

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wingate Financial Corporation</b>		IRS Empl. Ident. No.: <b>04-2925239</b>
Item of Form (identify)	Answer	
<b>PART II, 1.A. (1), D.</b>	<p>WINGATE FINANCIAL CORPORATION (WFC) PROVIDES ADVICE ON INVESTMENT PLANNING AND INVESTMENT STRATEGY AND PROVIDES ON-GOING PORTFOLIO MANAGEMENT SERVICES. WFC STRUCTURES DIVERSIFIED PORTFOLIOS WHICH ARE INVESTED IN MULTIPLE ASSET CLASSES UTILIZING MULTIPLE THIRD PARTY MONEY MANAGERS. WFC RESEARCHES AND SELECTS THIRD PARTY MONEY MANAGERS WHO ARE ACCESSED THROUGH NO-LOAD MUTUAL FUNDS, PRIVATE ACCOUNT ARRANGEMENTS, AND OTHER VEHICLES. WFC MAY ALSO RECOMMEND INDIVIDUAL SECURITIES SUCH AS GOVERNMENT BONDS, TERM TRUSTS AND EXCHANGE TRADED FUNDS. WFC'S INVESTMENT COMMITTEE FOCUSES ON INVESTMENT PLANNING, PORTFOLIO STRUCTURE, AND MUTUAL FUND SELECTION. INDIVIDUAL CLIENT COUNSELORS, STRUCTURE CLIENT PORTFOLIOS FOLLOWING GUIDELINES SET BY THE INVESTMENT COMMITTEE. MINIMUM ACCOUNT SIZE IS \$1,000,000 AND THE FEE IS 1%-1.25% OF ASSETS UNDER MANAGEMENT FOR THE FIRST \$500,000 OF ASSETS, 0.75%-1% FOR THE NEXT \$500,000 OF ASSETS, 0.5%-0.75% FOR THE NEXT \$1,000,000 ASSETS AND 0.4%-0.5% FOR ASSETS IN EXCESS OF \$2,000,000, OR A FLAT PERCENTAGE RATE OR FEE, OR AS MUTUALLY AGREED UPON. FEES ARE BILLED QUARTERLY IN ARREARS. A MINIMUM FEE MAY BE CHARGED IF AN ACCOUNT IS ACCEPTED THAT IS LOWER THAN WFC'S MINIMUM ACCOUNT SIZE.</p> <p>WFC MAY ALSO PLACE ACCOUNTS WITH THIRD PARTY MONEY MANAGERS, ON A FULLY DISCLOSED BASIS, EITHER DIRECTLY OR THROUGH A REGISTERED INVESTMENT ADVISER CONSULTANT FIRM, SUBJECT TO THE MANAGER'S MINIMUM ACCOUNT SIZE REQUIREMENTS, WITH WFC PROVIDING INVESTMENT MONITORING SERVICES. THE FEE FOR THIS SERVICE IS AS MUTUALLY AGREED UPON BY THE CLIENT, WFC, AND THE THIRD PARTY INVESTMENT MANAGER.</p> <p>PLEASE NOTE THAT, WHILE NO-LOAD MUTUAL FUNDS HAVE NO SALES CHARGES, ALL MUTUAL FUNDS DO HAVE ANNUAL MANAGEMENT AND EXPENSE FEES CHARGED BY THE MUTUAL FUND MANAGEMENT COMPANY. WFC DOES NOT RECEIVE ANY OF THESE FEES.</p>	
<b>PART II, 1.A.(1)</b>	<p>CLIENT CONTRACTS CAN BE TERMINATED UPON WRITTEN NOTICE BY EITHER PARTY.</p> <p>WFC WILL NOT EXERCISE PROXY VOTING AUTHORITY OVER CLIENT SECURITIES. IT IS THE CLIENT'S OBLIGATION TO VOTE PROXIES. THE CLIENT CAN CONTACT WFC FOR ADVICE OR INFORMATION ABOUT A PARTICULAR PROXY VOTE. HOWEVER, WFC SHALL NOT BE DEEMED TO HAVE PROXY VOTING AUTHORITY AS A RESULT OF PROVIDING SUCH ADVICE TO A CLIENT.</p>	
<b>PART II 3 L</b>	WFC OFFERS ADVICE ON THIRD PARTY MONEY MANAGERS	
<b>PART II, 4.B. (8)</b>	WFC'S INVESTMENT COMMITTEE AND RESEARCH STAFF MEMBERS INTERVIEW MUTUAL FUND MANAGERS AND MUTUAL FUND COMPANY PERSONNEL, ATTEND CONFERENCES AND SYMPOSIUMS, PARTICIPATE IN CONFERENCE CALLS, AND OBTAIN RESEARCH MATERIALS FROM THE MUTUAL FUND COMPANIES, THIRD PARTY INVESTMENT MANAGERS, AND REGISTERED INVESTMENT ADVISOR CONSULTANTS.	
<b>PART II, 5.</b>	WFC INVESTMENT COMMITTEE MEMBERS AND INDIVIDUAL COUNSELORS MUST HAVE COLLEGE DEGREES AND AT LEAST ONE POST-GRADUATE DEGREE OR ONE PROFESSIONAL DESIGNATION, OR, PREFERABLY, BOTH.	
<b>PART II, 6</b>	THE INVESTMENT COMMITTEE MEMBERS WHO DETERMINE GENERAL INVESTMENT	

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

**PAGE 1**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

<b>I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:</b> <b>Wingate Financial Corporation</b>	<b>IRS Empl. Ident. No.:</b> <b>04-2925239</b>
--	---

  

Item of Form (identify)	Answer																																																									
	<p>ADVICE GIVEN TO CLIENTS ARE: RICHARD S. HAYES, ARTHUR F. VON DER LINDEN, JR., JEFFREY H. WHITE (WHO ARE ALSO EXECUTIVE OFFICERS), JOHN H BIEBEL, JOSEPH N. EVANGELISTA, PETER FRAILEY, CAROL M. KHOURI, MATTHEW A. LASKER, DEBRA S. MCDONALD, AND ANITA M. O'BRIEN. BACKGROUND INFORMATION FOR EACH MEMBER FOLLOWS:</p> <p><b>Name: PETER FRAILEY</b>  <b>Year of Birth: 1949</b></p> <p><b>Education:</b></p> <table style="width:100%;"> <tr> <td style="width:60%;">Bowdoin College, Brunswick, ME</td> <td style="width:10%;">1971</td> <td style="width:30%;">B.A./History</td> </tr> <tr> <td>Brown University, Providence, RI</td> <td>1973</td> <td>M.A./Education</td> </tr> <tr> <td>Babson College, Wellesley, MA</td> <td>1986</td> <td>MBA/Business</td> </tr> </table> <p><b>Professional:</b> CFP: conferred 6/85  Licensed Insurance Producer 2/84  Exams: S-7(General Securities Representative), S-63(General Securities State Law), S-24(General Securities Principal), S-27(Financial and Operations Principal), S-52(Municipal Securities Representative, S-53(Municipal Securities Principal)</p> <p><b>Business:</b></p> <table style="width:100%;"> <tr> <td style="width:20%;">5/86-Present</td> <td style="width:20%;">Client Counselor/</td> <td style="width:60%;">Wingate Financial Corporation</td> </tr> <tr> <td>1/94-Present</td> <td>Client Counselor/</td> <td>Wingate Planning Corporation</td> </tr> <tr> <td></td> <td>6/06-09/06</td> <td>Registered Rep</td> </tr> <tr> <td></td> <td></td> <td>Winslow Evans and Crocker</td> </tr> <tr> <td>5/86-6/06</td> <td>Registered Rep/</td> <td>Wingate Capital Corporation</td> </tr> <tr> <td>5/86-06/06</td> <td>Insurance Broker</td> <td>Wingate Insurance Agency, Inc.</td> </tr> </table> <p><b>Name: RICHARD S. HAYES</b>  <b>Year of Birth: 1942</b></p> <p><b>Education:</b></p> <table style="width:100%;"> <tr> <td style="width:60%;">Iowa State, Ames, IA</td> <td style="width:10%;">1964</td> <td style="width:30%;">B.S./Industrial Administration</td> </tr> <tr> <td>Wharton School, Philadelphia, PA</td> <td>1967</td> <td>MBA/Finance</td> </tr> <tr> <td>Bentley College, Waltham, MA</td> <td>1983</td> <td>MST/Taxation</td> </tr> </table> <p><b>Professional:</b> CFP: conferred 6/84  CFA: conferred 9/77  Licensed Insurance Producer 1983  Exams: S-7(General Securities Representative), S-63(General Securities State Law), S-24(General Securities Principal)</p> <p><b>Business:</b></p> <table style="width:100%;"> <tr> <td style="width:20%;">12/87-Present</td> <td style="width:20%;">Corporate Officer</td> <td style="width:60%;">Wingate Financial Group, Inc.</td> </tr> <tr> <td>1/94-Present</td> <td>Client Counselor/</td> <td>Wingate Planning Corporation</td> </tr> <tr> <td></td> <td>Corporate Officer</td> <td></td> </tr> <tr> <td>1/88-6/06</td> <td>Registered Rep/</td> <td>Wingate Capital Corporation</td> </tr> <tr> <td></td> <td>Corporate Officer</td> <td></td> </tr> <tr> <td>8/06-10/06</td> <td>Registered Rep</td> <td>Winslow Evans and Cocker</td> </tr> <tr> <td>1/88-06/06</td> <td>Insurance Agent</td> <td>Wingate Insurance Agency, Inc.</td> </tr> </table>	Bowdoin College, Brunswick, ME	1971	B.A./History	Brown University, Providence, RI	1973	M.A./Education	Babson College, Wellesley, MA	1986	MBA/Business	5/86-Present	Client Counselor/	Wingate Financial Corporation	1/94-Present	Client Counselor/	Wingate Planning Corporation		6/06-09/06	Registered Rep			Winslow Evans and Crocker	5/86-6/06	Registered Rep/	Wingate Capital Corporation	5/86-06/06	Insurance Broker	Wingate Insurance Agency, Inc.	Iowa State, Ames, IA	1964	B.S./Industrial Administration	Wharton School, Philadelphia, PA	1967	MBA/Finance	Bentley College, Waltham, MA	1983	MST/Taxation	12/87-Present	Corporate Officer	Wingate Financial Group, Inc.	1/94-Present	Client Counselor/	Wingate Planning Corporation		Corporate Officer		1/88-6/06	Registered Rep/	Wingate Capital Corporation		Corporate Officer		8/06-10/06	Registered Rep	Winslow Evans and Cocker	1/88-06/06	Insurance Agent	Wingate Insurance Agency, Inc.
Bowdoin College, Brunswick, ME	1971	B.A./History																																																								
Brown University, Providence, RI	1973	M.A./Education																																																								
Babson College, Wellesley, MA	1986	MBA/Business																																																								
5/86-Present	Client Counselor/	Wingate Financial Corporation																																																								
1/94-Present	Client Counselor/	Wingate Planning Corporation																																																								
	6/06-09/06	Registered Rep																																																								
		Winslow Evans and Crocker																																																								
5/86-6/06	Registered Rep/	Wingate Capital Corporation																																																								
5/86-06/06	Insurance Broker	Wingate Insurance Agency, Inc.																																																								
Iowa State, Ames, IA	1964	B.S./Industrial Administration																																																								
Wharton School, Philadelphia, PA	1967	MBA/Finance																																																								
Bentley College, Waltham, MA	1983	MST/Taxation																																																								
12/87-Present	Corporate Officer	Wingate Financial Group, Inc.																																																								
1/94-Present	Client Counselor/	Wingate Planning Corporation																																																								
	Corporate Officer																																																									
1/88-6/06	Registered Rep/	Wingate Capital Corporation																																																								
	Corporate Officer																																																									
8/06-10/06	Registered Rep	Winslow Evans and Cocker																																																								
1/88-06/06	Insurance Agent	Wingate Insurance Agency, Inc.																																																								

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

**PAGE 2**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

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

**Wingate Financial Corporation**

IRS Empl. Ident. No.:

**04-2925239**

Item of Form (identify)	Answer
	1/88-Present Client Counselor/ Corporate Officer Wingate Financial Corporation
Name:	<b>JEFFREY H. WHITE</b>
Year of Birth:	1944
Education:	Holy Cross College, Worcester, MA 1966 B.A. Bentley College, Waltham, MA 1979 M.S./Taxation Bentley College, Waltham, MA 1981 M.S./Finance Northeastern Univ, Boston, MA 1985 MBA/Business
Professional:	CFP: conferred 5/80 CFA: conferred 9/82 Licensed Insurance Producer 4/70 Licensed Insurance Advisor 4/78 Chartered Life Underwriter 9/80 Registered Health Underwriter 7/83 Certified Fund Specialist 1/92 Chartered Financial Consultant 10/82 Fellow of the Financial Analysts Federation, 1981 Admitted to the Registry of Financial Planning Practioners, 1985
Business:	5/86-Present Corporate Officer Wingate Financial Group, Inc. 1/94-Present Client Counselor/ Corporate Officer Wingate Planning Corporation Compliance Officer
	5/86-2/97 Registered Rep/ Corporate Officer Wingate Capital Corporation
Inc.	5/86-06/06 Insurance Broker Wingate Insurance Agency,
	5/86-Present Client Counselor/ Corporate Officer Wingate Financial Corporation Compliance Officer
Name:	<b>ARTHUR F. von der LINDEN, JR.</b>
Year of Birth:	1942
Education:	Rensselaer Polytechnic, Troy, NY 1963 B.S/M.E Engineering Wharton School, Philadelphia, PA 1972 MBA/Finance Bentley College, Waltham, MA 1976 MST/Taxation
Professional:	CFP: conferred 6/84 Licensed Insurance Producer 6/72 Exams: S-7(General Securities Representative), S-63(General Securities State Law), S-65(Uniform Investment Advisor Law), S-27(Financial and Operations Principal)
Business:	5/86-Present Corporate Officer Wingate Financial Group, Inc. 1/94-Present Client Counselor/ Wingate Planning Corporation

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

**PAGE 3**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

(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: <b>Wingate Financial Corporation</b>		IRS Empl. Ident. No.: <b>04-2925239</b>	
Item of Form (identify)	Answer		
	5/86-6/06	Corporate Officer Registered Rep/	Wingate Capital Corporation Corporate Officer
	6/06-8/06	Registered Rep	Winslow Evans and Crocker
	5/86-06/06	Insurance Broker	Wingate Insurance Agency,
	5/86-Present	Client Counselor/ Corporate Officer	Wingate Financial Corporation
	Name: <b>JOSEPH N.EVANGELISTA</b> Year of Birth: 1974		
	Education:	Boston College, Chestnut Hill, MA 1996 BS/Accounting Suffolk Univ.Law School, Boston, MA 1999 JD/	
	Professional:	CFP: Candidate Licensed Insurance Producer 1999  Exams: S-7(General Securities Rep), S-63(General Securities State Law) S-66(Uniform Investment Advisor Law), S-24(General Securities Principal)	
	Business:	4/03-Present	Portfolio Analyst Wingate Financial
	Corporation	4/99-4/03 9/97-4/99	Client Counselor Legal Intern American Express Fin'l Adv Brandon Associates, LLC
	Name: <b>CAROL M. KHOURI</b> Year of Birth: 1961		
	Education:	Florida Atlantic University, Boca Raton, FL 1984	BA
	Professional:	CFP: conferred 1998 Exams: S-7(General Securities Representative), S-63(General Securities State Law), S-65(Uniform Investment Advisor Law) Licensed Insurance Producer 1996	
	Business:	01/02-Present Professional Staff Wingate Financial Group, Inc. 01/02-Present Client Counselor Wingate Financial Corporation 01/02-Present Client Counselor Wingate Planning Corp 02/02-03/06 Registered Rep Wingate Capital Corporation 06/01-09/01 Wealth Analyst Prudential Securities 09/95-06/01 Financial Advisor Prudential Securities 05/88-09/95 Reg Sales Assoc. Prudential Securities	
	Name: <b>MATTHEW A. LASKER</b> Year of Birth: 1969		

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:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

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

**Wingate Financial Corporation**

IRS Empl. Ident. No.:

**04-2925239**

Item of Form (identify)	Answer
	<p>Education:      Gettysburg College, Gettysburg, PA      1991      BA</p> <p>Professional:    CFP: conferred 6/2009 Chartered Mutual Fund Counselor:      conferred 1999</p> <p>Exams: S-7(General Securities Representative), S-66(General Securities State Law/Uniform Investment Advisor Law)</p> <p>Business:      10/05-Present      Client Counselor      Wingate Financial Corporation 10/05-Present      Client Counselor      Wingate Planning Corp 01/97-Present      Professional Staff      Wingate Financial Group, Inc. 07/01-03/06      Registered Rep      Wingate Capital Corporation</p> <p>Name:      <b>DEBRA S. MCDONALD</b> Year of Birth:    1970</p> <p>Education:      Miami University, Miami, OH      1992      BA</p> <p>Professional:    Candidate:      Chartered Mutual Fund Counselor Candidate:      CFP Exams: S-7(General Securities Representative), S-63(General Securities State Law)</p> <p>Business:      04/05-Present      Professional Staff      Wingate Financial Group, Inc. 04/05-Present      Client Counsleor      Wingate Financial Corporation 04/05-Present      Client Counselor      Wingate Planning Corporation 03/00-12/04      Relationship Manager      Charles Schwab &amp; Company 8/93-01/00      Sales Team      Fidelity Investments</p> <p>Name:      <b>ANITA M. O'BRIEN</b> Year of Birth:    1962</p> <p>Education:      Simmons GSM, Boston, MA      2000      MBA/Business</p> <p>Professional:    Certified Fund Specialist      conferred 5/96 Candidate:      IA Certified Compliance Professional</p> <p>Exams: S-7(General Securities Representative), S-63(General Securities State Law), S-65(Uniform Investment Advisor Law)</p> <p>Business:      01/10-Present      Chief Compliance      Wingate Financial Corporation/ Officer      Wingate Planning Corporation 06/06-Present      COO      Wingate Financial Group, Inc 9/90-06/06      Professional Staff      Wingate Financial Group, Inc. 3/99-Present      Member of the IC      Wingate Financial Corporation</p>

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

**PAGE 5**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wingate Financial Corporation</b>		IRS Empl. Ident. No.: <b>04-2925239</b>	
Item of Form (identify)	Answer		
	<p>Name: <b>JOHN H. BIEBEL</b>  Year of Birth: 1967</p> <p>Education: Oberlin College, Oberlin, OH 1989 BA  Suffolk University Law School, Boston, MA 1996 J.D.</p> <p>Professional: CFP: conferred 2002</p> <p>Business: 03/09-Present Client Counselor Wingate Financial Corporation  03/09-Present Client Counselor Wingate Planning Corporation  03/09-Present Professional Staff Wingate Financial Group, Inc.  1999-2008 Vice Pres &amp; Director, Tanager Financial Services/  Client Management Calibre Advisory Services, Inc.</p>		
<b>PART II, 7(C)</b>	IN ADDITION TO PROVIDING INVESTMENT ADVICE AND INVESTMENT MANAGEMENT SERVICES, WFC'S PRINCIPAL EXECUTIVE OFFICERS ALSO PROVIDE FINANCIAL PLANNING SERVICES. WFC'S EXECUTIVE OFFICERS SPEND APPROXIMATELY 50% OF THEIR TIME PROVIDING FINANCIAL PLANNING SERVICES.		
<b>PART II, 8C(1), (3), (4), (9)</b>	THE PRINCIPALS OF WFC ARE ALSO PRINCIPALS OF WINGATE FINANCIAL GROUP, INC.(WFGI), A WEALTH MANAGEMENT FIRM, AND AS SUCH PARTICIPATE IN THE ACTIVITIES OF WFGI'S SUBSIDIARIES. WFGI OWNS 100% OF WINGATE PLANNING CORPORATION, A REGISTERED INVESTMENT ADVISOR PROVIDING FINANCIAL PLANNING SERVICES.		
<b>PART II, 8C (6)</b>	PRINCIPALS OF WFC ARE SHAREHOLDERS OF NATIONAL ADVISORS HOLDINGS, INC. ("NAH"), A DELAWARE CORPORATION ORGANIZED IN AUGUST OF 1998. SUCH PERSONS HOLD A MINORITY INTEREST, IN THE AGGREGATE, OF THE OUTSTANDING STOCK OF NAH. NAH HAS FORMED A FEDERAL TRUST COMPANY KNOWN AS NATIONAL ADVISORS TRUST COMPANY ("NATC"). NATC PROVIDES TRUST SERVICES TO CLIENTS OF INVESTMENT ADVISORY FIRMS SUCH AS WFC ACROSS THE UNITED STATES. WFC CURRENTLY HAS NO ACCOUNTS AT NATC AND CURRENTLY HAS NO PLANS TO ESTABLISH ANY NEW TRUST ACCOUNTS WITH NATC.		
<b>PART II 9E</b>	EMPLOYEES OF THE APPLICANT AND ITS AFFILIATES MAY INVEST IN THE SAME SECURITIES THAT THE APPLICANT RECOMMENDS TO ITS CLIENTS. WFC HAS IMPLEMENTED AN INVESTMENT POLICY RELATIVE TO PERSONAL SECURITY TRANSACTIONS. IN ACCORDANCE WITH SECTION 204A OF THE INVESTMENT ADVISERS ACT OF 1940, WFC ALSO MAINTAINS AND ENFORCES WRITTEN POLICIES REASONABLY DESIGNED TO PREVENT THE MISUSE OF MATERIAL NON-PUBLIC INFORMATION (INSIDER TRADING) BY WFC OR BY ANY PERSON ASSOCIATED WITH WFC. THESE INVESTMENT POLICIES ARE PART OF WFC'S OVERALL CODE OF ETHICS WHICH SERVES TO ESTABLISH A STANDARD OF BUSINESS CONDUCT FOR WFC'S EMPLOYEES. A COPY IS AVAILABLE UPON REQUEST.		
<b>PART II, 10</b>	PLEASE REFERENCE SCHEDULE F, PART II, 1.A.(1) D FOR A DESCRIPTION OF WFC'S SERVICES. MINIMUM ACCOUNT SIZE IS \$1,000,000 OR AS MUTUALLY AGREED UPON.		
<b>PART II, 12A</b>	WFC PROVIDES BOTH DISCRETIONARY AND NON-DISCRETIONARY INVESTMENT		

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

**PAGE 6**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wingate Financial Corporation</b>		IRS Empl. Ident. No.: <b>04-2925239</b>
Item of Form (identify)	Answer	
<b>PART II, 12B, 13A</b>	<p>ADVISORY SERVICES. WFC MANAGES DISCRETIONARY ACCOUNTS WITHIN THE GUIDELINES ESTABLISHED IN THE CLIENT'S INVESTMENT POLICY STATEMENT. WFC DOES NOT HAVE THE AUTHORITY TO WITHDRAW FUNDS FROM CLIENT ACCOUNTS.</p> <p>WFC RECOMMENDS NON-AFFILIATED BROKER/DEALERS WHO CAN PROVIDE CUSTODIAL AND BOOKKEEPING SERVICES FOR CLIENT FUNDS. IN ALL CASES CHARGES AND COMMISSIONS WILL BE COMPETITIVE AND APPLICABLE TO ALL ACCOUNTS UNDER MANAGEMENT AND SHOULD NOT BE HIGHER THAN THOSE OBTAINABLE FROM OTHER BROKERS FOR SIMILAR SERVICES. WFC CONSIDERS SERVICES SUCH AS PORTFOLIO MANAGEMENT AND TRADING SOFTWARE; THE ABILITY TO HAVE LOADS WAIVED FOR SOME LOADED MUTUAL FUNDS; A DEDICATED TRADING DESK AND SERVICE GROUP; DUPLICATE AND ELECTRONIC CLIENT STATEMENTS AND CONFIRMATIONS; AND THE ABILITY TO HAVE WFC'S INVESTMENT ADVISORY FEE DEBITED DIRECTLY FROM CLIENT ACCOUNTS, WHEN MAKING OUR RECOMMENDATION TO CLIENTS. THESE SERVICES ARE NOT PROVIDED AT THE EXPENSE OF WFC CLIENTS PAYING HIGHER TRANSACTION FEES AND WFC DOES NOT ENTER INTO 'SOFT DOLLAR ARRANGEMENTS WITH BROKER/DEALERS.</p> <p>WFC MAY RECOMMEND THAT CLIENTS ESTABLISH BROKERAGE ACCOUNTS THROUGH SCHWAB INSTITUTIONAL (SI), A DIVISION OF CHARLES SCHWAB &amp; CO., INC. (SCHWAB), T.D. AMERITRADE, (TDA), OR FIDELITY REGISTERED INVESTMENT ADVISOR GROUP (FRIAG), A DIVISION OF FIDELITY INVESTMENTS, REGISTERED BROKER-DEALERS, MEMBERS SIPC, TO MAINTAIN CUSTODY OF CLIENTS' ASSETS AND TO EFFECT TRADES FOR THEIR ACCOUNTS. WFC IS INDEPENDENTLY OWNED AND OPERATED AND NOT AFFILIATED WITH SI, TDA OR FRIAG. SI, TDA AND FRIAG PROVIDE WFC WITH ACCESS TO INSTITUTIONAL TRADING AND CUSTODY SERVICES, WHICH ARE TYPICALLY NOT AVAILABLE TO RETAIL INVESTORS. THESE SERVICES GENERALLY ARE AVAILABLE TO INDEPENDENT INVESTMENT ADVISORS ON AN UNSOLICITED BASIS, AT NO CHARGE TO THEM SO LONG AS THE REQUIRED MINIMUM OF THE ADVISOR'S CLIENTS' ASSETS IS MAINTAINED IN ACCOUNTS AT SI, TDA OR FRIAG AND IS NOT OTHERWISE CONTINGENT UPON WFC COMMITTING TO SI, TDA OR TO FRIAG ANY SPECIFIC AMOUNT OF BUSINESS (ASSETS IN CUSTODY OR TRADING). SI'S, TDA'S AND FRIAG'S SERVICES INCLUDE BROKERAGE, CUSTODY, RESEARCH AND ACCESS TO MUTUAL FUND AND OTHER INVESTMENTS THAT ARE OTHERWISE GENERALLY AVAILABLE ONLY TO INSTITUTIONAL INVESTORS OR WOULD REQUIRE A SIGNIFICANTLY HIGHER MINIMUM INVESTMENT.</p> <p>FOR WFC'S CLIENTS' ACCOUNTS MAINTAINED IN ITS CUSTODY, SI, TDA AND FRIAG GENERALLY DO NOT CHARGE SEPARATELY FOR CUSTODY BUT ARE COMPENSATED BY ACCOUNT HOLDERS THROUGH COMMISSIONS OR OTHER TRANSACTION-RELATED FEES FOR SECURITIES TRADES THAT ARE EXECUTED THROUGH SCHWAB/FIDELITY/TDA OR THAT SETTLE INTO SCHWAB/FIDELITY/TDA ACCOUNTS.</p> <p>SI, TDA AND FRIAG ALSO MAKE AVAILABLE TO WFC OTHER PRODUCTS AND SERVICES THAT BENEFIT WFC BUT MAY NOT DIRECTLY BENEFIT ITS CLIENTS' ACCOUNTS. SOME OF THESE OTHER PRODUCTS AND SERVICES ASSIST WFC IN MANAGING AND ADMINISTERING CLIENTS' ACCOUNTS. THESE INCLUDE SOFTWARE AND OTHER TECHNOLOGY THAT PROVIDE ACCESS TO CLIENT ACCOUNT DATA (SUCH AS TRADE CONFIRMATIONS AND ACCOUNT STATEMENTS); FACILITATE TRADE EXECUTION; REBALANCE CLIENT PORTFOLIOS; PROVIDE RESEARCH; PRICING INFORMATION AND OTHER MARKET DATA; FACILITATE PAYMENT OF WFC FEES FROM ITS CLIENTS' ACCOUNTS; AND ASSIST WITH BACK-OFFICE FUNCTIONS.</p>	

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

**PAGE 7**

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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

(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: <b>Wingate Financial Corporation</b>		IRS Empl. Ident. No.: <b>04-2925239</b>
Item of Form (identify)	Answer	
<b>PART II 8C (1), 13B</b>	<p>RECORDKEEPING AND CLIENT REPORTING. MANY OF THESE SERVICES GENERALLY MAY BE USED TO SERVICE ALL OR A SUBSTANTIAL NUMBER OF WFC'S ACCOUNTS, INCLUDING ACCOUNTS NOT MAINTAINED AT SI, TDA OR FRIAG. SI, TDA AND FRIAG ALSO MAKE AVAILABLE TO WFC OTHER SERVICES INTENDED TO HELP WFC MANAGE AND FURTHER DEVELOP ITS BUSINESS ENTERPRISE. THESE SERVICES MAY INCLUDE CONSULTING, PUBLICATIONS AND CONFERENCES ON PRACTICE MANAGEMENT, INFORMATION TECHNOLOGY, BUSINESS SUCCESSION, REGULATORY COMPLIANCE AND MARKETING.</p> <p>WFC USES PORTFOLIO REBALANCING SOFTWARE KNOWN AS "iREBAL". iREBAL IS A WHOLLY OWNED SUBSIDIARY OF TDA. THE STANDARD iREBAL ANNUAL LICENSE FEE IS \$20,000 PER YEAR. THAT FEE IS IS SUBJECT TO SPECIFIED REDUCTIONS (AND EVEN TO COMPLETE WAIVER) IF SPECIFIED AMOUNTS OF CLIENT TAXABLE ASSETS ARE EITHER ALREADY ON THE TDA PLATFORM OR ARE COMMITTED TO BE PLACED ON IT.</p> <p>WFC ENTERED INTO AN AGREEMENT WITH CHARLES SCHWAB &amp; CO., INC. ("SCHWAB") AN INDEPENDENT AND UNAFFILIATED BROKER-DEALER, TO PARTICIPATE IN SCHWAB ADVISOR NETWORK (THE "SERVICE"), AN ADVISOR REFERRAL SERVICE DESIGNED TO HELP INVESTORS FIND AN INDEPENDENT PERSONAL INVESTMENT MANAGER IN THEIR AREA. WFC STOPPED ACCEPTING NEW CLIENT REFERRALS ON JANUARY 1, 2007 BUT CONTINUES TO HAVE A RELATIONSHIP WITH CLIENTS REFERRED PRIOR TO JANUARY 1, 2007.</p> <p>WFC AGREED TO PAY SCHWAB A PARTICIPATION FEE ON ALL REFERRED CLIENTS' ACCOUNTS THAT ARE MAINTAINED IN CUSTODY AT SCHWAB AND A NON-SCHWAB CUSTODY FEE ON ALL ACCOUNTS THAT ARE MAINTAINED AT, OR TRANSFERRED TO, ANOTHER CUSTODIAN. THE PARTICIPATION FEE PAID BY WFC TO SCHWAB IS A PERCENTAGE OF THE VALUE OF THE ASSETS IN THE CLIENTS' ACCOUNTS, SUBJECT TO A MINIMUM PARTICIPATION FEE. WFC PAYS SCHWAB THE PARTICIPATION FEE FOR SO LONG AS THE REFERRED CLIENT'S ACCOUNT REMAINS IN CUSTODY AT SCHWAB. THE PARTICIPATION FEE IS BILLED TO WFC QUARTERLY AND MAY BE INCREASED, DECREASED OR WAIVED BY SCHWAB FROM TIME TO TIME. WFC HAS AGREED NOT TO CHARGE ADVISORY CLIENTS INTRODUCED BY THE SERVICE FEES OR COSTS GREATER THAN THE FEES OR COSTS THE ADVISOR CHARGES ITS ADVISORY CLIENTS WHO WERE NOT INTRODUCED BY THE SERVICE, AND WHO HAVE SIMILAR PORTFOLIOS UNDER MANAGEMENT WITH WFC.</p> <p>WFC GENERALLY PAYS SCHWAB A NON-CUSTODY FEE IF CUSTODY OF A REFERRED CLIENT'S ACCOUNT IS NOT MAINTAINED BY, OR ASSETS IN THE ACCOUNT ARE TRANSFERRED FROM SCHWAB. THIS FEE DOES NOT APPLY IF THE CLIENT WAS SOLELY RESPONSIBLE FOR THE DECISION NOT TO MAINTAIN CUSTODY AT SCHWAB. THE NON-SCHWAB CUSTODY FEE IS A ONE TIME PAYMENT EQUAL TO A PERCENTAGE OF THE ASSETS PLACED WITH A CUSTODIAN OTHER THAN SCHWAB. THE NON-SCHWAB CUSTODY FEE IS HIGHER THAN THE PARTICIPATION FEES THAT WFC GENERALLY WOULD PAY IN A SINGLE YEAR. THUS, WFC WILL HAVE AN INCENTIVE TO RECOMMEND THAT CLIENT ACCOUNTS BE HELD IN CUSTODY AT SCHWAB.</p>	
<b>PART II, 13B</b>	<p>WFC ENTERED INTO AN AGREEMENT WITH TWO NON-AFFILIATED SOLICITORS. THE SOLICITORS' ROLE WAS TO INTRODUCE AND HELP THE SOLICITED CLIENT ESTABLISH A RELATIONSHIP WITH WFC. FOR THE SOLICITATION SERVICES PROVIDED, WFC WILL PAY THE SOLICITOR AN AGREED UPON PERCENTAGE OF THE</p>	

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

**PAGE 8**



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

Applicant:  
**Wingate Financial Corporation**

SEC File Number:  
801- **28664**

Date:  
**3/19/2010**

(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:  
**Wingate Financial Corporation**

IRS Empl. Ident. No.:  
**04-2925239**

Item of Form (identify)	Answer
	INVESTMENT ADVISORY FEE PAID BY THE SOLICITED CLIENT. WFC HAS AGREED NOT TO CHARGE THE SOLICITED CLIENTS FEES OR COSTS GREATER THAN THE FEES OR COSTS THE ADVISOR CHARGES ITS ADVISORY CLIENTS WHO WERE NOT INTRODUCED BY THE SOLICITOR, AND WHO HAVE SIMILAR PORTFOLIOS UNDER MANAGEMENT WITH WFC. WFC STOPPED ACCEPTING NEW CLIENT REFERRALS FROM PAID SOLICITORS EFFECTIVE JANUARY 1, 2007 BUT CONTINUES TO HAVE A RELATIONSHIP WITH CLIENTS REFERRED PRIOR TO JANUARY 1, 2007.

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

**PAGE 9**