, we review information about the Separate Account Manager such as its disclosure brochure and/or material supplied by the Separate Account Manager or independent third parties for a description of the Separate Account Manager’s investment strategies, past performance and risk results to the extent available.

We may recommend specific security purchases through various broker-dealers, products of various financial institutions, and implementation of professional money management for a client’s portfolio. Should we have a direct or indirect conflict of interest with any recommendation proposed to the client; such disclosure will be provided to the client prior to the transaction taking place.

C. Wrap Fee Programs

PF does not provide portfolio management services to wrap fee programs.

D. Assets Under Management

As of December, 19 2016 PF has approximately \$0 assets under management.

Item 5 – Fees and Compensation

A. Apex Program

Clients engaging in the Apex Program are subject to an annual fee of 1.25% total annual household income.

Clients in the Apex Program may pay the annual fee monthly, quarterly, or annually via bank draft or check (not available for monthly or quarterly).

Additionally, Clients in the Apex Program may engage PF for tax advisory services with respect to tax planning and preparation along with tax consultations regarding complex transactions (e.g. business set up, distributions from qualified accounts, transferring of assets, etc.) for an annual retainer fee of 0.25% of total household income.

Fees for the Apex Program may be negotiated in advance based at the discretion of the PM.



B. The Wealth Eye Program

Clients engaging in the Wealth Eye Program are subject to an annual fee of 1% total annual household income and a percentage of the client’s net worth based on the following schedule:

<u>Net worth:</u>	<u>Fee:</u>
First \$5,000,000	0.50%
\$5,000,001 to \$15,000,000	0.25%
Above \$15,000,000	0.10%

Clients in the Wealth Eye Program may pay the annual fee monthly, quarterly, or annually via bank draft or check (not available for monthly or quarterly). Clients are subject to a minimum annual retainer fee of \$2,500.

Fees for the Wealth Eye Program may be negotiated in advance based at the discretion of the PM.

C. Financial Planning and Portfolio Consultation

Clients engaging in Financial Planning/Portfolio Consultation services are subject to an hourly fee arrangement. PF’s hourly fee charged is \$210 per hour, billed in six minute increments. A partial increment will be treated as a whole. Fees are due upon delivery of the financial plan to the client. Engagements greater than three months in duration will be billed quarterly, arrears. Clients engaging in an hourly bill arrangement, payments can be made by bank draft or check. These fees may be negotiated in advance based at the discretion of the PM.

D. Assets Under Management Fees

PF charges a fee based upon the amount of the client’s assets held under management. The asset management fee is as follows:

Separately Managed Accounts, Mutual Funds, Exchange Traded Funds:

First \$5,000,000	1.25%
\$5,000,001 to \$15,000,000	1.00%
Above \$15,000,000	0.65%

Alternative Investments:

1.00 % of Client’s portfolio of assets billed

Fees for Assets Under Management are assessed monthly, and based on the value of assets at the end of close on the last day of the previous month. For example, assets under management with a 1.25% fee charge will be assessed a fee charge of 0.1042% each quarter based on the value of assets on the last day



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of the previous month. These fees will be automatically deducted from the client's account on a monthly basis. These fees may be negotiated in advance based at the discretion of the PM.

Termination of Services

Either party may terminate the agreement at any time. Notice of termination must be provided in writing 30 days in advance.

For clients engaging in any arrangement, the client may terminate these services within 5 business days of the effective date of an Agreement signed with the PM without any payment of the PM's fee. Should the client terminate the Agreement with the PM after this date, the client will be invoiced for any hourly charges incurred by PF for work performed on behalf of the client.

For Clients engaging in the Wealth Eye Program, any fees already paid will be deducted from the final invoice.

Any fees due to the PM will be invoiced to the client and payable within 7 days of delivery of the invoice.

E. Additional Client Fees Charged

Expenses

Clients are responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer, and are separate and distinct from the management fees charged by PF.

Item 6 – Performance Based Fees (Side-By-Side Management)

PF does not charge performance based fees.

Item 7 – Types of Clients

PF offers its services to the following:

- ✓ Individuals and their families
- ✓ High net worth individuals and their families
- ✓ Trust
- ✓ Estate
- ✓ Charitable organizations
- ✓ Business entities and Corporations
- ✓ 401k plans and profit sharing plans
- ✓ Pensions plans



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- ✓ Deferred compensation plans
- ✓ Endowments

As discussed previously, the potential client engages in an intensive personal interview to determine appropriate justification of the fees charged for the services to be provided by PF, and is required to sign financial management agreements that, among other things, set forth the nature and scope of PF advisory services and the investment objectives, and guidelines applicable to the management of advisory accounts. PF does not require minimum income levels, minimum assets levels or other conditions for services.

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

A. Methods of Analysis

PF's Portrait Investment Advisory (PIA) division has the primary responsibility and authority to implement all day-to-day decisions to comply with the investment strategy issues. Our PIA division is made up of our asset managers referred to as "Investment Manager" or "IM".

The IM's objective is to broadly create efficient investment portfolios incorporating a wide range asset classes and investment styles. Asset Allocation recommendations are according to studies of long-term asset class performance and a close look at the current investment environment, customized to the client's specific objectives and risk tolerance.

The IM may utilize any or all of the following methods of analysis in formulating efficient investment advice or determining an attractive investment program for clients:

Fundamental Analysis: Involves measuring the intrinsic value of a security through an intensive examination of businesses financial statements and health, its management and competitive advantages, and its competitors and markets to determine if the company is underpriced or overpriced.

Technical Analysis: A strategy of evaluating past market movements and apply that analysis to the present attempting to recognize recurring patterns of investor behavior and possibly predict future price movement by relying on the assumptions that market data, such as charts of price, volume and open interest can help predict future (usually short-term) markets trends. A Technical Analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall. The risk is that the markets do not always follow patterns and relying only on this method may not work long term.

Cyclical Analysis: Measuring the movements of a particular stock against the overall market attempting to predict the price movement of the security. A study of economic cycles is used to determine how these cycles affect the returns of an investment, an asset class or an individual company's profits. A Cyclical risk exist due to the fact the broad economy has been seen to move in cycles, from periods of peak performance followed by a downfall, then a trough of low activity.

Quantitative Analysis: The use of mathematical models attempting to obtain accurate measurements of a company's quantifiable data, such as the value of a share price or earnings per share, and predict



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changes to that particular data. A risk exists because models used may be based on assumptions that prove to be incorrect.

Qualitative Analysis: Evaluating the quality of a company's management, labor relations, and strength of research and development factors not readily subject to measurement, and predicts alterations to that data.

Asset Allocation: Identifying an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance.

Third-Party Investment Managers Analysis: Their selection is according to an examination of the experience, expertise, investment philosophies, quantitative and qualitative judgments as they have a relation to the manager's organizational stability, quality of personnel, historical performance and other factors.

PF advises the inclusion of private equity investments, hedge funds, real estate, and along with other non-traditional opportunities like oil and gas, partnerships, managed futures, commodities and natural resources all of which are referred to as an alternative investment.

B. Investment Strategy and Risks of Loss

Our IM's may utilize any or all of the following investment strategies in identifying efficient investment opportunities or determining an investment program for the client. Clients are encouraged to review with the IM the specific investment strategies being used for the client's portfolio.

Long-Term Purchases: Purchasing securities and holding them for a period of at least one year or longer

Short-Term Purchases: Purchasing securities and holding them for a period of less than a year.

Short Sales: Borrowing shares of stock from someone who owns the stock with the promise to replace the shares on a future date at a certain price in which the shares are then sold. On the future date agreed-upon, we buy the same stock and return the shares to the original owner.

Option Writing: Using options singly or in combination in order to profit from one or more market swings. Two classes of options exist: call options (gives the right to buy an asset at a certain price within a specific period of time, the expiration date) and put options (gives the right to sell an asset at a certain price within a specific period of time, the expiration date).

Risk of Loss: PF recommendations are subject to certain risks and loss of principal can occur. Past performance is not indicative of future results. As our fiduciary responsibility, PF will manage client assets in the most prudent manner; but, PF cannot guarantee any level of returns or that clients will not experience a loss of account value.

The IM's methods of analysis and investment strategies are unique and customized for each individual client. One method of analysis or investment strategy is not more significant than the other. Before implementation of a recommendation, it is imperative that clients review materials, which are delivered



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to them, such as agreements, investment prospectuses, offering memorandums, applications, subscription agreements, etc.

Item 9 – Disciplinary Information

PF and all its team members have never been involved in any legal or disciplinary matters.

Item 10 – Other Financial Industry Activities and Affiliations

A. Affiliation with Portrait Risk Management

PF has an affiliated insurance agency, Portrait Risk Management (“PRM”). PRM may in the future receive commission compensation resulting from implementing product transactions on behalf of advisory clients. In order to address any potential conflicts of interest, PF provides and will provide full and fair disclosure to advisory clients. However, clients are by no means under any obligation to engage PRM when considering implementation of advisory recommendations. Implementation of any or all recommendations is solely at the discretion of the client

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

A. Code of Ethics

PF has adopted a Code of Ethics that sets forth high ethical standards of business of conduct that is required by our employees and supervised persons. PF stresses a fiduciary standard of care and utmost good faith in a manner proved to be in the best interest of its clients.

The Code of Ethics governs personal trading by each person of PF that is considered to be an Access Person that includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm’s Access Person.

Our Code of Ethics provides oversight, enforcement, and record-keeping provisions as well as ensuring that the personal securities transactions, activities, and interests of our employees shall not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest in their own accounts. Records are reviewed to identify and resolve any conflicts of interest. PF maintains a code of ethics, which will be provided to any client or prospective client upon request.

B. Participation or Interest in Client Transactions

Our firm may engage from time to time in trading for the firm’s own account. A related person may buy or sell securities for their own account that are the same as, similar to, or different than those we recommend to clients. A recommendation made to one client may be different in nature or in timing from a recommendation made to a different client. PF will provide, to the client involved in the transaction, written information identifying and explaining the potential conflict of interest prior to the



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transaction taking place after which PF will obtain the client's written permission to the principal transaction.

Neither PF nor related persons receive any direct financial benefits by recommending investment products in which PF or related persons have a personal financial interest. Each prospective client is advised of the possibility that PF or related person may invest in securities or investment products recommended to the client by this disclosure in PF's Part 2 of Form ADV.

PF ensures clients are given full and fair disclosure of all material facts (as part of a private placement memorandum or other written communication) when PF or its related persons have some financial interest in a security or investment product, PF or its related persons recommend to PF's clients.

In an effort to reduce or eliminate certain conflict of interest involving the firm of personal trading (such as trading ahead of a client's order), our policy may require that we restrict or prohibit associates' transactions in specific securities transactions. Any exceptions or trading pre-clearance must be approved by our firm principal in advance of the transaction in an account, and we maintain all required personal securities transaction records.

Item 12 – Brokerage Practices

A. Brokerage Selection

PF requires that all advisory client assets remain in physical possession of a broker, custodian bank, trust company, mutual fund or insurance company. PF may recommend that its advisory clients use TD Ameritrade as the custodian for their assets in which PF will give financial investment advisory services. However, the client may select any broker/dealer they wish to act as the qualified custodian for their accounts. PF selection is based on professionalism, block trading, cost, quality of service and industry reputation while considering factors such as commission price, speed and quality of execution, client management tools, and convenience of access for both PF and the client.

B. Soft Dollar Arrangements

PF does not participate in soft dollar arrangements.

Item 13 – Review of Accounts

A. Schedule for Periodic Review of Client Accounts or Financial Plans

Clients of PF will have reviews of their accounts on a quarterly or semi-annually basis depending on individual circumstances. During periodic reviews, the following will be analyzed: investment allocation summary, account performance, transaction summary, income analysis, market review and outlook, recommendations, and updated personal financial statement.

PF clients are responsible for notifying PF if there is ever any change in their personal or financial situation, investment objectives, and errors should immediately be reported to PF.

B. Content of Client-Provided Reports and Frequency

A review of a client's account is triggered when the client's anniversary date approaches, unusual fluctuations in the financial markets and specific needs or circumstances dictated by the client.



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At minimum, a quarterly account statement will be provided to clients of PF.

Item 14 – Client Referrals and Other Compensation

PF does not have any arrangements in which we engage solicitors to provide potential clients in exchange for compensation. Most referrals typically come from existing clients of PF and other advisors.

Item 15 – Custody

As previously mentioned above, PF may recommend to its advisory clients that they appoint TD Ameritrade as the custodian for their assets in which PF will provide financial investment advisory services. PF does not assume responsibility or liability for custodians selected by the client.

Client will receive written quarterly statements from the custodian of choice, and are encouraged to compare the quarterly statement with the quarterly statement provided by PF. Any discrepancies should be reported to PF immediately.

Item 16 – Investment Discretion

PF generally has discretionary authority over the selection and amount of securities to be bought or sold in client accounts without the prior consent or approval of the client for each transaction. In such situations, the client and PF will come to agreement to the terms of discretionary authority with a written addendum to their advisory Agreement, executed by both PF and the client. All discretionary decisions will be made in accordance with the client's investment objective and goals.

Item 17 – Voting Client Securities

PF will not exercise proxy voting authority over securities held in client accounts. The obligation to vote client proxies shall at all times remain the responsibility of the client, with the exception of those specific client assets over which an independent investment manager has assumed proxy voting authority.

Item 18 – Financial Information

PF does not have any financial information to disclose.

Item 19 – Requirements for State-Registered Advisers

Please see the attached ADV Part 2B Brochure Supplement.