

FORM D

Notice of Exempt Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

1461221

OMB APPROVAL

OMB Number: 3235-0076

Expires: March 31, 2009

Estimated average burden hours per response: 4.00

Item 1. Issuer's Identity

Name of Issuer  
MGA Diversified Core Equity LLC

Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None  
MGAM Diversified Core Equity LLC

- Entity Type (Select one)
- Corporation
  - Limited Partnership
  - Limited Liability Company
  - General Partnership
  - Business Trust
  - Other (Specify)

Year of Incorporation/Organization (Select one)

- Over Five Years Ago     Within Last Five Years (specify year)      Yet to Be Formed

(If more than one issuer is filing this notice, check this box  and identify additional issuer(s) by attaching Items 1 and 2 Continuation Page(s).)

Item 2. Principal Place of Business and Contact Information

Street Address 1: 1125 South 103rd Street, Suite 250

Street Address 2:

City: Omaha    State/Province/Country: NE    ZIP/Postal Code: 68124    Phone No.: (402) 393-1300

Item 3. Related Persons

Last Name: Jarvis    First Name: Richard    Middle Name: L

Street Address 1: 1125 South 103rd Street, Suite 250

Street Address 2:

City: Omaha    State/Province/Country: NE    ZIP/Postal Code: 68124

Relationship(s):  Executive Officer     Director     Promoter



Clarification of Response (if Necessary)

(Identify additional related persons by checking this box  and attaching Item 3 Continuation Page(s).)

Item 4. Industry Group (Select one)

- Agriculture
- Banking and Financial Services
  - Commercial Banking
  - Insurance
  - Investing
  - Investment Banking
  - Pooled Investment Fund

If selecting this industry group, also select one fund type below and answer the question below:

- Hedge Fund
- Private Equity Fund
- Venture Capital Fund
- Other Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?  Yes  No

Other Banking & Financial Services

- Business Services
- Energy
  - Electric Utilities
  - Energy Conservation
  - Coal Mining
  - Environmental Services
  - Oil & Gas
  - Other Energy

- Health Care
  - Biotechnology
  - Health Insurance
  - Hospitals & Physicians
  - Pharmaceuticals
  - Other Health Care

- Manufacturing
- Real Estate
  - Commercial

- Construction
- REITS & Finance
- Residential
- Other Real Estate
- Retailing
- Restaurants
- Technology
  - Computers
  - Telecommunications
  - Other Technology
- Travel
  - Airlines & Airports
  - Lodging & Conventions
  - Tourism & Travel Services
  - Other Travel
- Other

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**Item 5. Issuer Size (Select one)**

Revenue Range (for issuer not specifying "hedge" or "other investment" fund in Item 4 above)

- No Revenues
- \$1 - \$1,000,000
- \$1,000,001 - \$5,000,000
- \$5,000,001 - \$25,000,000
- \$25,000,001 - \$100,000,000
- Over \$100,000,000
- Decline to Disclose
- Not Applicable

OR

Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in Item 4 above)

- No Aggregate Net Asset Value
- \$1 - \$5,000,000
- \$5,000,001 - \$25,000,000
- \$25,000,001 - \$50,000,000
- \$50,000,001 - \$100,000,000
- Over \$100,000,000
- Decline to Disclose
- Not Applicable

**Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply)**

- Rule 504(b)(1) (not (i), (ii) or (iii))
- Rule 504(b)(1)(i)
- Rule 504(b)(1)(ii)
- Rule 504(b)(1)(iii)
- Rule 505
- Rule 506
- Securities Act Section 4(6)

Investment Company Act Section 3(c)

- Section 3(c)(1)
- Section 3(c)(2)
- Section 3(c)(3)
- Section 3(c)(4)
- Section 3(c)(5)
- Section 3(c)(6)
- Section 3(c)(7)

- Section 3(c)(9)
- Section 3(c)(10)
- Section 3(c)(11)
- Section 3(c)(12)
- Section 3(c)(13)
- Section 3(c)(14)

**Item 7. Type of Filing**

- New Notice      OR       Amendment

Date of First Sale in this Offering:       OR       First Sale Yet to Occur

**Item 8. Duration of Offering**

Does the issuer intend this offering to last more than one year?       Yes       No

**Item 9. Type(s) of Securities Offered (Select all that apply)**

- Equity
- Debt
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Pooled Investment Fund Interests
- Tenant-in-Common Securities
- Mineral Property Securities
- Other (Describe)

**Item 10. Business Combination Transaction**

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?       Yes       No

Clarification of Response (if Necessary)

**Item 11. Minimum Investment**

Minimum investment accepted from any outside investor \$ 1,000,000

**Item 12. Sales Compensation**

Recipient  Recipient CRD Number   No CRD Number

(Associated) Broker or Dealer  None (Associated) Broker or Dealer CRD Number   No CRD Number

Street Address 1  Street Address 2

City  State/Province/Country  ZIP/Postal Code

States of Solicitation  All States

AL  AK  AZ  AR  CA  CO  CT  DE  DC  FL  GA  HI  ID  
 IL  IN  IA  KS  KY  LA  ME  MD  MA  MI  MN  MS  MO  
 MT  NE  NV  NH  NJ  NM  NY  NC  ND  OH  OK  OR  PA  
 RI  SC  SD  TN  TX  UT  VT  VA  WA  WV  WI  WY  PR

(Identify additional person(s) being paid compensation by checking this box  and attaching Item 12 Continuation Page(s).)

**Item 13. Offering and Sales Amounts**

(a) Total Offering Amount \$ 500,000,000 **OR**  Indefinite

(b) Total Amount Sold \$ 265,756,969

(c) Total Remaining to be Sold \$ 234,243,031 **OR**  Indefinite  
(Subtract (a) from (b))

Clarification of Response (if Necessary)

The Amount Sold reflects the aggregate amount sold by the issuer and all additional issuers identified on the continuation pages.

**Item 14. Investors**

Check this box  if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering:

Enter the total number of investors who already have invested in the offering:

**Item 15. Sales Commissions and Finders' Fees Expenses**

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If an amount is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 0  Estimate

Finders' Fees \$ 0  Estimate

Clarification of Response (if Necessary)

**Item 16. Use of Proceeds**

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0

Estimate

Clarification of Response (if Necessary)

[Empty box for clarification of response]

**Signature and Submission**

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

**Terms of Submission.** In Submitting this notice, each identified issuer is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.\*

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box  and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

Issuer(s)

MGA Diversified Core Equity LLC

Name of Signer

Andrea McMahon

Signature

*Andrea McMahon*

Title

Managing Director

Date

March 13, 2009

Number of continuation pages attached:

4

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Items 1 and 2 Continuation Page

Item 1 and 2. Issuer's Identity and Contact Information (Continued)

Name of Issuer  
MGA International Equity LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None  
MGAM International Equity LLC

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)   Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Name of Issuer  
MGA Total Return LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None  
MGAM Total Return LLC

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)   Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Name of Issuer  
MGA Tactical Opportunity LLC  
Jurisdiction of Incorporation/Organization

Previous Name(s)  None

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year) 2,007  Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Items 1 and 2 Continuation Page

Item 1 and 2. Issuer's Identity and Contact Information (Continued)

Name of Issuer  
MGA Focused Core Equity LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None

- Entity Type (Select one)
- Corporation
  - Limited Partnership
  - Limited Liability Company
  - General Partnership
  - Business Trust
  - Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year) 2005  Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1 Street Address 2  
City State/Province/Country ZIP/Postal Code Phone No.

Name of Issuer  
MGA Focused Small Cap Equity LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None

- Entity Type (Select one)
- Corporation
  - Limited Partnership
  - Limited Liability Company
  - General Partnership
  - Business Trust
  - Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year) 2005  Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1 Street Address 2  
City State/Province/Country ZIP/Postal Code Phone No.

Name of Issuer  
MGA Diversified Small/Mid Cap Equity  
Jurisdiction of Incorporation/Organization

Previous Name(s)  None  
MGAM Diversified Small/Mid Cap Equity LLC

- Entity Type (Select one)
- Corporation
  - Limited Partnership
  - Limited Liability Company
  - General Partnership
  - Business Trust
  - Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)  Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1 Street Address 2  
City State/Province/Country ZIP/Postal Code Phone No.

Items 1 and 2 Continuation Page

Item 1 and 2. Issuer's Identity and Contact Information (Continued)

Name of Issuer  
MGA Core Income LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None  
MGAM Core Income LLC

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)   Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Name of Issuer  
MGA Core Income Tax-Exempt LLC  
Jurisdiction of Incorporation/Organization  
Nebraska

Previous Name(s)  None  
MGAM Core Income Tax-Exempt LLC

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)   Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Name of Issuer  
MGA Cash Reserves LLC  
Jurisdiction of Incorporation/Organization

Previous Name(s)  None  
MGAM Cash Reserves LLC

Entity Type (Select one)  
 Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

Year of Incorporation/Organization (Select one)  
 Over Five Years Ago  Within Last Five Years (specify year)   Yet to Be Formed

At your option, supply separate contact information for this issuer:

Street Address 1  Street Address 2   
City  State/Province/Country  ZIP/Postal Code  Phone No.

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name:  First Name:  Middle Name:   
Street Address 1:  Street Address 2:   
City:  State/Province/Country:  ZIP/Postal Code:   
Relationship(s):  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary):

Last Name:  First Name:  Middle Name:   
Street Address 1:  Street Address 2:   
City:  State/Province/Country:  ZIP/Postal Code:   
Relationship(s):  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary):

Last Name:  First Name:  Middle Name:   
Street Address 1:  Street Address 2:   
City:  State/Province/Country:  ZIP/Postal Code:   
Relationship(s):  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary):

Last Name:  First Name:  Middle Name:   
Street Address 1:  Street Address 2:   
City:  State/Province/Country:  ZIP/Postal Code:   
Relationship(s):  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary):