

DISCLOSURE BROCHURE
PREPARED IN COMPLIANCE WITH
THE INVESTMENT ADVISERS ACT OF 1940 RULE 204-3(A)

Rocket Capital Management, LLC

March 4, 2020

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This brochure provides information about the qualifications and business practices of Rocket Capital Management, LLC. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 877-264-3615. 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 Rocket Capital Management, LLC (CRD #128077) is available on the SEC's website at www.adviserinfo.sec.gov

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

There are no material changes in this brochure from the last annual updating amendment on February 07, 2019 of Rocket Capital Management, LLC. Material changes relate to Rocket Capital Management, LLC's policies, practices or conflicts of interests.

Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

Firm Description

Rocket Capital Management, LLC, (the “Advisor”) was founded in 2003. J.D. Hurd is the managing member and majority shareholder. Advisor provides clients with ongoing investment advice, guidance, analysis, and portfolio management based on the client’s individual investment needs, objectives, and risk profile. Such services are provided on a discretionary basis with Advisor choosing the identity and quantity of the securities to be bought and sold, as well as the timing of such transactions. Discretionary trading is effected under a limited power of attorney by instructing non-affiliated broker-dealers to purchase or sell individual securities and/or mutual funds directly or indirectly on behalf of clients. This process is confirmed by trade confirmations and brokerage statements to clients.

Advisor also offers research that specializes in small-cap, growth stocks. Advisor believes that investing is a science and that only a disciplined, pragmatic approach with thorough technical and fundamental research can achieve positive results for clients.

Types of Advisory Services

Advisor offers discretionary account management services for a number of its own clients, as well as clients of other brokerage and advisory firms as a Sub advisor. On all such accounts, Advisor will manage a portfolio of stocks and arrange for execution of securities transactions consistent with the client’s expressed investment objectives and risk tolerance. Toward that end, Advisor will perform the following services:

- Conduct research regarding securities for investment;
- Determine the identity and quantity of each security to be purchased or sold.
- Provide instructions to the appropriate trading platform in connection with purchases and sales of securities for execution of such transactions, pursuant to a Limited Power of Attorney signed by the client granting Advisor such authority;
- Make appropriate personnel available by telephone during reasonable business hours to consult with clients regarding the strategy and management of the accounts; and
- Report to clients with respect to the management duties and performance of Advisor.

Advisor will not perform any services for a client until we receive written or electronic notice and necessary information about client and Limited Power of Attorney as described above signed by the client.

When performing advisory services for clients of other brokerage and advisory firms, Advisor will provide those firms with copies of Advisor’s brochure and other disclosure material. Advisor will consult with those firms regarding marketing or advertising materials to be used in connection with the services provided. Advisor provides investment advice only with respect to limited types of investments.

NEWSLETTER

Advisor provides a periodic newsletter to all clients and prospective clients. The newsletter contains general information regarding financial matters and the economy. There is no charge for this newsletter.

Client Tailored Services and Client Imposed Restrictions

In order to tailor advisory services to individual clients, a questionnaire is filled out by the financial advisor about the client. The questionnaire addresses the client's profile, financial information, background experience, objectives, risk assessment, future plans, and desired restrictions to the portfolio. If the client already has this information with another advisor, and would like to use our advisory services only for small cap growth stocks, then a shorter financial examination is done. Clients may impose restrictions on investing in certain securities or types of securities. For advice on asset allocation, retirement or tax planning, insurance needs or other financial matters, clients must consult with their broker, lawyer, accountant, or other financial professional. While the Company, throughout the relationship with a client, strives to obtain an understanding of each client's situation, such information is not necessarily available to the Company. Therefore, a client must ultimately determine whether the Company's style is appropriate given the client's other assets, obligations, and financial needs. In addition, the Company does not render advice with respect to securities clients hold or have held that become subject to legal proceedings, including class actions and bankruptcies. In its sole discretion, however, the Company may advise or take action with respect to such legal proceedings.

Agreements may not be assigned without written client consent.

Wrap Fee Programs

Advisor acts as portfolio manager for a wrap fee program, which is an investment program where the client pays one stated fee that includes management fees, transaction costs, and certain other administrative fees. However, this brochure describes Advisor's non-wrap fee advisory services; clients utilizing Advisor's wrap fee portfolio management should see Advisors' separate Wrap Fee Program Brochure. Advisor manages the investments in the wrap fee program but does not manage those wrap fee accounts any differently than it would manage non-wrap fee accounts. Advisor receives the advisory fee set forth in Item 5 below as a management fee under the wrap fee program. Please also see Item 5 and Item 12 of this brochure.

Client Assets under Management

As of December 2019, Advisor managed approximately \$26,695,000 assets for clients on a discretionary basis.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

Advisor bases its fees on total assets under management for a given client, as well as, whether Advisor has the direct relationship with the client, as opposed to another advisor at another brokerage or advisory firm. The Advisor may also consider the amount of time, and complexity involved in implementing a particular client's investment strategy that might merit an increase or decrease in the base fee.

ADVISORY SERVICES TO CLIENTS OF OTHER BROKERAGE AND ADVISORY FIRMS:

When Advisor performs the advisory services described herein for clients of other brokerage or advisory firms, Advisor charges a fee of one percent (1%) of assets under management for that client. (Advisor may offer a reduced fee on these accounts if in Advisor's discretion the total assets under management for the household merits a discount.) Lower fees for comparable services may be available from other sources. The brokerage or advisory firm will typically charge an asset-based fee on top of the fee that Advisor charges. Advisor has no control over what those firms might charge. Clients should request that information from their firms.

ADVISORY SERVICES TO THE DIRECT CLIENTS OF ADVISOR:

If a client is a direct client of Advisor (that is, not primarily a client of a referring brokerage or advisory firm), Advisor typically charges a fee of two percent (2%) of assets under management for Small-Cap Growth Accounts, and (1.5%) of assets under management for Total Portfolio Management Accounts. (Advisor may offer a reduced fee on these accounts if in Advisor's discretion the total assets under management for the household merits a discount.) Lower fees for comparable services may be available from other sources. Advisor charges a higher fee on these accounts because Advisor is serving as both the client contact and portfolio manager, whereas on the accounts described in the prior section, Advisor is serving solely as portfolio manager. Furthermore, on these accounts, there is no second layer of fees as described in the prior section. Accordingly, the total fee that clients pay will typically be the same regardless of whether the client is a direct client of Advisor, or the direct client of another brokerage or advisory firm.

ADVISORY SERVICES TO THE DIRECT CLIENTS OF ADVISOR AND CLIENTS OF OTHER BROKERAGE AND ADVISORY FIRMS

When making a decision to buy or sell a security for a particular strategy, over 95% of the time Advisor will aggregate trades across all accounts into one block trade. This is done by "stepping-out" the trade to an independent trading firm or independent trading desk rather than putting the trade on the trading desk of the respective clients' custodian or broker dealer. Advisor "steps-out" trades with the goal of achieving best price and execution and avoiding having accounts compete against each other. Advisor incurs any fees associated with this process.

Additional Client Fees Charged

Custodians may charge transaction fees on purchases or sales of certain mutual funds, equities, alternative assets and exchange-traded funds. These charges may include mutual fund transactions fees, postage and handling and miscellaneous fees (fee levied to recover costs associated with fees assessed by self-regulatory organizations). These transaction

charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security. See Item 12 of this brochure for brokerage practices.

Advisor, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

This brochure describes Advisor's non-wrap fee advisory services; clients utilizing Advisor's wrap fee portfolio management should see the separate Wrap Fee Program Brochure for additional details regarding third party fees. Client accounts not participating in the wrap fee program are responsible for the payment of all third party fees (i.e., custodian fees, commissions, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by Advisor. Please see Item 12 of this brochure regarding broker/custodian.

Prepayment of Client Fees

Fees are payable quarterly in advance, based on the amount of assets managed as of the last business day of the previous quarter. For any period during which an investment advisory agreement between the Company and a client is not in effect for an entire quarter, the advisory fee will be reduced proportionately on the basis of the number of calendar days during which such agreement is in effect, computed on a daily basis for a 90-day quarter. An investment advisory agreement between the Company and a client may be terminated by either party at any time by giving a thirty day prior written notice. Upon termination of the agreement, the Company will refund to a client a proportionate share of the prepaid fee computed on a daily basis for a 90-day quarter. Quarterly advisory fees deducted from the clients' account by the custodian will be reflected in a provided fee invoice as fees are withdrawn.

External Compensation for the Purchase or Sale of Securities to Clients

Advisor does not receive any external compensation for the sale of securities to Advisor's clients, other than the asset-based advisory fees described in the prior section.

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

Sharing of Capital Gains

Rocket Capital Management, LLC does not charge a performance fee for its services. The Company is the general partner of the Rocket Capital Partners, LP, a hedge fund which does charge a management fee and a performance fee. The performance fee is 20% of any positive total return above the high-water mark. This hedge fund has a different objective than other accounts. This may create an incentive for the Advisor to recommend an investment that may carry a higher degree of risk to the client. Decisions for investments are made based on the objective, not on whether or not the Company receives a performance fee.

Item 7: Types of Clients

Description

Advisor generally provides investment advice to individuals, business owners, pension and profit sharing plans, trusts, estates, and charitable organizations.

Client relationships vary in scope and length of service.

Account Minimums

Advisor requires a of \$100,000 minimum to open an account, but reserves the right to change the account minimums at any time at their discretion.

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

Methods of Analysis

Security analysis methods may include fundamental analysis, technical analysis, and sector analysis. Investing in securities involves risk of loss that clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis involves evaluating a stock using real data such as company revenues, earnings, return on equity, and profits margins to determine underlying value and potential growth. Technical analysis involves evaluating securities based on past prices and volume. Sector analysis serves to provide an investor with an idea of how well a given group of companies are expected to perform as a whole.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, and filings with the Securities and Exchange Commission.

Investment Strategy

One of the primary investment strategies developed by Rocket Capital Management, LLC involves small-cap, growth stocks. For this strategy, the ROCKET process is used. For this process, the Company starts by analyzing 1500 chart patterns weekly with the goal of locating emerging sectors, stocks, and/or general market directions. After this, technical and fundamental analysis is used to determine the best individual stocks to own. Stocks are selected using the following:

- Rapid revenue and earnings growth
- Obvious leader in its category
- Competitive edge within its sector
- Keep it small – greater upside potential
- Economic effect of supply/demand
- Technical analysis to decide timing

The Company compares favorable stocks to two watch lists of around eighty stocks. The final steps are executed by constantly monitoring both “Watch Lists,” technically and fundamentally, to see if listed stocks should be added to the portfolio as a new position or as a replacement for a current holding. The end product results in a portfolio of twenty to

thirty rapidly growing small companies that are diversified across all twelve sectors of the U.S. economy.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Fundamental analysis may involve interest rate risk, market risk, business risk, and financial risk. Risks involved in technical analysis are inflation risk, reinvestment risk, and market risk. Cyclical analysis involves inflation risk, market risk, and currency risk.

Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with Advisor:

- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Market Risk:* The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Business Risk:* These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Financial Risk:* Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Item 9: Disciplinary Information

Criminal or Civil Actions

The firm and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

The firm and its management have not been involved in any administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

The firm and its management have not been involved in legal or disciplinary events.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

Neither Advisor nor its employees are registered or have an application pending to register as a securities broker-dealer, or as a registered representative of a securities broker-dealer.

Futures or Commodity Registration

Neither Advisor nor its employees are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Advisor is the general partner of the Rocket Capital Partners, LP, a hedge fund which does charge a management fee and a performance fee. The performance fee is 20% of any positive total return above the high-water mark and subject to a loss carry forward provision. This hedge fund has a different objective than other accounts. Decisions for investments are made based on the objective, not on whether or not the Company receives a performance fees.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

Advisor does not recommend or refer its clients to other investment advisors for compensation.

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

Code of Ethics Description

The employees of Advisor have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of Advisor employees and addresses conflicts that may arise. The Code defines acceptable behavior for employees of Advisor. The Code reflects Advisor and its supervised persons' responsibility to act in the best interest of their client.

One area in which the Code addresses is when employees buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our clients. We do not

allow any employees to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

Advisor's policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other employee, officer or director of Advisor may recommend any transaction in a security or its derivative to advisory clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

Advisor's Code is based on the guiding principle that the interests of the client are our top priority. Advisor's officers, directors, advisors, and other employees have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When a conflict arises, it is our obligation to put the client's interests over the interests of either employees or the company.

The Code applies to "access" persons. "Access" persons are employees *who have access to non-public information regarding any clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to clients, or who have access to such recommendations that are non-public.*

The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

J.D. Hurd is a Managing Partner in Rocket Capital Partners, LP. This product is offered to clients of the Advisor.

Since Advisor manages accounts for a percentage of assets under management and performance based fees at the same time, a conflict of interest exists because supervised persons may have an incentive to favor accounts for which a performance based fee is received. This conflict is mitigated by the fact that Advisor and supervised persons have a fiduciary duty to act in the client's best interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

Advisor and its employees may buy or sell securities that are also held by clients. In order to mitigate conflicts of interest such as front running (front running occurs when an advisor either buys or sells for his/her own account before filling customer orders, giving the advisor an unfair advantage), employees are required to disclose all reportable securities transactions as well as provide Advisor with copies of their brokerage statements.

The Chief Compliance Officer of Advisor is J.D. Hurd. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment over employee transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

Advisor does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended and therefore no conflicts of interest exist. However, employees may buy or sell securities at the same time they buy or sell securities for clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide Advisor with copies of their brokerage statements.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

- *Directed Brokerage*
In circumstances where a client directs Advisor to use a certain broker-dealer, Advisor still has a fiduciary duty to its clients. The following may apply with Directed Brokerage: Advisor's inability to negotiate commissions, to obtain volume discounts, there may be a disparity in commission charges among clients and conflicts of interest arising from brokerage firm referrals.
- *Best Execution*
Investment advisors who manage or supervise client portfolios on a discretionary basis have a fiduciary obligation of best execution. In executing portfolio transaction and selecting brokers or dealers, Advisor seeks the best overall terms available on behalf of a client's account. In assessing the best overall terms available for any transaction, Advisor considers the full range of quality of a broker's services including execution capability, trading expertise, accuracy of execution, commission rates, research, reputation and integrity, fairness in resolving disputes, financial responsibility and responsiveness. Advisor oversees the selection of brokers and dealers, the allocation of brokerage commissions, and monitors best execution.
- *Soft Dollar Arrangements*
While Advisor has no formal soft dollars program in which soft dollars are used to pay for third party services, Advisor may receive research, products, or other services from its broker/dealer in connection with client securities transactions ("soft dollar benefits") consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended, and may consider these benefits in recommending brokers. There can be no assurance that any particular client will benefit from any particular soft dollar research or other benefits. Advisor benefits by not having to produce or pay for the research, products or services, and Advisor will have an incentive to recommend a broker dealer based on receiving research or services. Clients should be aware that Advisor's acceptance of soft dollar benefits may result in higher commissions charged to the client.

Aggregating Securities Transactions for Client Accounts

Advisor is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of Advisor. All clients participating in the aggregated order

shall receive an average share price with all other transaction costs shared on a pro-rated basis. These aggregated orders are done as “step-out” trades, where Advisor utilizes an independent trading firm or independent trading desk to complete the trade rather than the trading desk at the client’s custodian or broker dealer. Advisor “steps-out” trades with the goal of achieving best price and execution and avoiding having accounts compete against each other. Advisor incurs any fees associated with this process.

Advisor recommends the custodian Shareholders Service Group, Inc.

Advisor is not affiliated with the brokerage firm. Broker does not supervise the advisor, its agents or activities.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Account reviews are performed quarterly by J.D. Hurd, Chief Compliance Officer. Account reviews are performed more frequently when market conditions dictate.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of clients’ accounts are changes in the tax laws, new investment information, and changes in a client’s own situation.

Content of Client Provided Reports and Frequency

Clients receive account statements no less than quarterly for managed accounts. The company prepares and delivers to all clients quarterly, written valuations of their accounts, showing cash and all currently held investments categorized by maturity (fixed income investments) or industry (equity investments), market value and percentage of gain or loss. A summary of transactions for the prior quarter is also included. Clients may request more frequent or detailed reports in accordance with their individual needs, including an annual realized gain or loss report. The company communicates with clients through periodic newsletters, telephone calls, personal consultations and client meetings. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

Advisor may, via written arrangement, retain third parties to act as solicitors for Advisor’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. Advisor will ensure each solicitor is properly registered in all appropriate jurisdictions.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to the performance report statements prepared by the Advisor.

For accounts which Advisor is deemed to have limited custody solely because advisory fees are directly deducted from clients' accounts by the custodian on behalf of Advisor. Advisor will adhere to the following safeguarding requirements with automatic fee withdrawal:

- a) The authorization or agreement will be limited to withdrawing contractually agreed upon investment adviser fees as authorized in the Investment Advisory Agreement.
- b) Advisor will notify the client each time a fee is directly deducted from a client account, the advisor must concurrently send the custodian an invoice of the amount of the fee to be deducted and send the client an invoice itemizing the fee, including the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee.
- c) The frequency of fee withdrawal will be quarterly.
- d) The custodian of the account will be advised in writing of the limitation of Advisor's access to the account. This requirement may be satisfied by furnishing to the custodian a copy of this agreement.
- e) The custodian will provide the client, not less than quarterly, a statement indicating all amounts disbursed from the account including, separately, the amount of advisory fees paid. This may be contained in the custodian's regular periodic report to the client.

Advisor is also deemed to have constructive custody as General Partner of the Private Fund. To comply with procedural safeguards for the Private Fund, within 120 days of fiscal year-end, all investors to the fund will receive audited financials that have been audited in accordance with GAAP.

Advisor is not affiliated with the custodian. The custodian does not supervise the advisor, its agents or activities,

Item 16: Investment Discretion

Discretionary Authority for Trading

All of Advisor's fee-based advisory accounts are traded on a discretionary basis as described in Item 4 above.

Item 17: Voting Client Securities

Proxy Votes

Whether Advisor votes proxy ballots for securities held in client accounts depends upon the agreement with the client, as well as the policies and procedures of the brokerage or advisory firm on whose platform the client's account is maintained. When Advisor does undertake to vote proxies, it will vote in the best interests of the client. Advisor typically supports management, but compensation and control proposals in particular are scrutinized and opposed if not in the best interest of shareholders.

Item 18: Financial Information

Balance Sheet

Annually, Advisor prepares a balance sheet in accordance with GAAP.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

Advisor has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

None to disclose.

Item 19: Requirements for State Registered Advisors

Principal Executive Officers and Management Persons

The education and business background for all management and supervised persons can be found in the Part 2B of this Brochure.

Outside Business Activities

The outside business activities for all management and supervised persons can be found in the Part 2B of this Brochure.

Performance Based Fee Description

Rocket Capital Management, LLC does not charge a performance fee for its services. The Company is the general partner of the Rocket Capital Partners, LP, a hedge fund which does charge a performance fee. The performance fee is 20% of any positive total return above the high-water mark and subject to a loss carry forward provision. This hedge fund has a different objective than other accounts. This may create an incentive for the Advisor to recommend an investment that may carry a higher degree of risk to the client. Decisions for investments are made based on the objective, not on whether or not the Company receives a performance fees.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

There are no disclosures to report.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

Mr. Hurd is an investor in the private fund, Rocket Capital Partners, LP, and controls its operations. This creates a conflict of interest between loyalty to the fund and loyalty to other clients. Decisions for investments are made based on the objective, not on whether or not the Company receives a performance fees.

SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

J.D. Hurd

Rocket Capital Management, LLC

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This brochure supplement provides information about J.D. Hurd and supplements the Rocket Capital Management, LLC's brochure. You should have received a copy of that brochure. Please contact David Paul Brock if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about J.D. Hurd (CRD #727132) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)
Supervised Person Brochure

John D Hurd

- Year of birth: 1955

Item 2 Educational Background and Business Experience

After high school, Mr. Hurd attended the College of St. Theresa in Winona, MN. He began his study of technical analysis at Shearson Loeb Rhodes in 1981. At the time, Mr. Hurd managed 35 index option portfolios for high net worth clients using technical analysis with discretion. In 1985, he turned his attention to the management of stock portfolios with an emphasis in technical analysis. In 1988, Mr. Hurd left Shearson to join Craig-Hallum, Inc., a prominent Minneapolis stock investment boutique to hone his skills in the investment of small-cap growth companies. In 1993, J.D. assisted in the formation of Summit Capital Group, an institutional research and sales organization specialized on emerging and small growth companies. In 1998, Mr. Hurd joined Miller, Johnson & Kuehn, a regional stock brokerage to become the Director of Equity Sales and Senior Technical Analyst. In October of 2000, J.D. resigned his role in corporate management to focus solely on micro and small-cap portfolio management. He then managed approximately 140 small-cap portfolios with discretion at Hurd Growth Advisors under the Prudential Securities umbrella. In July of 2003, he left Prudential Securities to start Rocket Capital Management, LLC.

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

The Company is the general partner of the Rocket Capital Partners, LP, a hedge fund which does charge a management fee and a performance fee. The performance fee is 20% of any positive total return above the high-water mark. This hedge fund has a different objective than other accounts. This may create an incentive for the Advisor to recommend an investment that may carry a higher degree of risk to the client. Decisions for investments are made based on the objective, not on whether or not the Company receives a performance fees.

Item 5 Additional Compensation

Advisor provides advisory services to Rocket Capital Partners, LP, a hedge fund. As a partner of the hedge fund, Mr. Hurd is eligible for a percentage of the annual profit share fee.

Item 6 Supervision

J.D. Hurd is the Chief Compliance Officer of Rocket Capital Management, LLC; therefore he is solely responsible for all supervision and formulation and monitoring of investment advice offered to clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual.

Item 7 Requirements for State-Registered Advisors

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None