

Uniform Application for Investment Adviser Registration

OMB APPROVAL

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Name of Investment Adviser:
UNIONBANC INVESTMENT SERVICES, LLC

Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code	Telephone Number
445 South Figueroa Street	Los Angeles	CA	90071	(213)	236-7884

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 governmental authority.

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(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.

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:

- | | | | | |
|-------------------------------------|-----|---|-----------|---|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | <u>99</u> | % |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | _____ | % |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | <u>1</u> | % |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | _____ | % |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | _____ | % |
| <input type="checkbox"/> | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities | _____ | % |
| <input type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | _____ | % |
| <input type="checkbox"/> | (8) | Provides a timing service | _____ | % |
| <input type="checkbox"/> | (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 applicant call any of the services it checked above financial planning or some similar term? | Yes No
<input checked="" type="checkbox"/> <input type="checkbox"/> |
|----|---|--|

C. Applicant offers investment advisory services for: (check all that apply)

- | | | | | | |
|-------------------------------------|-----|--|--------------------------|-----|-------------------|
| <input checked="" type="checkbox"/> | (1) | A percentage of assets under management | <input type="checkbox"/> | (4) | Subscription fees |
| <input type="checkbox"/> | (2) | Hourly charges | <input type="checkbox"/> | (5) | Commissions |
| <input checked="" type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input type="checkbox"/> | (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)

- | | | | | | |
|-------------------------------------|----|----------------------------------|-------------------------------------|----|---|
| <input checked="" type="checkbox"/> | A. | Individuals | <input checked="" type="checkbox"/> | E. | Trusts, estates, or charitable organizations |
| <input type="checkbox"/> | B. | Banks or thrift institutions | <input checked="" type="checkbox"/> | F. | Corporations or business entities other than those listed above |
| <input type="checkbox"/> | C. | Investment companies | <input type="checkbox"/> | G. | Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> | D. | Pension and profit sharing plans | | | |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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

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

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 checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" 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 type="checkbox"/> Timing services |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input checked="" 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 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 type="checkbox"/> Trading (securities sold within 30 days) | (7) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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 | ● formal education after high school |
| ● year of birth | ● 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 checked="" type="checkbox"/> (2) investment company
<input checked="" type="checkbox"/> (3) other investment adviser
<input type="checkbox"/> (4) financial planning firm
<input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant
<input checked="" type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (7) accounting firm
<input type="checkbox"/> (8) law firm
<input type="checkbox"/> (9) insurance company or agency
<input type="checkbox"/> (10) pension consultant
<input type="checkbox"/> (11) real estate broker or dealer
<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.)

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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 *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes No
☒ ☐

(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.

Please see UnionBanc Investment Services' ADV Schedule F for the description.

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

Please see UnionBanc Investment Services' ADV Schedule F for the description.

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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Applicant:
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March 31, 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"/> |
| (2) amount of the securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (4) commission rates paid? | <input checked="" type="checkbox"/> | <input 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 checked="" type="checkbox"/> | No
<input type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes
<input checked="" type="checkbox"/> | No
<input 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
- Has applicant provided a Schedule G balance sheet? ☐ Yes ☒ No

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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

Applicant:
UNIONBANC INVESTMENT SERVICES, LLC

SEC File Number:
801- 47740

Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
ITEM 1	<p>ADVISORY SERVICES AND FEES</p> <p>UnionBanc Investment Services LLC ("UBIS") is a registered investment adviser and a subsidiary of Union Bank, N.A. ("Union Bank"). UBIS currently offers an asset allocation account program called the Managed Account Solutions Program ("MAS Program"). UBIS previously offered an asset allocation account program called the Lifetime Advantage Program. UBIS also makes available Financial Planning Services to its clients.</p> <p>The Managed Account Solutions Program</p> <p>UBIS provides investment advisory services for client accounts opened under the MAS Program which is sponsored and sub-advised by Envestnet Asset Management, Inc. ("Envestnet"). Envestnet is an SEC-registered investment adviser that is not affiliated with UBIS. National Financial Services LLC ("NFS"), the clearing firm of UBIS, provides transaction execution, clearance, settlement, custody and related services in connection with the MAS Program. Strategic Advisers, Inc. ("SAI"), which provides mutual fund portfolios available through the MAS Program, is an SEC-registered investment adviser that is an affiliate of NFS. Neither SAI nor NFS is affiliated with UBIS.</p> <p>UBIS opens and maintains accounts under the MAS Program through the following steps. UBIS assists the client in determining investment criteria based on various factors including investment goals, income requirements, time horizon and risk tolerance. UBIS then inputs the client's information into a proprietary software program maintained by Envestnet. Envestnet analyzes the information to recommend an overall investment strategy based on a targeted asset allocation. The investment strategy is subject to approval by the client (who is advised by UBIS), and to any investment restrictions requested by the client and approved by UBIS.</p> <p>The client may choose one of three sub-programs under the MAS Program, each with a different approach to investing. The sub-programs are: the Mutual Fund Account Program; the Multi-Manager Account Program; and the Separately Managed Account Program. Each sub-program utilizes a different investment strategy.</p> <p>Mutual Fund Account Program</p> <p>The Mutual Fund Account Program provides the client with a diversified portfolio of mutual funds or exchange-traded funds using model portfolios. To implement the client's investment strategy, Envestnet will recommend one or more of SAI's model portfolios for the client. The selection of model portfolios is subject to approval by the client (who is advised by UBIS), and to any investment restrictions requested by the client and approved by UBIS. The finalized strategy will then be implemented by Envestnet and Envestnet will manage the client's account based on the model portfolios selected. Envestnet may rebalance the assets among the asset classes in the client's account as the selected model portfolio changes. Envestnet will manage the account on a discretionary basis, without prior client approval.</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1).

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

Applicant:
UNIONBANC INVESTMENT SERVICES, LLC

SEC File Number:
801- **47740**

Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
	<p>Multi-Manager Account Program</p> <p>The Multi-Manager Account Program allows the client's overall portfolio to be managed by Envestnet pursuant to investment advice and direction from one or more sub-advisers.</p> <p>To implement the client's investment strategy, Envestnet will recommend one or more sub-advisers who will provide advice and direction to Envestnet in managing the client's portfolio. The sub-advisers are selected by Envestnet for recommendation to the client following an ongoing due diligence process. UBIS will present the selected sub-adviser(s) to the client pursuant to Envestnet's recommendation. The selection of sub-advisers is subject to approval by the client (who is advised by UBIS), and to any investment restrictions requested by the client and approved by UBIS. The finalized portfolio will then be managed by Envestnet with investment advice from the sub-advisers. Envestnet will manage the account on a discretionary basis, without prior client approval and may invest assets within the portfolio in mutual funds or other securities. Envestnet may rebalance the assets among the asset classes in the client's account.</p> <p>Separately Managed Account Program</p> <p>The Separately Managed Account Program consists of multiple separate account portfolios within a client account, each managed by a Portfolio Manager acting as a sub-adviser engaged by Envestnet. This program provides clients with access to a variety of Portfolio Managers representing many investment disciplines. To implement the client's investment strategy, Envestnet will recommend one or more of Portfolio Managers to manage the account. The Portfolio Managers are selected by Envestnet for recommendation to the client following an ongoing due diligence process. UBIS will present to the client the selected Portfolio Manager for each asset class pursuant to Envestnet's recommendation. The selection of Portfolio Managers is subject to approval by the client (who is advised by UBIS), and to any investment restrictions requested by the client and approved by UBIS. Each asset class in the client's account will be managed as a separate portfolio by a Portfolio Manager, and the assets in each separate portfolio are not rebalanced among the aggregate portfolios by Portfolio Managers, but the aggregate portfolios are reviewed and rebalanced by UBIS with client's approval. Envestnet and/or the Portfolio Managers can make changes to their respective portfolios on a discretionary basis, without prior client approval.</p> <p>Provisions Applicable to All MAS Sub-Programs</p> <p>MAS Program assets may be invested in mutual funds or exchange-traded funds that may also charge fees, as described in each applicable prospectus or in the related disclosure document. These fees and expenses are a cost to the client's account in addition to the fees paid under the MAS Program. A client could invest in mutual funds or in exchange-traded funds directly, outside of the MAS Program, and avoid the MAS Program fees. In that case, however, the client would not receive the services provided</p>	

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

Applicant:
UNIONBANC INVESTMENT SERVICES, LLC

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Date:
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(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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
	<p>pursuant to the MAS Program which are designed, among other things, to assist the client in appropriately allocating assets.</p> <p>The client may not assign its interest in the MAS Program account agreement without the consent of UBIS and Envestnet. UBIS or Envestnet may transfer or assign its rights and obligations in a MAS Program account agreement using a "negative consent" process in which the client has a minimum of 30 days to respond to a notice of intended assignment.</p> <p>A client may cancel a MAS Program account by giving written notice of cancellation to UBIS within five business days of the latter of Envestnet's or UBIS' acceptance of the account. Thereafter, UBIS, Envestnet or the client may terminate the account by giving 30 days written notice. A client's cancellation or termination of an account is without penalty. Upon termination of an account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable. The client shall be responsible for any transactions executed prior to UBIS' receipt of the written notice of cancellation.</p> <p>As discussed above, NFS is the clearing broker for UBIS for the MAS Program. Under its current agreement with NFS, platform fees are charged to UBIS by NFS, and the platform fee will be reduced when the amount of assets under management increases and reaches pre-determined dollar amounts. There would be modest financial benefits to UBIS as the amount of assets under management increase to the pre-determined amounts. This financial benefit may create a conflict of interest.</p> <p>MAS Program Fee Schedule</p> <p>Per annum advisory fees for the MAS Program are set forth in the schedule below. The fees are calculated quarterly based on the average daily balance of the assets valued by NFS. Fees for the Mutual Fund Account Program are billed quarterly in arrears, and fees for the Multi-Manager Account Program and the Separately Managed Account Program are billed quarterly in advance. With the client's authorization, fees may be automatically deducted from an account. In certain circumstances, at UBIS' discretion, fees may be negotiated. Clients may elect to receive reporting services with respect to current assets held in securities accounts outside of the MAS Program, but which are maintained with certain custodians with whom Envestnet has established interfaces. UBIS has no obligation to provide, and does not provide, any investment advice, asset allocation or rebalancing services with regard to assets covered by the reporting services feature. Clients have no obligation to choose the reporting services in order to participate in the MAS Program, and clients may provide UBIS with necessary information through other means. Fees for certain service requests including, but not limited to, wire or delivery instructions, check handling, legal processing, and outgoing transfers may also apply.</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1).

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

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UNIONBANC INVESTMENT SERVICES, LLC

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801- **47740**

Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC	IRS Empl. Ident. No.: 94-0304228
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Item of Form (identify)	Answer																																																										
	<p>Mutual Fund Account Program</p> <table style="width: 100%;"> <tr> <td style="width: 50%;">Account Size</td> <td style="width: 50%;">Annual Fee</td> </tr> <tr> <td>First \$250,000</td> <td>1.5%</td> </tr> <tr> <td>Next \$250,000</td> <td>1.25%</td> </tr> <tr> <td>Next \$500,000</td> <td>1.00%</td> </tr> <tr> <td>Next \$1,000,000+</td> <td>0.75%</td> </tr> <tr> <td colspan="2">Minimum annual account fee - \$500</td> </tr> </table> <p>Multi Manager Account Program</p> <table style="width: 100%;"> <tr> <td style="width: 50%;">Account Size</td> <td style="width: 50%;">Annual Fee</td> </tr> <tr> <td>First \$250,000</td> <td>2.5%</td> </tr> <tr> <td>Next \$250,000</td> <td>2.25%</td> </tr> <tr> <td>Next \$500,000</td> <td>2.00%</td> </tr> <tr> <td>Next \$1,000,000+</td> <td>1.75%</td> </tr> <tr> <td colspan="2">Minimum annual account fee - \$5,500</td> </tr> </table> <p>Separately Managed Account Program</p> <p>Equity and Balanced Portfolios</p> <table style="width: 100%;"> <tr> <td style="width: 50%;">Account Size</td> <td style="width: 50%;">Annual Fee</td> </tr> <tr> <td>First \$250,000</td> <td>2.5%</td> </tr> <tr> <td>Next \$250,000</td> <td>2.25%</td> </tr> <tr> <td>Next \$500,000</td> <td>2.00%</td> </tr> <tr> <td>Next \$1,000,000+</td> <td>1.75%</td> </tr> <tr> <td colspan="2">Minimum annual account fee - \$2,250</td> </tr> </table> <p>Fixed Income Portfolios</p> <table style="width: 100%;"> <tr> <td style="width: 50%;">Account Size</td> <td style="width: 50%;">Annual Fee</td> </tr> <tr> <td>First \$250,000</td> <td>1.5%</td> </tr> <tr> <td>Next \$250,000</td> <td>1.25%</td> </tr> <tr> <td>Next \$500,000</td> <td>1.00%</td> </tr> <tr> <td>Next \$1,000,000+</td> <td>0.75%</td> </tr> <tr> <td colspan="2">Minimum annual account fee - \$1,250</td> </tr> </table> <p>The Mutual Fund Account Program fee schedule will be applied to mutual fund portfolios under the Separately Managed Account Program.</p> <p>Reporting Service Fees</p> <p>Fees for reporting on non-managed assets:</p> <table style="width: 100%;"> <tr> <td style="width: 60%;">Separate Account Assets in Account(s)</td> <td style="width: 40%;">Fee</td> </tr> <tr> <td>First \$500,000</td> <td>0.10%</td> </tr> <tr> <td>Next \$500,000</td> <td>0.07%</td> </tr> <tr> <td>Next \$2,500,000</td> <td>0.03%</td> </tr> <tr> <td colspan="2">Minimum quarterly fee - \$35</td> </tr> </table> <p>Miscellaneous Fees</p> <p>Manual entry of cost basis data at set up \$1 / tax lot</p> <p>Manual entry of historical data \$100 / hour</p>	Account Size	Annual Fee	First \$250,000	1.5%	Next \$250,000	1.25%	Next \$500,000	1.00%	Next \$1,000,000+	0.75%	Minimum annual account fee - \$500		Account Size	Annual Fee	First \$250,000	2.5%	Next \$250,000	2.25%	Next \$500,000	2.00%	Next \$1,000,000+	1.75%	Minimum annual account fee - \$5,500		Account Size	Annual Fee	First \$250,000	2.5%	Next \$250,000	2.25%	Next \$500,000	2.00%	Next \$1,000,000+	1.75%	Minimum annual account fee - \$2,250		Account Size	Annual Fee	First \$250,000	1.5%	Next \$250,000	1.25%	Next \$500,000	1.00%	Next \$1,000,000+	0.75%	Minimum annual account fee - \$1,250		Separate Account Assets in Account(s)	Fee	First \$500,000	0.10%	Next \$500,000	0.07%	Next \$2,500,000	0.03%	Minimum quarterly fee - \$35	
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Complete amended pages in full, circle amended items and file with execution page (page 1).

PAGE 4

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

Applicant:
UNIONBANC INVESTMENT SERVICES, LLC

SEC File Number:
801- **47740**

Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
	<p>Minimum annual account fee - \$120</p> <p>Lifetime Advantage Program</p> <p>Prior to December 31, 2005, UBIS offered a mutual fund asset allocation account program known as the "Lifetime Advantage Program." Although this program is no longer offered to new clients, the program remains active with existing legacy clients. UBIS is the adviser and sponsor of the Lifetime Advantage Program with FundQuest, Inc. ("FundQuest") as a sub-adviser. FundQuest is an SEC-registered investment adviser that is not affiliated with UBIS. Lifetime Advantage Program clients were invested in either a Single-Manager Option, a Multi-Manager Option or a Separately Managed Account Option. UBIS opened and maintained accounts under the Lifetime Advantage Program through the following steps. UBIS assisted clients in developing investment criteria, including investment goals, income requirements, time horizon and risk tolerance. UBIS then used FundQuest proprietary software to select an appropriate asset allocation model for the client. The asset allocation model is subject to the client's approval, and to any investment restrictions requested by the client and approved by UBIS. FundQuest implements the chosen asset allocation strategy by purchasing appropriate mutual funds for the account from a list of mutual funds approved by UBIS. FundQuest, or the relevant sub-adviser, will monitor each client's portfolio, and based on market conditions or other factors, may re-balance or make other changes as appropriate for the portfolio. FundQuest and/or the sub-adviser may make the changes on a discretionary basis, without specific prior client approval. Certain Lifetime Advantage Program options also permit access to securities other than mutual funds and may also be managed on a discretionary basis by FundQuest or by a sub-adviser.</p> <p>UBIS expects to eventually close the Lifetime Advantage Program and offer Lifetime Advantage Program clients the opportunity to transfer to the MAS Program. Until such time as this occurs, FundQuest, and any relevant sub-adviser, will continue to manage accounts within the Lifetime Advantage Program.</p> <p>Please also refer to the Lifetime Advantage Program Schedule H for additional information.</p> <p>Lifetime Advantage Program Fee Schedule</p> <p>Per annum advisory fees for the Lifetime Advantage Program are set forth in the schedule below. The fees are calculated quarterly based the average daily balance of the assets valued by NFS. Fees are billed quarterly in arrears. With the client's authorization, fees may be automatically deducted from an account. In certain circumstances, at UBIS' discretion, fees may be negotiated. Fees for certain service requests including, but not limited to, wire or delivery instructions, check handling, legal processing, and outgoing transfers may also apply.</p>	

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

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UNIONBANC INVESTMENT SERVICES, LLC

SEC File Number:
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Date:
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Item of Form (identify)	Answer																				
	<table style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 25%;">Account Size</th> <th style="width: 25%;">Single Manager Fee</th> <th style="width: 25%;">Multi-Manager Fee</th> <th style="width: 25%;">Select Fee</th> </tr> <tr> <td>Up To \$250,000</td> <td>1.25%</td> <td>1.50%</td> <td>2.25%</td> </tr> <tr> <td>\$250,001 - \$500,000</td> <td>1.00%</td> <td>1.25%</td> <td>2.00%</td> </tr> <tr> <td>\$500,001 - \$1,000,000</td> <td>0.75%</td> <td>1.00%</td> <td>1.75%</td> </tr> <tr> <td>Over \$1,000,000</td> <td>0.50%</td> <td>0.75%</td> <td>N/A</td> </tr> </table> <p>Provisions Applicable to All Lifetime Advantage Programs</p> <p>Lifetime Advantage Program assets may be invested in mutual funds or exchange-traded funds that may also charge fees, as described in each applicable prospectus or in the related disclosure document. These fees and expenses are a cost to the client's account in addition to the fees paid under the Lifetime Advantage Program. A client could invest in mutual funds or in exchange-traded funds directly, outside of the Lifetime Advantage Program, and avoid the Lifetime Advantage Program fees. In that case, however, the client would not receive the services provided pursuant to the Lifetime Advantage Program which are designed, among other things, to assist the client in appropriately allocating assets.</p> <p>UBIS will not transfer or assign its interest in the Lifetime Advantage Program account agreement without 30-days prior written notification to the client. UBIS can terminate or change the sponsor for an account unless the client objects within 30 days after written notice from UBIS.</p> <p>UBIS or FundQuest may decide to terminate its arrangement with a current Sub-Account Adviser and substitute another registered investment adviser within the Lifetime Advantage Multi-Manager Program or Select Program. Clients will be given 30 days notice of any such termination and/or change (which notice shall include the Part II of the substitute Subadviser's or Sub-Account Adviser's Form ADV) and shall be deemed to have consented to such substitution if no written objection is received by UBIS within such notice period. A substitute Subadviser designated by UBIS or substitute Sub-Account Adviser designated by FundQuest and not disapproved by the client in writing shall succeed to all the rights and responsibilities of the current Subadviser or Sub-Account Adviser, respectively.</p> <p>A client may terminate an account at any time without penalty by providing written notice to UBIS. Upon termination of an account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.</p> <p>Financial Planning Services</p> <p>UBIS may provide financial planning analyses and reports utilizing a software program provided by Navi Plan. Navi Plan is not affiliated with UBIS. UBIS may, at any time, replace the software provided by Navi Plan with the software provided by another unaffiliated service provider.</p> <p>The features of the Financial Planning Services include the following:</p>	Account Size	Single Manager Fee	Multi-Manager Fee	Select Fee	Up To \$250,000	1.25%	1.50%	2.25%	\$250,001 - \$500,000	1.00%	1.25%	2.00%	\$500,001 - \$1,000,000	0.75%	1.00%	1.75%	Over \$1,000,000	0.50%	0.75%	N/A
Account Size	Single Manager Fee	Multi-Manager Fee	Select Fee																		
Up To \$250,000	1.25%	1.50%	2.25%																		
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**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:
UNIONBANC INVESTMENT SERVICES, LLC

SEC File Number:
801- **47740**

Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
	<p>1) Financial Calculator - This is the most basic service and consists of a software program that is used to analyze the personal information provided by the client to UBIS and to produce a report called the Financial Assessment Report.</p> <p>2) Level 1 - Using the Financial Assessment Report information, Level 1 service provides asset allocation recommendations with respect to two or more of the following investment objectives: (a) Education; (b) Major Purchase; (c) Survivor Analysis; (d) Disability Income; and (e) Long Term Care.</p> <p>3) Level 2 - Level 2 service includes the Level 1 information plus intermediate asset allocation, current and proposed models, Monte Carlo simulation, unlimited income and expense records and more flexible goal planning.</p> <p>4) Level 3 - Level 3 service includes the Level 2 information plus advanced asset allocation, estate planning, cash flow and net worth analysis, and detailed insurance analysis.</p> <p>UBIS' Financial Planning Services compares the client's investments and savings strategy with client's financial priorities and concerns, and provides a broad, general guideline, designed to assist the client in formulating investment objectives and risk tolerance. The accuracy of the financial planning analyses and reports are highly dependent on the accuracy and completeness of the personal information that the client furnishes to UBIS. Neither UBIS nor any service provider is responsible for conducting an independent investigation of the client's financial situation or for verifying the personal information that the client furnishes to UBIS.</p> <p>UBIS assumes no responsibility for, and makes no representation or warranty as to the suitability, accuracy or completeness of the analyses and reports generated through the financial planning software since it is dependent on the accuracy and completeness of the information provided by the client. UBIS' Financial Planning Services provide model asset allocation portfolios, and does not recommend or consider the selection of individual securities or other investments. Additional details concerning UBIS' Financial Planning Services are found in the Financial Planning Services Fees/Expenses section below.</p> <p>In conducting its business as a broker-dealer, UBIS may make investment recommendations with respect to the purchase and sale of mutual funds or other investment products or services for which UBIS or its affiliates provide services and receive fees related to such services. In these situations, a conflict exists between the interests of the client and the interests of UBIS and its affiliates. However, the conflict is disclosed and the client is under no obligation to purchase any financial product or service recommended by UBIS. Further, the client is under no obligation to purchase any financial product or service for which UBIS or its affiliates receive fees or other remuneration.</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1).

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**Schedule F of
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Date:
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Item of Form (identify)	Answer	
	<p>Disclosure Pursuant to California Code of Regulations (Title 10, Sec. 260.235.2)</p> <p>UBIS, or its affiliates, sell securities, insurance and other financial products. UBIS and its affiliates will receive fees or other compensation from the sale of securities, insurance and financial products recommended in the financial plan. In these situations, a conflict exists between the interests of UBIS, or its associated persons, and the interests of the client.</p> <p>However, the conflict is disclosed and the client is under no obligation to act upon the recommendations of UBIS or its associated persons. If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through UBIS, or the associated person when the person is employed as an agent with a licensed broker-dealer or through any associate or affiliate of such person.</p> <p>Financial Planning Services Fees/Expenses</p> <p>The following fees and charges may apply to Financial Planning Services provided to Client as those services are described above in the section entitled Financial Planning Services:</p> <p>1) Use of the Financial Calculator within the Navi Plan Financial Planning Software to produce a Financial Assessment Report is free of charge to the client. Including the Asset Allocation segment within Level 1 may also be free of charge, based only on the assumption that the adviser is doing a high-level overview which takes less than one hour.</p> <p>2) Assessing Level 1 of Navi Plan may warrant a \$250 fee if Asset Allocation and two or more of the following modules are utilized: (a) Education; (b) Major Purchase; (c) Survivor Analysis; (d) Disability Income; and (e) Long Term Care.</p> <p>3) Level 2 - The Level 2 service warrants a \$1,000 fee and includes Level 1 information plus, intermediate asset allocation, current and proposed models, Monte Carlo simulation, unlimited income and expense records and more flexible goal planning.</p> <p>4) Level 3 - The Level 3 service may warrant a fee of \$1,500 or higher. The cost of preparing a Level 3 plan is determined by the complexity of the client's situation and the areas the client desires to address.</p> <p>The cost of the plan is disclosed to, and accepted by, the client prior to the engagement. The estimated cost can change if the client desires to expand the scope of the engagement, or fails to disclose information that substantially impacts the estimate prior to the engagement. Specific areas considered when pricing a plan include: complexity of investments owned; depth of cash flow and net worth analysis; estate plan analysis and modeling requirements; scope and detail of insurance</p>	

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Item of Form (identify)	Answer	
ITEM 3	<p>evaluation, and the use of simulations and alternative scenarios expected to be provided.</p> <p>TYPES OF INVESTMENTS</p> <p>In the course of assisting clients with the MAS Program, the Lifetime Advantage Program or in providing Financial Planning Services, UBIS may also provide incidental advice regarding any investment that may be held by the client. In creating financial plans for clients, UBIS does not advise on specific investments within the plan.</p> <p>MAS Program</p> <p>The types of investments available under the MAS Program generally include the following: mutual funds or equities (both domestic and foreign); corporate debt, commercial paper; certificates of deposit; municipal securities; real estate investment trusts; government securities; options; and futures. Envestnet or the sub-advisers make investment selections to implement the client's investment strategy. For additional information on the types of investments available under the MAS Program, please also refer to Envestnet's or the Portfolio Manager's ADV Part II, as applicable.</p> <p>Lifetime Advantage Program</p> <p>The types of investments available under the Lifetime Advantage Program generally include the following: mutual funds or equities (both domestic and foreign); corporate debt; commercial paper; certificates of deposit; municipal securities; and government securities. FundQuest makes investment selections to implement the client's investment strategy. For additional information on the types of investments available under the Lifetime Advantage Program, please also refer to FundQuest's ADV Part II.</p> <p>Financial Planning Services</p> <p>Once the financial plan has been provided and explained thoroughly to the client, the client is free to implement the financial plan as the client deems appropriate for his or her individual needs. UBIS, as an investment adviser, does not recommend specific investments within the financial plan.</p> <p>UBIS may, however, effect securities transactions and provide incidental advice in conducting its broker-dealer business and with respect to assets that are outside of the MAS Program and Lifetime Advantage Program accounts or Financial Planning Services engagements. MAS Program, Lifetime Advantage Program and Financial Planning Services clients may also be broker-dealer clients of UBIS.</p>	

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
ITEM 4	<p>METHODS OF ANALYSIS, SOURCES OF INFORMATION AND INVESTMENT STRATEGIES</p> <p>For either the MAS Program or the Lifetime Advantage Program, UBIS uses the methods of analysis and sources of information that are appropriate for assisting the client in determining appropriate investment objectives, in choosing a suitable investment and implementation strategy, and in reviewing the performance of investments or sub-advisers. UBIS' determines the appropriateness of the MAS Program by interviewing each prospective client to ascertain various factors including, but not limited to, investment goals, income requirements, time horizon and risk tolerance.</p> <p>Sub-advisers, rather than UBIS, perform securities or asset allocation analyses and engage in securities transactions to implement the investment strategy selected.</p> <p>MANAGED ACCOUNT SOLUTIONS PROGRAMS</p> <p>Mutual Fund Account Program</p> <p>For the Mutual Fund Account Program, Envestnet will recommend a selection of mutual fund model portfolios from which the UBIS representative is able to present to the client. The recommendation will be based on information received from the client primarily through a questionnaire that identifies the client's risk tolerance and investment objectives, among others. These mutual fund model portfolios have been obtained by Envestnet from Strategic Advisers, Inc. Please refer to Envestnet's ADV Part II and Strategic Advisers, Inc.'s ADV Part II for additional information on the methods of analysis, sources of information and investment strategies they employ.</p> <p>Multi-Manager Account Program</p> <p>For the Multi-Manager Account Program, Envestnet will construct an appropriate asset allocation and recommend one or more sub-advisers that have been screened and selected by Envestnet as part of their on-going due diligence process. The UBIS representative will present the resulting investment portfolio to the client for approval. The recommendation will be based on information received from the client primarily through a questionnaire that identifies the client's risk tolerance and investment objectives, among others. The sub-advisers manage each respective asset class and use specific securities or securities products, while Envestnet provides overlay management on the overall investment portfolio. Please refer to Envestnet's or the sub-adviser's ADV Part II, as applicable, for additional information on the methods of analysis, sources of information and investment strategies they employ.</p> <p>Separately Managed Account Program</p> <p>For the Separately Managed Account Program, Envestnet will construct an appropriate asset allocation and recommend one or more sub-advisers (as Portfolio Managers to</p>	

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Item of Form (identify)	Answer	
ITEM 5	<p>each separate account) that have been screened and selected by Envestnet as part of their on-going due diligence process. The UBIS representative will present the resulting overall investment portfolio to the client for approval. The recommendation will be based on information received from the client primarily through a questionnaire that identifies the client's risk tolerance and investment objectives, among others. UBIS representatives may, from time to time, consult with Envestnet to assess and recommend other available securities or securities products suitable for a client portfolio. Sub-advisers manage each portfolio as a separate account using specific securities or, occasionally, securities products. Please refer to Envestnet's or the sub-advisers'/Portfolio Managers' ADV Part II, as applicable, for additional information on the methods of analysis, sources of information and investment strategies they employ.</p>	
	<p>LIFETIME ADVANTAGE PROGRAM</p> <p>The Lifetime Advantage Program is no longer offered to new clients, although the program remains active with existing legacy clients.</p> <p>UBIS used FundQuest proprietary software to select an appropriate asset allocation model for clients. Recommendations were based on information received from the client primarily through a questionnaire that identifies the client's suitability information and financial situation. Each asset allocation model was subject to the client's approval, and to any investment restrictions requested by the client and approved by UBIS. FundQuest implements the chosen asset allocation strategy by purchasing appropriate mutual funds for the account from a list of mutual funds approved by UBIS. FundQuest, or the relevant sub-adviser, monitors each client's portfolio, and based on market conditions or other factors, may re-balance or make other changes as appropriate for the portfolio. Please refer to Fundquest's or any applicable sub-adviser's ADV Part II for additional information on the methods of analysis, sources of information and investment strategies they employ.</p>	
	<p>FINANCIAL PLANNING SERVICES</p> <p>For the Financial Planning Services, a UBIS representative will create a financial plan based on a questionnaire which is completed by the client and identifies the client's risk tolerances, investment objectives and complete current financial situation. Based upon this information, working through a service provider's computer program, the UBIS representative will create a comprehensive financial plan. Once the financial plan has been provided and explained thoroughly to the client, the client is free to implement the financial plan as the client deems appropriate for his or her individual needs. UBIS does not recommend specific investments within the financial plan.</p>	
	<p>EDUCATION AND BUSINESS STANDARDS</p> <p>UBIS requires that those individuals associated with determining or providing investment advice have an appropriate business and educational background.</p>	

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Item of Form (identify)	Answer	
ITEM 6	<p>Although there are no set credentials that these individuals must possess, UBIS generally expects them to have a college degree and have experience in investment analysis or portfolio management. A Master's Degree in Business or Finance, or other graduate degree in a relevant field is desirable but not required. Appropriate work experience may be substituted for educational degrees. In addition, any individual involved with providing investment advisory services must have obtained passing scores on licensing examinations as may be required in any jurisdiction where UBIS provides advisory services.</p> <p>EDUCATION AND BUSINESS BACKGROUND</p> <p>JONATHON ALLEN - Born: 1966 Education: California State University, San Bernardino/1990 - Degree: B.A. Business Administration Employment: Vice President, Regional Investment Manager, UnionBanc Investment Services LLC: 1996 to 2006 Senior Vice President, Sales Manager, UnionBanc Investment Services LLC: 2006 to Present</p> <p>THOMAS DOOLEY - Born: 1966 Education: University of Southern California/1996 - Degree: Master's in Business Taxation Loyola Marymount University/1992 - Degree: Master's in Business Administration University of Southern California/1988 - Degree: B.A. Political Science Certified Public Accountant/2002 - CA License #83047 Employment: Manager, Price Waterhouse Coopers: 1997 to 2001 Manager, Deloitte: 2001 to 2004 Manager, Ernst & Young LLP: 2004 to 2005 Vice President, Senior Manager - Alternative Investments, Mellon Financial: 2005 to 2006 1st Vice President, Financial Reporting, Countrywide Bank FSB: 2006 to 2008 Financial Operations Principal, Countrywide Investment Services, Inc: 2007 to 2008 Chief Financial Officer, UnionBanc Investment Services LLC: 2008 to Present</p> <p>AMY HAZEL - Born: 1963 Education: Indiana University School of Business/1996 - Degree: B.S. Finance/Economics Employment: Vice President, National Account Manager, Thomson BETA Systems, Inc.: 2001 to 2005 Senior Vice President, Director of Operations, NatCity Investments: 2005 to 2008 Senior Vice President, Manager of Brokerage and Retirement Operations, UnionBanc Investment Services LLC: 2008 to Present</p>	

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SEC File Number:
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Date:
March 31, 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: UNIONBANC INVESTMENT SERVICES, LLC		IRS Empl. Ident. No.: 94-0304228
Item of Form (identify)	Answer	
	<p>PHILIP HURST - Born: 1953 Education: University of Phoenix/1995 - Degree: B.S. Business Administration Employment: Citibank Investment Services: 1993 to 1996 Senior Vice President, Regional Sales Manager, Great Western Investments/ WM Financial Services: 1996 to 2006 Vice President, Regional Manager, UnionBanc Investment Services LLC: 2006 to Present</p> <p>JEFFREY KATZ - Born: 1957 Education: University of Illinois, Urlana-Champaign/1979 - Degree: B.S. Finance Pepperdine University/1981 - Degree: Master's in Business Administration Employment: Senior Vice President, Manager of Institutional Brokerage, UnionBanc Investment Services LLC: 1979 to Present</p> <p>MILAN KONKOL - Born: 1966 Education: San Diego State University/1989 - Degree: B.S. Public Administration Employment: Vice President and Compliance Officer, GlenFed Brokerage Services: 1994 to 1998 Compliance Director, Transamerica Securities: 1999 to 2000 Chief Compliance Officer, UnionBanc Investment Services LLC: 2000 to Present</p> <p>CHRISTOPHER MONTAGNA - Born: 1970 Education: Old Dominion University/1994 - Degree: B.A. English Literature Employment: Assistant Vice President, Financial Consultant, Western Financial Bank: 1997 to 2001 Vice President, Senior Financial Advisor, UnionBanc Investment Services LLC: 2001 to 2006 Vice President, Regional Manager, UnionBanc Investment Services LLC: 2006 to Present</p> <p>JOHN RICHARDS - Born: 1961 Education: University of Michigan, Ann Arbor/1983 - Degree: B.A. Economics College of Financial Planning, CO/1998 - Degree: Certified Financial Planner Employment: Senior Business Development Officer, Union Bank of California: 2000 to 2003 Vice President, Business Development Officer, HighMark Capital: 2003 to 2004 Vice President, Business Development Officer, Union Bank Trust: 2004 to 2006 Vice President, Regional Manager, UnionBanc Investment Services LLC: 2006 to Present</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1).

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	<p>ANDREA SAKAMOTO - Born: 1971 Education: California State University, Los Angeles/1995 – Degree: B.S. International Business Employment: Assistant Vice President, Training Coordinator, UnionBanc Investment Services LLC: 2002 to 2006 Assistant Vice President, Product Manager, UnionBanc Investment Services LLC: 2006 to 2007 Vice President, Senior Product Manager, UnionBanc Investment Services LLC: 2007 to Present</p> <p>STEVEN SHORT - Born: 1960 Education: Olivet Nazarene University/1982 - Degree: B.A. Business Administration Employment: Fifth Third Bank: 1982 to 1993 Senior Vice President, US Bancorp: 1993 to 1999 Executive Vice President, US Bancorp Investments, Inc./US Bancorp Insurance Services: 1999 to 2006 President, CEO and Chairman, UnionBanc Investment Services LLC: 2007 to Present</p> <p>TIMOTHY WADLEY - Born: 1949 Education: Northeastern Oklahoma State University/1972 - Degree: B.S. Business Administration/Marketing Employment: Vice President, Regional Manager, UnionBanc Investment Services LLC: 1988 to Present</p> <p>TIMOTHY WELCH - Born: 1970 Education: California State University, Fresno/1998 - Degree: B.S. Criminology minor in Business Administration Employment: Assistant Vice President, Customer Service Officer, Union Bank of California: 1997 to 1998 Assistant Vice President, Customer Service Manager, Union Bank of California: 1998 to 2000 Assistant Vice President, Financial Advisor, UnionBanc Investment Services LLC: 2000 to 2001</p> <p>Vice President, Senior Financial Advisor, UnionBanc Investment Services LLC: 2001 to 2007 Vice President, Regional Manager, UnionBanc Investment Services LLC: 2008 to Present</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1).

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ITEM 7	OTHER BUSINESS ACTIVITIES The principal business of UBIS is as a securities broker-dealer. UBIS is registered as a broker-dealer with the Securities and Exchange Commission and is a member of the Financial Industry Regulatory Authority. As a broker-dealer, UBIS may buy or sell for its clients a variety of securities and securities products, including common stocks, bonds, and mutual funds. Certain registered representatives of UBIS may also sell fixed annuities and variable annuities through an affiliated insurance agency, UBOC Insurance Services, which is a division of Union Bank (as defined below). Given that UBIS operates primarily as a broker-dealer, UBIS and its principal executive officers spend at least 75% of their time on non-advisory activities.	
ITEM 8	OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS Material Related Party Arrangements UBIS is a wholly owned subsidiary of Union Bank, N.A., a national bank regulated by the Comptroller of the Currency. UBIS is a limited liability company of which Union Bank is the sole member. Union Bank is the principal subsidiary of UnionBanCal Corporation ("UNBC"), a bank holding company regulated by the Federal Reserve Board. UnionBanCal Corporation is owned by The Bank of Tokyo-Mitsubishi UFJ, Ltd. ("BTMU") headquartered in Japan. BTMU is a wholly owned subsidiary of Mitsubishi Tokyo UFJ Financial Corporation. The business affairs of UBIS are managed and all its powers are exercised by its Board of Managers comprised of UBIS employees. The managers are also employees of Union Bank. Union Bank provides a variety of administrative services to UBIS, such as human resources and corporate accounting functions. Union Bank serves as the trustee for retirement brokerage accounts and the Lifetime Advantage Program and MAS Program retirement accounts maintained by UBIS. Union Bank also provides safekeeping services with respect to UBIS' institutional broker-dealer business. Union Bank may also make general client referrals to UBIS and UBIS may refer clients to Union Bank for banking-related services. UBIS does not, as principal, broker, or agent, effect securities transactions for MAS Program or Lifetime Advantage Program accounts. Similarly, UBIS does not, as principal, broker or agent, effect securities transactions as part of Financial Planning Services engagements. UBIS may, however, effect securities transactions as principal, broker, or agent for its broker-dealer clients and with respect to assets that are outside of MAS Program or Lifetime Advantage Program accounts. MAS Program clients may also be broker-dealer clients of UBIS. In addition, certain related persons of UBIS, such as BTMU and Union Bank, may from time to time, buy securities from or sell securities to mutual clients pursuant to the separate relationships that the related persons may have with such clients. These activities of UBIS' related persons are not connected to UBIS' advisory business. The related persons engage in these activities in a manner that is	

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ITEM 8 (D)	<p>consistent with customary commercial practice and applicable federal and state regulations. These activities of UBIS' related persons are not connected to UBIS' investment advisory business.</p> <p>General Partner of Investment Partnership</p> <p>UBIS does not generally act as a general partner of any investment related partnerships, and UBIS does not solicit clients to invest in any partnership in which it may serve as a general partner. UBIS also does not solicit its clients to invest in any partnership in which a related person, such as Union Bank or BTMU, is a general partner. The related person could, however, solicit someone, who may also be a client of UBIS, to invest in one of these partnerships, due to a separate relationship that the related person may have with the client.</p>	
ITEM 9 (D)	<p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</p> <p>Interest in Client Recommendations</p> <p>Individual securities or securities products within MAS Program or Lifetime Advantage Program accounts are primarily selected and executed by Envestnet and Fundquest respectively, or any applicable sub-adviser. UBIS representatives may, from time to time, consult with Envestnet or Fundquest to assess and recommend other available securities or securities products suitable for a client portfolio.</p> <p>Securities products may include mutual funds such as the HighMark Funds that, along with its advisers, are affiliated with UBIS. In addition, some of UBIS' related persons are service providers to, and thus receive fees from, the HighMark Funds. UBIS may benefit from the recommendation and purchase of the HighMark Funds in MAS Program or Lifetime Advantage Program accounts.</p> <p>UBIS does not recommend individual securities or securities products in its financial plans.</p>	
ITEM 9 (E)	<p>Personal Transactions in Recommended Securities</p> <p>UBIS does not buy or sell mutual funds for itself. Related persons of UBIS may from time to time, however, buy, sell or hold mutual funds and other securities. Also, UBIS permits its employees to engage in personal securities transactions, and to purchase and sell securities and securities products that may also be available under the MAS or Lifetime Advantage Programs. UBIS does not believe that such personal transactions by its employees present material conflicts of interest since individual securities or securities products within MAS Program or Lifetime Advantage Program accounts are primarily selected and executed by Envestnet and Fundquest, respectively, or any</p>	

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	<p>applicable sub-adviser. However, UBIS representatives may, from time to time, consult with Envestnet or Fundquest to assess and recommend other available securities or securities products suitable for a client portfolio. UBIS has policies and procedures to help prevent, identify, and resolve issues related to conflicts of interest resulting from personal transactions.</p> <p><u>UBIS' Code of Ethics</u></p> <p>Personal securities transactions and certain activities may raise potential conflicts with the interests of UBIS clients. In compliance with the Investment Advisers Act of 1940, UBIS has adopted a Code of Ethics to mitigate such potential conflicts of interest. The Code of Ethics establishes rules of conduct for all employees of UBIS and is designed to, among other things, govern personal securities trading activities in the accounts of employees. The Code is based upon the principle that UBIS and its employees owe a fiduciary duty to UBIS' clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position with the firm, and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility. All of UBIS' officers, directors and employees are subject to UBIS' Code of Ethics provisions requiring that they place the interests of UBIS' clients before their own personal interests. A copy of UBIS' Code of Ethics is available upon request by calling 800-634-1100.</p>	
ITEM 10	<p>CONDITIONS FOR MANAGING ACCOUNTS</p> <p>Managed Account Solutions Program</p> <p>UBIS requires a minimum account size of \$100,000 for the Separately Managed Account (SMA), \$250,000 for the Multi-Manager Account, and \$50,000 for the Mutual Fund Account portfolio of the MAS Program. In certain circumstances, and at UBIS' discretion, account minimums may be negotiated.</p> <p>Lifetime Advantage Program</p> <p>The Lifetime Advantage Program is no longer offered to new clients, although the program remains active with existing legacy clients.</p> <p>UBIS required a minimum account size of \$100,000 for the Single Manager and Multi-Manager accounts and \$500,000 for the Select Separately Managed Account (SMA). In certain circumstances, and at UBIS' discretion, account minimums were negotiated.</p>	
ITEM 11 (A)	<p>REVIEW OF ACCOUNTS</p> <p>Account Review Process – MAS and Lifetime Advantage Programs</p>	

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ITEM 11 (B)	<p>The policy of UBIS is to review each MAS Program and Lifetime Advantage Program account on a periodic basis to ensure that the account's investments are made in a manner consistent with the client's investment objectives, guidelines, and restrictions irrespective of which sub-program the client has chosen. A formal review is conducted with the client at least once per year by a representative of UBIS to confirm, among other things, that the client's investment objectives and restrictions continue to be appropriate. More frequent reviews may be triggered by factors such as material changes in the client's circumstances, market, political or economic environment changes. Also, on a periodic basis, the UBIS Investment Committee reviews the portfolio composition of the MAS Program and Lifetime Advantage Program model portfolios for various factors including performance, risk parameters and portfolio position changes. Envestnet and/or FundQuest conduct reviews to ensure conformity to investment policy guidelines, established asset allocation strategies and the stated needs and objectives of the individual client. Reviews are conducted by Envestnet and/or FundQuest at least quarterly and as market conditions warrant. Please refer to Envestnet's or FundQuest's ADV Part II for additional information. On a periodic basis, UBIS' also reviews FundQuest, Envestnet and the sub-advisers/portfolio managers to determine whether or not they continue to meet the needs of our investment advisory clients. This includes a review of their disciplinary history, compliance policies and practices and investment performance.</p> <p>Account Review Process - Financial Planning Services</p> <p>The terms of the Financial Planning Services agreement state that the contract has been fulfilled once the client is presented with the finalized financial plan. Accordingly, UBIS does not review on an on-going basis the client's financial plans once it has been formally presented to the client.</p>	
	<p>Reports to Clients – MAS and Lifetime Advantage Programs</p> <p>MAS Program and Lifetime Advantage Program clients will receive an account statement from NFS no less frequently than quarterly. The account statements will show an inventory of securities, including as-of-date market values, fees and expenses charged to the account and account activities during the most recent quarter or applicable period.</p> <p>Reports to Clients - Financial Planning Services</p> <p>There are no ongoing reports to clients on their accounts with regard to the Financial Planning Services.</p>	
	ITEM 12	<p>INVESTMENT OR BROKERAGE DISCRETION</p> <p>Clients in the MAS and Lifetime Advantage Programs delegate to UBIS, Envestnet, Fundquest or any other sub-adviser full discretionary authority with respect to the purchase and sale of securities in advisory accounts. However, UBIS does not</p>

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ITEM 13 (A)	<p>contemplate that it will exercise its trading authority or investment discretion on behalf of advisory clients.</p> <p>NFS has been solely designated to provide custody and brokerage services for advisory accounts. NFS provides a full range of broker services that, when integrated with existing UBIS back-office systems and account administration processes, are beneficial to clients. While NFS conducts regular reviews for purposes of seeking best execution, such an arrangement may not always result in best execution for advisory accounts that may otherwise be available through other custody and brokerage service providers. Program fees are inclusive of custody, brokerage, and other administrative fees applicable to such services. Fees for certain service requests including, but not limited to, wire or delivery instructions, check handling, legal processing, and outgoing transfers may apply.</p> <p>UBIS does not receive soft dollars, IPO allocations or other similar benefits from NFS in connection with the appointment of NFS as the custodian and broker for the MAS or Lifetime Advantage Programs. Please review the ADV Part II of Envestnet, Fundquest or any other applicable sub-advisers for additional information on Investment and Brokerage Discretion.</p> <p>Financial Planning Services</p> <p>The Financial Planning Services does not involve securities trading or broker selection.</p> <p>ADDITIONAL COMPENSATION</p> <p>UBIS, and its related persons, have arrangements with mutual funds and other product sponsors pursuant to which UBIS, or its related persons, are paid revenue sharing, distribution fees or shareholder servicing fees in connection with investments in these securities products. Some of these mutual funds or securities products may be recommended to an advisory client or included in a MAS Program or Lifetime Advantage Program account. This may create a conflict between the interests of UBIS and the interests of the client.</p> <p>12b-1 Fees and Revenue Sharing</p> <p>In connection with UBIS' sales of mutual funds and other securities products through its brokerage business, UBIS receives commissions, 12b-1 fees, shareholder servicing fees and revenue sharing payments (but not directed brokerage) from certain mutual fund, product sponsors or their affiliates. Some of these mutual funds or securities products may be recommended to an advisory client or included in a MAS Program or Lifetime Advantage Program account. UBIS, however, does not receive any additional compensation from any mutual fund, product sponsor or their affiliates, as a direct</p>	

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ITEM 13 (B)	<p>result of a recommendation and/or inclusion of the mutual fund or securities product in a Lifetime Advantage or MAS Program.</p> <p>Also, neither UBIS nor its related persons makes any payments or provides any other consideration to FundQuest or Envestnet or any other sub-adviser as an incentive to choose any particular security or securities product to recommend or include in a MAS Program or Lifetime Advantage Program account.</p>	
	<p>Individual Retirement Accounts</p> <p>The MAS Program and Lifetime Advantage Program is available for Individual Retirement Accounts (each an "IRA") in which trustee and other banking services are provided by Union Bank. Union Bank may offer these banking services jointly with UBIS' advisory services, although banking services will be provided to the client by Union Bank's banking services representatives.</p>	
	<p>IRAs and certain retirement plan assets that are managed and held in advisory accounts may be invested in securities products that pay UBIS distribution or shareholder servicing fees, or that pay UBIS' related persons fees for advisory or other services. Securities products may include mutual funds such as the HighMark Funds that, along with its advisers, are affiliated with or related persons of UBIS. UBIS, or its related persons, will waive, offset, or refund these fees, or UBIS will waive, offset or refund its Program fees, or portions thereof, to the extent required by the Employee Retirement Income Security Act of 1974, as amended ("ERISA") or any other applicable law.</p>	
	<p>Sales Contests</p> <p>UBIS may occasionally offer sales contests that provide additional incentives to its representatives for opening and promoting advisory business. Qualification would be based on total aggregate production for advisory business and is not based on specific third party criteria. Representatives who qualify may receive UBIS sponsored trips, monetary compensation, gifts and other prizes. UBIS will not accept any advisory business that is not deemed suitable for the client, or if there is any indication that an advisory account is not in the client's best interest.</p>	
	<p>Compensation for Client Referrals</p> <p>Union Bank maintains a program called Online Referral System which compensates its employees with a fixed nominal fee for client referrals to UBIS. Compensation is paid by Union Bank and is not based on whether a prospective client establishes a relationship with UBIS.</p>	