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ATTENTION
Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

PROCESSED
JUN 28 2004

THOMSON FINANCIAL

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

RECEIVED
JUN 24 2004

Table with OMB APPROVAL, OMB Number: 3235-0076, Expires: May 31, 2005, Estimated average burden hours per response.. 1

Table with SEC USE ONLY, Prefix, Serial, DATE RECEIVED

Name of Offering ([ ] check if this is an amendment and name has changed, and indicate change.)

Pearl Street Capital Advisors, LLC

Filing Under (Check box(es) that apply): [ ] Rule 504 [ ] Rule 505 [X] Rule 506 [ ] Section 4(6) [X] ULOE

Type of Filing: [X] New Filing [ ] Amendment



04033427

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer ([ ] check if this is an amendment and name has changed, and indicate change.)

Pearl Street Capital Advisors, LLC [Formerly Known as Worldview Capital Group, LLC]

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

c/o Grow Associates, LLC 10 DerneStreet Boston MA 02114 617-723-6890

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices)

Same

Brief Description of Business Provides design and managment services and portfolio analytics to investment advisors and asset managers in the private equity sector.



- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Andrus, David L.

Full Name (Last name first, if individual)  
2554 Linden Drive, Boulder, CO 80304  
 Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Grasso, Martin J., Jr.

Full Name (Last name first, if individual)  
29 Puritan Avenue, Swampscott, MA 01907  
 Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Maxwell, Arthur

Full Name (Last name first, if individual)  
96 Peakham Road, Sudbury, MA 01776  
 Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Brackett, Stephen

Full Name (Last name first, if individual)  
201 Willis Road, Sudbury, MA 01776  
 Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

McCoy, William

Full Name (Last name first, if individual)  
174 Conover Lane, Red Bank, NJ 07701  
 Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or





Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors .....	5	\$ 550,000
Non-accredited Investors .....		\$ _____
Total (for filings under Rule 504 only) .....		\$ _____

Answer also in Appendix, Column 4, if filing under ULOE.

Not applicable

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505 .....		\$ _____
<u>Regulation A</u> .....		\$ _____
Rule 504 .....		\$ _____
Total .....		\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees .....	<input type="checkbox"/>	\$ _____
Printing and Engraving Costs .....	<input type="checkbox"/>	\$ 1,000
Legal Fees .....	<input type="checkbox"/>	\$ 25,000
Accounting Fees .....	<input type="checkbox"/>	\$ 1,000
Engineering Fees .....	<input type="checkbox"/>	\$ _____
Sales Commissions (specify finders' fees separately) .....	<input type="checkbox"/>	\$ _____
Other Expenses (identify) <u>Travel, entertainment, overhead</u> .....	<input type="checkbox"/>	\$ 20,000
Total .....	<input type="checkbox"/>	\$ 47,000

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." .....

\$1,953,000

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees .....	[ ] \$ 400,000	[ ] \$ 493,000
Purchase of real estate .....	[ ] \$ 0	[ ] \$ 0
Purchase, rental or leasing and installation of machinery and equipment .....	[ ] \$ 0	[ ] \$ 47,000
Construction or leasing of plant buildings and facilities.....	[ ] \$ 0	[ ] \$ 69,000
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) .....	[ ] \$ 0	[ ] \$ 0
Repayment of indebtedness .....	[ ] \$ 0	[ ] \$ 0
Working capital .....	[ ] \$ 0	[ ] \$ 991,000
Other (specify): _____ _____ _____	[ ] \$ _____ [ ] \$ _____	[ ] \$ _____ [ ] \$ _____
Column Totals .....	[ ] \$ _____	[ ] \$ _____
Total Payments Listed (column totals added) .....	[ ] \$2,000,000	

**D. FEDERAL SIGNATURE**

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)  Pearl Street Capital Advisors, LLC	Signature 	Date  6/7/04
Name of Signer (Print or Type) Martin J. Grasso, Jr.	Title of Signer (Print or Type) Managing Director	

<b>ATTENTION</b>
<b>Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)</b>