

Name of Investment Adviser: John W Parker Investment Management	
Address: (Number and Street) (City) (State) (Zip Code) PO Box 1088, Menlo Park, CA 94026-1088	Area Code: Telephone Number 650-326-0387

This part of Form ADV gives information about the investment adviser and its business for the use of clients.

The information has not been approved or verified by any government authority.

Table of Contents

Item Number	Item	Page
1	Advisory Services and Fees.....	2
2	Types of Clients	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations.....	4
9	Participation or Interest in Client Transactions	5
10	Conditions for Managing Accounts	5
11	Review of Accounts	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F
	Balance Sheet, if required.....	Schedule G

(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

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

Applicant:

John W Parker Investment Management

SEC File Number:

801-56045

Date:

1/5/2009

1. A. Advisory Services and Fees. (check the applicable boxes)For each type of service provided, state the approximate
% of total advisory billings from that service.

(See instruction below.)

Applicant:

- ☒ (1) Provides investment supervisory services..... 10 %
- ☐ (2) Manages investment advisory accounts not involving investment supervisory services..... %
- ☐ (3) Furnishes investment advice through consultations not included in either service described above..... %
- ☐ (4) Issues periodicals about securities by subscription..... %
- ☐ (5) Issues special reports about securities not included in any service described above..... %
- ☐ (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices
which clients may use to evaluate securities..... %
- ☐ (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities..... %
- ☒ (8) Provides a timing service..... 90 %
- ☐ (9) Furnishes advice about securities in any manner not described above %

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

B. Does the applicant call any of the services it checked above financial planning or some similar term? ☐ Yes ☒ No**C.** Applicant offers investment advisory services for: (check all that apply)

- ☒ (1) A percentage of assets under management ☐ (4) Subscription fees
- ☐ (2) Hourly charges ☐ (5) Commissions
- ☐ (3) Fixed fees (not including subscription fees) ☒ (6) Other

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients - Applicant generally provides investment advice to: (check those that apply)

- ☒ A. Individuals ☒ E. Trusts, estates, or charitable organizations
- ☐ B. Banks or thrift institutions ☒ F. Corporations or business entities other than those listed above
- ☐ C. Investment companies
- ☒ D. Pension and profit sharing plans ☐ G. Other (describe on Schedule F)

Applicant:
John W Parker Investment Management

SEC File Number:
801-56045

Date:
1/5/2009

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|---|
| <input type="checkbox"/> A. Equity Securities | <input type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | <input type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input type="checkbox"/> (3) foreign issues | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input checked="" type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input type="checkbox"/> Annual reports, prospectuses, filings with the
Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases |
| (4) <input type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options, uncovered
options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

Applicant:

John W Parker Investment Management

SEC File Number:

801-56045

Date:

1/5/2009

5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?

Yes ☒ No ☐

(If yes, describe these standards on Schedule F.)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- year of birth
- formal education after high school
- business background for the preceding five years

7. Other Business Activities. (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest? Yes ☐ No ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

Applicant:
John W Parker Investment Management

SEC File Number:
801-56045

Date:
1/5/2009

9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☐ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services Yes No
and impose a minimum dollar value of assets or other conditions for starting or maintaining an account? ☐ ☒

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

See Schedule F for details

B. Describe below the nature and frequency of regular reports to clients on their accounts.

See Schedule F for details

Applicant:
John W Parker Investment Management

SEC File Number:
801-56045

Date:
1/5/2009

12. Investment or Brokerage Discretion.

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- | | | |
|--|-------------------------------------|-------------------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| | Yes | No |
| (2) amount of the securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| | Yes | No |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| | Yes | No |
| (4) commission rates paid? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients? ☐ Yes ☒ No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions.

If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- | | | |
|---|---------------------------------|---|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? | Yes
<input type="checkbox"/> | No
<input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes
<input type="checkbox"/> | No
<input checked="" type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

	Yes	No
Has applicant provided a Schedule G balance sheet?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

**Schedule F of
FORM ADV****Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
John W Parker Investment	801- 56045	1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John Wayne Parker	IRS Empl. Ident. No.: 94-3012859
Item of Form Answer	

Item 1. A. (1)

Our services involve the placing of orders for the trading of a client's securities as market conditions and timing dictate. A client who wishes to use our services is first advised of the inherent risks in investing. A client then executes an Investment Advisory Agreement with us and opens an investment account(s) at Fidelity Investments in the name of the client only. The client also gives us Trading Authorization which provides us with authorization to place buy and/or sell orders of securities in a client's account. Fidelity, not us, is responsible for executing all securities trades.

We help open accounts for you at Fidelity Investments, which acts as the custodian of your assets and provides you monthly statements and all year-end tax reporting detail. You authorize us to trade within your accounts, but we never have custody of your assets, nor are your assets co-mingled with any other investor's assets. We are free to choose from thousands of mutual funds, exchange-traded funds, and individual stocks, and we have absolutely no requirements to purchase any "branded" Fidelity mutual funds. There are no fees for opening or maintaining accounts, but Fidelity currently charges a \$75.00 fee for closing an account.

The better performing mutual funds within the broad asset classes we select as part of our "core strategy" usually have short-term redemption fees to discourage frequent trading (which increases fund overhead and distracts the fund management from focusing on growing the fund for its shareholders). As part of our "core strategy" (as summarized in Section 4.A.5), we plan to hold these types of mutual funds we buy for you for at least these minimum periods, unless changing market conditions indicate the need to sell. It is important for you to know that any short-term redemption fees that might occur (and we generally try to avoid them) are NOT paid to us. In rare cases, there may be a mutual fund that will charge a minor transaction fee; most of the funds we trade have absolutely no transaction fees once the minimum holding period has been met.

Our "near-term strategy" (as summarized in Section 4.A.5) generally uses: (a) the Rydex and Profunds families of mutual funds, which have no trading fees and which offer both "long" and "short" market index and market sector funds as well as some non-equity-based funds; or (b) exchange-traded funds.

Our client accounts are allocated among: (a) our "core strategy", (b) our "near-term strategy", and (c) money market funds. All holdings in our accounts are publicly-traded.

If we choose to buy an individual equity or an exchange-traded fund ("ETF"), Fidelity currently charges \$8.00 for the first 3,000 shares bought or sold for clients whose investments with us exceed \$1,000,000 and \$9.95 for the first 1,000 shares bought or sold for all others. None of these fees are paid to us, and we have no requirement to place any amount of any such trades. While it is true that there are some custodians which charge less for these types of trades, we have chosen Fidelity Investments as the custodian and trading platform for the following reasons: (a) there are no fees for opening or maintaining accounts; (b) there are no fees for buying or selling no-load mutual funds as part of our longer-term strategy provided that these funds are held for their minimum holding period (as described above); (c) Fidelity provides excellent on-line access at no charge for clients to monitor account activity and get duplicate copies of recent monthly, year-end, and tax-reporting statements; (d) Fidelity provides the client with the year-end information that is both necessary for tax reporting and is complete and relatively easy to use; (e) Fidelity provides us, the advisor, trading execution software, electronic detailed snapshots and trading history of all accounts, electronic trade confirmations of all trades placed, electronic monthly and year-end statements for all accounts, and a full range of back-office support staff and functions, all such services provided at no cost to either the client or to us; and (f) working with one custodian and trading platform simplifies and reduces the chance of error in our advisory functions.

You can deposit moneys and/or existing securities any time you want to, provided that in a retirement account your deposits are consistent with the regulations governing that account. You do not need to notify us in advance if you are going to make a deposit of cash, although we prefer that you do. We will generally be aware of deposits made before

**Schedule F of
FORM ADV****Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
John W Parker Investment	801- 56045	1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John Wayne Parker	IRS Empl. Ident. No.: 94-3012859
Item of Form Answer	

1:00p by the following business morning, well in time to invest. (Deposits made after 1:00p aren't generally "seen" until two market mornings after you make the deposit.) There is no hold for investing placed on any checks you deposit, so there is never a need for certified or cashier's checks. You can also mail us a check to deposit it for you, with the check made payable to either: (a) one of the names in the account registration; OR (b) "Fidelity Investments" followed by your account number. We can NEVER accept either cash or any check that has been made payable to us with directions to deposit it for you. For depositing stocks and/or mutual funds that are held in another account (either by Fidelity or by another custodian), the simplest method is to have us prepare the necessary custodian-to-custodian transfer paperwork for you. For depositing stock or mutual fund certificates that you hold directly, please contact us for the methods you have to deposit them.

There are significant state and federal rules governing the withdrawal of funds from a retirement account, and it is essential that you consult your tax advisor before making any such withdrawals. However, a direct transfer of assets from custodian to custodian between similar retirement accounts is allowed without any tax consequence provided that that direct transfer is done in accordance with the rules of the custodians.

It is true that the assets in your account are liquid and can be sold on any market day. There are four limitations in taxable accounts that are essential for you to be aware of before requesting that assets be sold.

- First, you should not treat this account as a "checking account". We try to discourage ANY deposits for moneys that the client KNOWS he/she will need sooner than 12 months (and preferably longer). The market goes up, the market goes down, and sometimes the market goes down before the market goes up. You should consider the moneys in your account to be a long-term investment, and you should consider letting us navigate your account through the inevitable ups and downs and changing market opportunities for you.

- Second, if we sell something with an "unrealized gain" (e.g. it's gone up in value since we bought it), then we "realize" the gain and this becomes a taxable event for you. You pay your ordinary tax rate on the gain from assets sold sooner than one year from the date of purchase and, for your federal tax return, a lower long-term rate on the gain for assets held longer than one year, so we prefer to try to hold assets longer than one year PROVIDED THAT IT MAKES GOOD INVESTMENT SENSE TO CONTINUE TO HOLD THEM. Please consult your tax advisor for how this would affect your individual circumstances.

- Third, most of the better-performing mutual funds we purchase have a minimum holding period of at least ninety (90) days, some 180, and a few even longer. This is consistent with our longer-term investment strategy and is inconsistent with frequent unplanned client withdrawals.

- Fourth, we generally need five (5) business days notice in order to sell and wait for the funds from the sale to "settle" (e.g. become available in your account).

In taxable accounts, where previously authorized by the client, we can request that: (i) a check be mailed payable to client at client's address of record, (ii) funds can be wired to client's bank account of matching registration, subject to wire fees charged both by Fidelity and your bank, (iii) funds can be transferred by electric funds transfer to client's bank account of matching registration without any fees provided that the transfer instructions have been previously established, or (iv) funds can be transferred directly to another account of like registration.

All account statements and trade confirmations are sent directly from Fidelity to the client. All proxies and periodic reports (generally annual, but sometimes semi-annual and quarterly) are provided to the client by Fidelity. We continue to work with Fidelity to reduce the number of prospectuses mailed to our clients, but we are constrained by the limitations of Fidelity's system to further reduce the quantity of paper that they mail you.

**Schedule F of
FORM ADV****Continuation Sheet for Form ADV Part II**

Applicant:

John W Parker Investment

SEC File Number:

801- 56045

Date:

1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

John Wayne Parker

IRS Empl. Ident. No.:

94-3012859

Item of Form

Answer

We place orders for clients' securities trades based on our analysis of market conditions and based on our understanding of the client's investment objectives. We carefully advise each client of the risk of investing, and we make investment decisions based on the risk tolerance of the client, tax consequences and minimum size of trade, as well as the performance of a particular mutual fund or security.

A number of our clients are our personal acquaintances and family members.

We provide a bill for investment advisory services after each calendar quarter for the preceding quarter based on the following:

1) For those clients with at least \$750,000 under our management or with a net worth of more than \$1.5 million or who are not U.S. residents, we charge a fee of 10% of the appreciation in the account after adjusting for deposits and withdrawals since the last time the account was billed (pursuant to SEC Rule 205-3). If there is no appreciation, then there is no bill until such time as there is appreciation, after adjusting for deposits and withdrawals, since the last time when the account was billed.

2) For those clients with less than \$750,000 under our management and with a net worth of less than \$1.5 million and are U.S. citizens, we charge a fee of 2% (1/2% per quarter) of the total value of the assets held in the client's account, adjusted for deposits and withdrawals.

The client may at his/her sole option choose to pay the investment advisory services fee by check or by instructing us to deduct such fees from the account. All outstanding investment advisory service fees are deducted from the client's account 30 days after billing. Any advisory service fees that are deducted from the client's account are treated as a client withdrawal when calculating future investment advisory service fees.

We do not show any preference in making investment decisions toward accounts of either billing method .

We do not bill for prepayment of any fees. No refunds for investment advisory service fees previously billed will be provided by us to client except in the case of error.

A client may terminate his/her relationship with us at any time by notifying us. We will provide client with a bill for investment advisory service fees for the partial period beginning with the date of the previous bill until the date of termination. If client is being billed according to method 1), above, and there has been no appreciation since the previous bill, after adjusting for deposits and withdrawals, then no bill will be due from client nor any refund due from us, except in the case of error.

Upon client's notice to terminate our management of his/her account and upon the client's request, we will sell some or all of the mutual funds in the account that will not incur any short-term redemption fees. The mutual funds we purchase in client accounts may have policies which will exclude further purchases by an investment advisor who incurs short-term redemption fees too often. Therefore, in order to continue to be allowed to purchase these mutual funds for our other clients we may, at our sole discretion, remove our name as the advisor from the client account and then have the client sell any remaining mutual funds that would incur short-term redemption fees. It will generally take three (3) market days from the time that the client provides notice to terminate our management until our name as the advisor is removed from the client account.

Item 1. A. (8)

See 1. A. (1)

**Schedule F of
FORM ADV****Continuation Sheet for Form ADV Part II**

Applicant:

John W Parker Investment

SEC File Number:

801- 56045

Date:

1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

John Wayne Parker

IRS Empl. Ident. No.:

94-3012859

Item of Form

Answer

Item 4. A. (5)

Our core strategy is to identify broad asset classes that we believe will outperform market averages for months (and sometimes years) and then to select the best-performing no-load mutual funds within those asset classes. We concentrate our investments in these mutual funds. We avoid "formulaic" asset balancing because that strategy tends to return only market averages. We have developed our own sophisticated software that allows us to make trading decisions for all our accounts based on the "attributes" of the particular positions within each account, such as a position's percentage of the account, its length of time held, and the taxable/non-taxable status of the account. While we primarily buy mutual funds, we sometimes buy individual stocks and exchange-traded funds.

Our near-term strategy is to identify investment opportunities that we believe will be profitable for shorter periods than months, ranging from same-day trading to holding for several weeks. We generally use: (a) the Rydex and Profunds families of mutual funds, which have no trading fees and which offer both "long" and "short" market index and market sector funds as well as some non-equity-based funds; or (b) exchange-traded funds.

Our client accounts are allocated among: (a) our "core strategy", (b) our "near-term strategy", and (c) money market funds. All holdings in our accounts are publicly-traded.

Account performance varies from account to account, depending on such factors as when moneys were deposited or withdrawn, and whether the account is a taxable account or a non-taxable retirement account. For example, in non-taxable retirement accounts we do not have tax considerations such as short-term vs. long-term gains and the tax efficiency of the transaction.

We encourage our clients to invest with a "long-term" view of at least several years, avoiding the urge to get out of the market when it is down and then get back in when it is up. Throughout the market's history, there have always been crises in the world, and we encourage you to let us navigate your accounts for you through the inevitable ups and downs. As your financial advisor, we will do our best to grow your accounts, but please realize that there are inherent risks in all investing, and it is possible that your account(s) may incur substantial losses.

Item 5.

John Parker is the sole person who determines general investment advice to be given to clients. (See Item 6 for John Parker's education and business experience.)

Selected personnel under John's supervision communicate this general investment advice. All trading decisions are made by John.

Item 6.

John Parker is only individual who determines general investment advice to be given to clients.

Registrant: John W. Parker

Year of birth: 1944

Formal education: BA, Yale University, 1974

In 1996 Registrant began providing computer/market timing services to clients on a full-time basis in exchange for a discretionary fee. From 1987 through 1995, Registrant was providing these services on a part-time basis.

Item 9. Code of Ethics

Our Code of Ethics is based on the principle that "we", which throughout this Statement of Ethics shall refer to the investment advisor and all its employees and subcontractors), owe a fiduciary duty to you, our clients, for which we serve as an advisor. Accordingly, we must avoid activities, interests and relationships that might interfere or appear to

**Schedule F of
FORM ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
John W Parker Investment	801- 56045	1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John Wayne Parker	IRS Empl. Ident. No.: 94-3012859
Item of Form Answer	

interfere with making decisions in the best interests of our advisory clients. At all times, we must:

Place the interests of our Advisory Clients first:

As a fiduciary, we must avoid serving our personal interests ahead of the interests of our advisory clients. We may not cause an advisory client to take action, or not to take action, for our personal benefit rather than the benefit of the advisory client.

Conduct all of our personal securities transactions in full compliance with this Code:

We encourage our staff and their families to develop personal investment programs. However, we must not take any action in connection with our personal investments that could cause even the appearance of unfairness or impropriety. Accordingly, we must comply with the policies and procedures set forth in this Code under the heading of Personal Securities Transactions.

Avoid taking inappropriate advantage of our position:

The receipt of investment opportunities, gifts or gratuities from persons seeking business with us directly or on behalf of an advisory client could call into question the independence of our business judgment. Accordingly, we must comply with the policies and procedures set forth in this Code under the heading Fiduciary Duty to Clients.

Fiduciary Duty to Clients:

Investment Advisors are subject to Section 206 of the Act which makes it unlawful for an advisor to engage in fraudulent, manipulative or deceptive conduct. The intent is to eliminate conflicts of interest and to prevent an advisor from taking advantage of a client's trust. Pages 19 and 20 of the SEC Inspection Manual describes an advisor's fiduciary responsibility as:

"The Adviser's Act does not require a transaction to have occurred for actionable fraud to have been committed. An investment adviser is a fiduciary who owes his clients undivided loyalty, and is prohibited from engaging in activity in conflict with the interest of any client. A breach of an adviser's fiduciary obligations constitutes a violation of the anti-fraud provisions of the Adviser's Act. This fiduciary obligation imposes on an adviser a duty to deal fairly and act in the best interest of its clients. Such duty imposes upon an investment adviser numerous responsibilities including the duty to render disinterested and impartial advice; to make suitable recommendations to clients in light of their needs, financial circumstances and investment objectives; to exercise a high degree of care to insure that adequate and accurate representations and other information about securities are presented to clients; and, to have an adequate basis in fact for its recommendations, representations and projections."

The following are specific fiduciary obligations an Advisor has with regard to its clients:

- Best execution for client transactions;
- Suitability of advice for each client;
- Loyalty to client;
- Refraining from personal transactions that are inconsistent with client interests;
- Responsibility for providing reasonable, independent advice to clients.

Gifts:

We may not accept any investment opportunity, gift, gratuity, or other thing of more than nominal value, from any

**Schedule F of
FORM ADV****Continuation Sheet for Form ADV Part II**

Applicant:

John W Parker Investment

SEC File Number:

801- 56045

Date:

1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

John Wayne Parker

IRS Empl. Ident. No.:

94-3012859

Item of Form

Answer

person or entity that conducts business with or intends to do business with us directly or indirectly, on behalf of clients. Gifts from a single giver may be accepted so long as the aggregate annual value does not exceed \$100.00. We may also attend business meals, sporting and other entertainment events, so long as the expense is reasonable and both we and the giver are in attendance.

Personal Securities Transactions:

We are required to maintain a record of securities transactions executed in our personal accounts and in the accounts of dependents (i.e. spouses, children and others who are financial dependents of the advisor or advisory personnel). The purpose of this requirement is to provide the regulators with information that could detect abusive and potentially abusive trading practices. The following information must be recorded:

- Name of advisory individual or advisory firm;
- Name of security;
- Total amount purchased or sold;
- Price per share;
- Name of executing broker-dealer;
- Date of transaction;
- Whether it was a buy or sell

This information must be recorded within ten (10) days of the end of each calendar quarter. We will comply with the requirement by: (a) in personal accounts that are held by Fidelity Investments under the our advisor number and for which duplicate statements are sent to us, then this information shall be deemed to have been recorded and no additional information shall need to be supplied to us; OR (b) for all other personal accounts for which such record is required, posting a RECORD OF PERSONAL SECURITIES TRANSACTIONS.

Additionally all our personnel are required to notify us in writing, of all personal securities accounts maintained at broker-dealers for themselves and their dependents. We will request duplicate statements, detailing all trading activity, of the broker-dealers, and receipt on a regular basis and within ten (10) days after the end of each calendar quarter shall constitute record keeping under subclause (b) above.

The following are exempt from the reporting requirement:

- Commodities;
- Futures;
- Options traded on a commodities exchange, including currency futures;
- Securities issued by the US government;
- Bankers' acceptances, bank certificates of deposit, commercial paper, bank repurchase agreements;
- Shares of open-end mutual funds

Insider Trading:

Investment advisors and their advisory personnel may not trade for themselves or on behalf of others on the basis of material non-public information. They may also not communicate material non-public information to others. This conduct is called "insider trading". Insider trading refers to the use of material non-public information to trade in securities or to communicate material non-public information to others in breach of a fiduciary duty.

The policy applies to each of our employees, as well as to any transactions in any securities participated in by family members, trusts or corporations controlled by such persons.

**Schedule F of
FORM ADV**

Continuation Sheet for Form ADV Part II

Applicant:

John W Parker Investment

SEC File Number:

801- 56045

Date:

1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

John Wayne Parker

IRS Empl. Ident. No.:

94-3012859

Item of Form

Answer

Trading on inside information becomes a basis for liability if the information is material. Material information generally is considered information for which there is a likelihood that a reasonable investor would consider it important in making an investment decision, or the information is certain to have an effect on the price of a company's securities. Information is likely to be material if it relates to significant changes in the following:

- Increases or decreases in dividends;
- Stock splits and stock dividends;
- Financial forecasts or results (especially profits or losses);
- Significant changes in operations;
- Top management or control changes;
- Significant contracts awarded or canceled;
- Proposed takeovers or mergers; or
- Financial liquidity problems.

In order for issues concerning insider trading to arise, information must not only be material, it must be "non-public". Non-public information is information that has not been made available generally to investors. Once the information has been distributed to the investing public, it is no longer subject to insider trading restrictions.

Before trading, our personnel must ask themselves the following questions:

1. Is this information that an investor would consider important in making an investment decision? Is this information that could affect the marked price of the securities if disclosed?
2. To whom has the information been provided? Has the information been communicated to the marketplace by being published in publications with general circulation?

Our personnel unsure of whether or not the information they have received is "material non-public" information should take the following steps:

1. Report the matter immediately to the CCO;
2. Do not effect any transactions in the security on behalf of themselves or others;
3. Do not communicate the information inside or outside of our firm, other than to the CCO

In order to detect and prevent trading based on inside information, our personnel will be required to follow the following procedures:

1. All our employees will be required to notify the CCO in writing, of all securities holdings maintained in personal accounts and in the accounts of dependents (in the form of a completed Personal Securities Holdings Form, as specified above);
2. All our employees will be required to request of their executing broker-dealers, duplicate confirmations and statements to be sent to us, as specified above;
3. Because of inadvertent disclosure of material non-public information to others, our employees should not discuss potential material non-public information except as specifically required in the performance of their duties.

**Schedule F of
FORM ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
John W Parker Investment	801- 56045	1/5/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John Wayne Parker	IRS Empl. Ident. No.: 94-3012859
<u>Item of Form</u> Answer	

Item 9. E.

Registrant buys and sells in his own accounts securities that are bought and sold for clients. All mutual funds that Registrant buys and sells in his own accounts are priced identically to any buys and sells in client accounts. Registrant generally, but not always, buys and sells stocks and exchange-traded funds using block transactions that provide the same price for any buys or sells in all accounts within that trading day.

Registrant receives no commissions or any other compensation or special pricing for buying and selling securities within clients' accounts.

Item 11. A.

Registrant generally reviews his clients' holdings on a daily basis. Factors which may trigger a more detailed level of review include changes in the market, tax consequences, size of trade, market sectors, information about certain securities, and conversations with clients. The review process is performed by Registrant only.

Item 11. B.

Clients receive monthly statements from Fidelity Investments (where they open their account in their own names). The statements show all trades made in their account, the securities positions, and the account value. The clients are able to obtain information about their account directly from Fidelity through Fidelity's website.

Item 12. A. (1)

Registrant has full authority to make all buy and sell decisions without consulting the client. The client may instruct Registrant to maintain a specified amount of an account in money market funds, with such instructions generally confirmed by e-mail. Client understands that Registrant may not be able to promptly respond to any changes in such instructions.

Item 12. A. (2)

See item 12 .A.(1)