

FORM ADV**Uniform Application for Investment Adviser Registration****Part II - Page 1**

Name of Investment Adviser: HARRINGTON ASSET MANAGEMENT, INC.					
Address: 6195 Emerald Parkway, One North	(Number and Street)	(City) Dublin	(State) OH	(Zip Code) 43016	Area Code: Telephone Number: 614-798-1345

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any government authority.**

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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.**

FORM ADV
Part II - Page 2

Applicant:
HARRINGTON ASSET MANAGEMENT, INC.

SEC File Number:
801-40961

Date:
May 10, 2010

Definitions for Part II

Related person -- Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant, including any non-clerical, non-ministerial employee.

Investment Supervisory Services -- Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

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

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

- B. Does the applicant call any of the services it checked above financial planning or some similar term? Yes ☒ No ☐

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input checked="" type="checkbox"/> (2) Hourly charges | <input type="checkbox"/> (5) Commissions |
| <input 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).

FORM ADV**Part II - Page 3**

Applicant:

HARRINGTON ASSET MANAGEMENT, INC.

SEC File Number:

801- **40961**

Date:

May 10, 2010**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

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

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

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

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input 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 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 checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options,
uncovered options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input 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).

FORM ADV**Part II - Page 4**

Applicant:

HARRINGTON ASSET MANAGEMENT, INC.

SEC File Number:

801-40961

Date:

May 10, 2010**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 checked="" type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input checked="" type="checkbox"/> (3) other investment adviser | <input checked="" type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

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

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?

Yes No
☐ ☒

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

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

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Part II - Page 5

Applicant:
HARRINGTON ASSET MANAGEMENT, INC.

SEC File Number:
801- 40961

Date:
May 10, 2010

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.)

- 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.

Reviewers: Thomas K. Harrington, Anthony P. Campagni, Rino Romeo, Ron Jurczynski, (See Schedule F, Part II, Page 6, Question 6)

Investment Advisory Services: Investment advisory representatives of Harrington Asset Management Inc., (HAM, Inc.) will review the performance of all client investment accounts no less than quarterly. Investment recommendations are made in light of the clients' identified needs, objectives, and established investment policy as well as the current economic and market conditions.

Financial Planning Service: For services charged by the hour (rates range from \$75/hr - \$200/hr) or for a one-time financial plan, quarterly reporting and annual reviews will not be provided.

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

Investment Management Accounts: Client will receive quarterly current position (market value) reports. These reports may include descriptions of client holdings, total assets, as well as management fees and their method of calculation.

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

FORM ADV**Part II - Page 6**

Applicant:

HARRINGTON ASSET MANAGEMENT, INC.

SEC File Number:

801-40961

Date:

May 10, 2010**12. Investment or Brokerage Discretion.**

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

(1) securities to be bought or sold?

Yes No

☒ ☐

(2) Amount of the securities to be bought or sold?

Yes No

☒ ☐

(3) broker or dealer to be used?

Yes No

☐ ☒

(4) commission rates paid?

Yes No

☐ ☒

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 product, 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 No

☒ ☐

B. directly or indirectly compensates any person for client referrals?

Yes No

☒ ☐

(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; 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 She

Applicant:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.	IRS Empl. Ident. No.: 31-1387177
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Item of Form (identify)	Answer														
Part II Page 2 Question 1.D.	<p>Harrington Asset Management, Inc. (HAM, Inc.) provides investment advisory services and furnishes financial Planning services to clients. The following provides details on the services offered:</p> <p>Investment Advisory Services</p> <p>Advisory Representative of HAM, Inc. offer investment advisory services under three separate arrangements. With the assistance of an Advisory Representative, clients can select the most appropriate service based upon their needs and objectives. Services, fee arrangements, and the terms and conditions of the advisory arrangements are contained in the advisory agreement that is provided for client signature. The three arrangements are as follows:</p> <p>A. HAM, Inc. Account:</p> <p>In the HAM, Inc. account, Advisory Representatives of Harrington Asset Management, Inc. (“RIA”) will provide investment advisory services on behalf of the RIA, while securities execution, custodial and other administrative services, are provided by Royal Alliance and Pershing (a division of Donaldson, Lufkin and Jenrette). The HAM, Inc. account allows the Advisory Representative to maintain on behalf of the client an account of no-load mutual funds, load mutual funds at NAV, and other equity and debt securities on a partially discretionary basis as described below. In a HAM, Inc. account, Advisory Representative of RIA are authorized to place orders on a discretionary basis upon the express direction from the client in advance as set forth in the client’s investment policy statement. RIA and its Advisory Representatives do not take possession, dominion or control of any securities or funds of the client. Pershing, in conjunction with Royal Alliance, provides all custodial and clearing services for HAM, Inc. accounts. Pershing maintains custody of all client funds.</p> <p>In the construction of the client’s portfolio, Advisory Representatives will obtain financial data from them and assist in the selection of suitable investment objectives and will base investment strategy on the specific goals and objectives of the client. On a no less than semi-annual basis, the Advisory Representatives of the RIA will review the client’s goals and financial situation. Recommendations for or purchases of mutual fund investments will be based on research reports and analysis of mutual fund performance and managers. Recommendations for or purchases of other securities will be based on publicly available research and reports.</p> <p>Clients will receive confirmations from Pershing of every transaction within the account, and monthly statements directly from Pershing showing activity and investment holdings. Quarterly current position reports will be provided directly from RIA and will show asset and portfolio valuations as of the end of each quarter, along with the net amount invested for each position held.</p> <p>There is no minimum account size to initiate and maintain a HAM, Inc. account. Accounts can be initiated with the deposit of cash, stocks, bonds, mutual funds and other assets that we are capable of transferring. The annual management fee for Investment Advisory Services in the HAM, Inc. account is based upon a percentage of assets in the account. The investment advisory fee schedule will be described in detail in the RIA client services contract. The annualized investment management fee will be charged according to the following schedule:</p> <table border="0"> <tr> <td colspan="2">Investment Management Fee</td></tr> <tr> <td></td><td style="text-align: right;">(per annum)</td></tr> <tr> <td>\$ 100,000 to \$500,000 of Investment Assets</td><td style="text-align: right;">1.50%</td></tr> <tr> <td>\$ 500,001 to \$1,000,000 of Investment Assets</td><td style="text-align: right;">1.25%</td></tr> <tr> <td>\$1,000,001 to \$2,500,000 of Investment Assets</td><td style="text-align: right;">1.00%</td></tr> <tr> <td>\$2,500,001 to \$5,000,000 of Investment Assets</td><td style="text-align: right;">.75%</td></tr> <tr> <td>\$5,000,001 & Up of Investment Assets</td><td style="text-align: right;">.50%</td></tr> </table> <p>In certain instances, depending upon the clients’ needs and the services to be performed by the Advisory Representative, a contract may be entered into with a fee different from the fee schedule set forth above. This fee would be based upon individual negotiations with the particular client. Additionally, due to previously entered into contracts, various changes may occur in fee schedules. Advisor reserves the right to amend or renegotiate these fees from time to time.</p>	Investment Management Fee			(per annum)	\$ 100,000 to \$500,000 of Investment Assets	1.50%	\$ 500,001 to \$1,000,000 of Investment Assets	1.25%	\$1,000,001 to \$2,500,000 of Investment Assets	1.00%	\$2,500,001 to \$5,000,000 of Investment Assets	.75%	\$5,000,001 & Up of Investment Assets	.50%
Investment Management Fee															
	(per annum)														
\$ 100,000 to \$500,000 of Investment Assets	1.50%														
\$ 500,001 to \$1,000,000 of Investment Assets	1.25%														
\$1,000,001 to \$2,500,000 of Investment Assets	1.00%														
\$2,500,001 to \$5,000,000 of Investment Assets	.75%														
\$5,000,001 & Up of Investment Assets	.50%														
Part II Page 2 Question 1.D.															
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:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 2 Question 1.D.	<p>The account fee will be billed quarterly at the end of each quarter based upon the asset value of the HAM, Inc. account as of the last business day of the current quarter. Calculation of the fee begins when the account has been established and the assets have been received into the account. Fees will be prorated for any partial quarter for new accounts. The calculation will be based on the number of days during the quarter in which the account was managed.</p> <p>Upon advance authorization from client, fees can be payable by automatic deduction. For fees payable by automatic deduction, the client will receive quarterly, along with the current position report, an invoice and a fee calculation statement. RIA will also send an invoice to Royal Alliance Associates showing the amount of the fee and the value of the client's assets upon which the fee was calculated. The client can terminate authorization for automatic deduction by notifying RIA in writing.</p> <p>In addition to the advisory fee, the HAM, Inc. account will be charged transaction charges pursuant to a fixed schedule for trade execution. These transaction charges are paid to Pershing and are partially retained by Pershing, and a portion will be paid to Royal. No portion of the transaction charges is paid to RIA or its Advisory Representatives.</p> <p>Clients should be aware that they might incur other fees to unaffiliated third parties, such as retirement plan custodial fees, mutual fund expenses (administrative expenses, distribution expenses, and investment advisory fees paid to the fund advisor). Many load and no-load funds may pay annual distribution charges, sometimes referred to as 12 b-1 fees. These 12 b-1 fees come from fund assets and thus indirectly the client's assets. The associates of RIA may receive a portion of 12 b-1 fees paid by the mutual fund. The receipt of 12 b-1 fees may represent an incentive of RIA or its Advisory Representatives to purchase funds with 12 b-1 fees over others. Neither RIA nor its Advisory Representatives receive any portion of any other transaction or advisory fee.</p> <p>In the construction and reallocation of a client's portfolio, purchases and sales will be made. In the case of a product that has a Contingent Deferred Sales Charge (CDSC), or back-end load, the advisory fee will be reduced if and when a CDSC or back-end load is levied against the investment at the time of redemption. This reduction will only occur on funds that were originally purchased by advisor and not on funds transferred into the account.</p> <p><i>Any Client Services Agreement may be terminated by the Client, without penalty, upon delivery of written notice to the applicant's advisory representative(s) within five business days after the date of the Client's execution of the Client Services Agreement. After this initial five-day period has elapsed, either party may terminate the contract upon 30 days' written notice.</i></p> <p>Investment advisory agreements are automatically annually renewable, but can be terminated at any time during the contract year by 30 days' written notification from the client or by 30 days' written notification from HAM, Inc. or its Advisory Representatives. All fees paid by the Client will be promptly refunded if the Client Services Agreement is terminated during the initial five-day period. After the initial five-day period, any unearned portion of pre-paid advisory fees will be refunded to the Client immediately upon receipt of that notice. The Client, upon receipt of RAA's or applicant's billing notice, shall promptly pay any unpaid portion of earned advisory fees. Commissions and service, administrative, and transaction fees are deemed earned when paid, and are not refundable after the initial five-day period. Upon termination, client's account will be billed a prorated fee for any partial quarter. Client will be billed directly if account assets have already transferred prior to deduction of fees. Prorated fees are based upon number of days during the quarter in which the account was managed.</p> <p>Commissioned Assets Transferred: Accounts that have been transferred from a brokerage account in which commissions have been earned by a Representative of HAM, Inc. and the Advisor, into a fee account with HAM commissions earned on assets transferred, will be offset as follows: Commissions earned by the advisory representative and the Advisor within 0-12 months will be offset at 100%; within 13-24 months will be offset at 50%; beyond 24 months from the date of transfer, commissions will not be offset.</p>	

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

Applicant:

Harrington Asset Management

SEC File Number:

801-40961

Date:

May 10, 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:

HARRINGTON ASSET MANAGEMENT, INC.

IRS Empl. Ident. No.:

31-1387177

Item of Form
(identify)

Part II Page 2
Question 1.D.

Answer

B. VISION2020 Adviser Program

In addition to the aforementioned investment advisory products and services, the Adviser also offers its clients the VISION2020 Advisor Program (the "Program").

The Program provides comprehensive investment management of client assets through the provision of asset allocation planning software as well as execution, clearing and custodial services. With respect to its asset allocation services, the Program utilizes Ibbotson and Associates to provide clients access to risk tolerance assessment, efficient frontier plotting, fund profiling and performance data, as well as portfolio optimization and re-balancing tools.

The Program may be offered by the adviser on a discretionary or non-discretionary basis. In a discretionary account, the Independent Advisory Representative may purchase or sell load waived, no-load mutual funds and other equity and debt securities for Accounts, without obtaining specific client approval for each transaction. For portfolios that include mutual fund holdings, clients pay two levels of advisory fees for the management of assets; one directly to the Independent Advisory Representative, and one indirectly to the managers of the mutual funds. In a non-discretionary account, the Independent Advisory Representative will only purchase or sell securities which have been approved by clients in advance. Advisors do not bunch or conduct block trades. Clients therefore may pay a higher commission for the focus of individual trades for each client.

The Program is sponsored by Royal Alliance Associates, Inc. As Program sponsor, Royal Alliance has created a *Program Brochure* which will be distributed to the Advisor's clients prior to or concurrent with their engagement in the Program. Clients should read it thoroughly before investing.

The Program is offered as "Wrap Account" which bundles *Advisory, Administrative, and Transaction Charges* into one asset-based fee. Alternatively, *Transaction Charges* can be unbundled from the *Advisory* and *Administrative* fees.

Please see Page 3(a) for a complete list of fees associated with the Vision 2020 Advisor accounts.

C. ModelFolios Program

The Program is offered as a Wrap Account which bundles advisory and administrative fees, as well as transaction charges into one asset-based fee.

The complete schedule of Program fees is set forth in the *Program Brochure* created by Royal Alliance and provided by the Adviser to its clients prior to or concurrent with their engagement in the Program.

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.	IRS Empl. Ident. No.: 31-1387177
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Item of Form (identify)	Answer																																																																																						
Part II Page 2 Question 1.D.	<p>B. VISION2020 Adviser Program (cont'd) FEES:</p> <p>ASSET MANAGEMENT NON-WRAP FEE OPTION</p> <table><tr><th>Total Client Fee</th><th>Account fee range: Min. & Max.</th><th>Asset Size</th></tr><tr><td>To be determined</td><td>0.250% - 2.50%</td><td>\$50,000 - \$99,999.99</td></tr><tr><td>To be determined</td><td>0.200% - 2.30%</td><td>\$100,000 - \$249,999.99</td></tr><tr><td>To be determined</td><td>0.175% - 2.05%</td><td>\$250,000 - \$499,999.99</td></tr><tr><td>To be determined</td><td>0.150% - 1.80%</td><td>\$500,000 - \$749,999.99</td></tr><tr><td>To be determined</td><td>0.125% - 1.55%</td><td>\$750,000 - \$1,249,999.99</td></tr><tr><td>To be determined</td><td>0.100% - 1.30%</td><td>\$1,250,000 - \$1,999,999.99</td></tr><tr><td>To be determined</td><td>0.075% - 1.05%</td><td>\$2,000,000 - \$4,999,999.99</td></tr><tr><td>To be determined</td><td>0.040% - 1.05%</td><td>\$5,000,000 - \$24,999,999.99</td></tr><tr><td>To be determined</td><td>0.025% - 0.80%</td><td>Over \$25,000,000</td></tr></table> <p>TRANSACTION CHARGES:</p> <p style="text-align: center;">Qualified & Non-Qualified Accounts</p> <table><tr><td>Exchange Listed Equities (purchases & sales)</td><td>\$30.00</td></tr><tr><td>OTC Equities (purchases & sales)</td><td>\$30.00</td></tr><tr><td>Options (purchases & sales)</td><td>\$35.00</td></tr><tr><td>Listed Bonds (purchases & sales)</td><td>\$50.00</td></tr><tr><td>Bonds (Corp., Treasury, Municipal & Money Mkt) & CDs (purchases & sales)</td><td>\$50.00</td></tr><tr><td>UITs (purchases & sales)</td><td>\$50.00</td></tr></table> <p style="text-align: center;">Non-Focus Elite Load Mutual Funds @ NAV ~ Qualified & Non-Qualified Accounts</p> <table><tr><td>Purchases & Redemptions</td><td>\$25.00</td></tr><tr><td>Dollar Cost Averaging</td><td>\$1.50</td></tr><tr><td>Systematic Redemption</td><td>\$1.50</td></tr><tr><td>Internal Exchanges</td><td>\$5.00</td></tr></table> <p style="text-align: center;">No Transaction Fee ("NTF") No-Load Mutual Funds ~ Qualified Accounts</p> <table><tr><td>Purchases (initial) of \$500 or more</td><td>\$0.00</td></tr><tr><td>Purchases (initial) Less Than \$500</td><td>\$25.00</td></tr><tr><td>Purchases (subsequent) of \$500 or more</td><td>\$0.00</td></tr><tr><td>Purchases (subsequent) Less Than \$500</td><td>\$25.00</td></tr><tr><td>Redemptions held Less Than 6 months</td><td>\$0.00</td></tr><tr><td>Redemptions held 6 months or longer</td><td>\$51.50 charged to client</td></tr><tr><td>Systematic Redemptions of \$100 or more</td><td>\$0.00</td></tr><tr><td>Systematic Redemptions Less Than \$100</td><td>\$25.00</td></tr></table> <p style="text-align: center;">No Transaction Fee ("NTF") No-Load Mutual Funds ~ Non-Qualified Accounts</p> <table><tr><td>Purchases (initial) of \$2,500 or more</td><td>\$0.00</td></tr><tr><td>Purchases (initial) Less Than \$2,500</td><td>\$25.00</td></tr><tr><td>Purchases (subsequent) of \$500 or more</td><td>\$0.00</td></tr><tr><td>Purchases (subsequent) Less Than \$500</td><td>\$25.00</td></tr><tr><td>Redemptions held 6 months or longer</td><td>\$0.00</td></tr><tr><td>Redemptions held Less Than 6 months</td><td>\$51.50 charged to client</td></tr><tr><td>Systematic Redemptions of \$100 or more</td><td>\$0.00</td></tr><tr><td>Systematic Redemptions Less Than \$100</td><td>\$25.00</td></tr></table> <p style="text-align: center;">No-Load Mutual Funds ~ Qualified & Non-Qualified Accounts</p> <table><tr><td>Purchases (initial & subsequent)</td><td>\$25.00</td></tr><tr><td>Redemptions (initial & subsequent)</td><td>\$25.00</td></tr></table>	Total Client Fee	Account fee range: Min. & Max.	Asset Size	To be determined	0.250% - 2.50%	\$50,000 - \$99,999.99	To be determined	0.200% - 2.30%	\$100,000 - \$249,999.99	To be determined	0.175% - 2.05%	\$250,000 - \$499,999.99	To be determined	0.150% - 1.80%	\$500,000 - \$749,999.99	To be determined	0.125% - 1.55%	\$750,000 - \$1,249,999.99	To be determined	0.100% - 1.30%	\$1,250,000 - \$1,999,999.99	To be determined	0.075% - 1.05%	\$2,000,000 - \$4,999,999.99	To be determined	0.040% - 1.05%	\$5,000,000 - \$24,999,999.99	To be determined	0.025% - 0.80%	Over \$25,000,000	Exchange Listed Equities (purchases & sales)	\$30.00	OTC Equities (purchases & sales)	\$30.00	Options (purchases & sales)	\$35.00	Listed Bonds (purchases & sales)	\$50.00	Bonds (Corp., Treasury, Municipal & Money Mkt) & CDs (purchases & sales)	\$50.00	UITs (purchases & sales)	\$50.00	Purchases & Redemptions	\$25.00	Dollar Cost Averaging	\$1.50	Systematic Redemption	\$1.50	Internal Exchanges	\$5.00	Purchases (initial) of \$500 or more	\$0.00	Purchases (initial) Less Than \$500	\$25.00	Purchases (subsequent) of \$500 or more	\$0.00	Purchases (subsequent) Less Than \$500	\$25.00	Redemptions held Less Than 6 months	\$0.00	Redemptions held 6 months or longer	\$51.50 charged to client	Systematic Redemptions of \$100 or more	\$0.00	Systematic Redemptions Less Than \$100	\$25.00	Purchases (initial) of \$2,500 or more	\$0.00	Purchases (initial) Less Than \$2,500	\$25.00	Purchases (subsequent) of \$500 or more	\$0.00	Purchases (subsequent) Less Than \$500	\$25.00	Redemptions held 6 months or longer	\$0.00	Redemptions held Less Than 6 months	\$51.50 charged to client	Systematic Redemptions of \$100 or more	\$0.00	Systematic Redemptions Less Than \$100	\$25.00	Purchases (initial & subsequent)	\$25.00	Redemptions (initial & subsequent)	\$25.00
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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:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 2 Question 1.D.	<p>Total Account Fees will range to a maximum of 2.50% in the Wrap Program. Asset-based fees will also range to a maximum of 2.50% in the Unbundled Program. However, clients will pay separate transaction charges.</p> <p>The complete schedule of Program fees is set for the in the <i>Program Brochure</i> created by Royal Alliance and provided by the Advisor to its clients prior to or concurrent with their engagement in the Program.</p> <p>Applicant's advisory representatives are registered representatives offering securities through Royal Alliance Associates, Inc., a general securities broker/dealer, and member of FINRA and SIPC, based in New York City, New York. Royal Alliance Associates is also registered as an investment advisor.</p> <p>HAM, Inc.'s fees are billed in arrears. Therefore, no refunds will be made, but the fee billed for the quarter will be prorated, based upon the date HAM, Inc. receives from the client formal written notification of termination.</p> <p><u>ModelFolios Program:</u> ModelFolios is a fee based advisory program that permits clients to pay an annual fee, based upon a percentage of the assets held in the account. There are no transaction charges attributable to... <i>(See Page 4(a) attached)</i></p> <p><u>Financial Planning Services:</u> Financial plans can be generated by Advisory Representatives for clients on an ad hoc basis. Advisory Representatives are available to advise clients on specialized financial needs without preparing a full financial plan (i.e., college funding, retirement planning, etc.). When providing financial planning advice for clients, Advisory Representatives may give advice and recommendations in the areas of budgeting and recordkeeping, insurance planning, tax planning, retirement planning, college education funding, debt management, investment planning, estate planning and other areas related to the individual's financial affairs as agreed upon in the initial agreement. HAM, Inc., financial planning clients have the right to terminate services without penalty, upon written notice prior to commencement of plan documentation preparation. Only that portion of work actually completed at the time of receipt of written termination notice will be billed to the client.</p> <p>Investment advisory service is available for the development of an investment portfolio based upon the client investment parameters. Advisory Representative(s) can develop an investment portfolio and make recommendations as to portfolio holdings. Active management will not occur with this arrangement and additional work on the portfolio will incur additional charges to the client as future work is performed on the account.</p> <p>Financial planning advice to clients will be given for an hourly fee. The Advisory Representative will generate reports needed to communicate to the client their current position and the financial planning recommendations.</p> <p>Hourly fees can be negotiated ranging between \$75 and \$200 per hour.</p>	
Part II Page 2 Question 1.D.	<p><u>Financial Planning Services:</u> Financial plans can be generated by Advisory Representatives for clients on an ad hoc basis. Advisory Representatives are available to advise clients on specialized financial needs without preparing a full financial plan (i.e., college funding, retirement planning, etc.). When providing financial planning advice for clients, Advisory Representatives may give advice and recommendations in the areas of budgeting and recordkeeping, insurance planning, tax planning, retirement planning, college education funding, debt management, investment planning, estate planning and other areas related to the individual's financial affairs as agreed upon in the initial agreement. HAM, Inc., financial planning clients have the right to terminate services without penalty, upon written notice prior to commencement of plan documentation preparation. Only that portion of work actually completed at the time of receipt of written termination notice will be billed to the client.</p> <p>Investment advisory service is available for the development of an investment portfolio based upon the client investment parameters. Advisory Representative(s) can develop an investment portfolio and make recommendations as to portfolio holdings. Active management will not occur with this arrangement and additional work on the portfolio will incur additional charges to the client as future work is performed on the account.</p> <p>Financial planning advice to clients will be given for an hourly fee. The Advisory Representative will generate reports needed to communicate to the client their current position and the financial planning recommendations.</p> <p>Hourly fees can be negotiated ranging between \$75 and \$200 per hour.</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.	IRS Empl. Ident. No.: 31-1387177
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Item of Form (identify)	Answer
ModelFolios Program (cont'd)	<p>the ModelFolios Program. The mutual funds involved are load waived or no-load mutual funds. The cost of purchasing and holding mutual fund shares through the ModelFolios Program may be more or less than investing in mutual fund shares in a traditional brokerage account, depending upon the amount of the advisory fees and the specific mutual funds selected for investment within the program.</p> <p>Based upon the risk tolerance of each client, the Program utilizes a system that selects a specific allocation of funds within a portfolio of mutual funds and executes the strategy by investment in the specific funds identified and provides continuous monitoring and review of the accounts.</p> <p>The mutual funds available for use within the Program consist primarily of AIG Sun America Funds. AIG Sun America is an affiliate of Royal Alliance. The Funds are managed by AIG Sun America Asset Management Company (SAAMCo). The assets within the client account will be invested by the Advisory Representative, with the assistance of SAAMCo, in a recommended model portfolio of funds allocated in a manner suitable to the risk tolerance and investment objectives of the client. The portfolio of funds within the client account will be periodically rebalanced by SAAMCo in accordance with the recommended model portfolio for the client account. There can be no assurance that any of the investment goals for the client account will be met or that the net return on an investment in a portfolio of the funds will exceed what could have been obtained through other investment or savings strategies.</p> <p>Pursuant to the client agreements for the ModelFolios Program, the Adviser or Independent Investment Adviser, through their respective representatives and agents, are granted discretion to buy, exchange, redeem, hold or otherwise trade shares of the mutual funds that makeup the portfolio of funds within the client accounts. All mutual funds comprising the portfolio of funds will be purchased at Net Asset Value without the imposition of any sales charges. In addition, distribution or 12b-1 fees charged by the mutual funds and not credited back to the funds as well as any management fees charged by the affiliated money manager of the mutual funds comprising the portfolio of funds within the client account, will be deducted in calculating the advisory fee payable to the Adviser or Independent Advisers with respect to the client account. The Adviser or the Independent Investment Adviser through their representatives and agents, including SAAMCo, will review the client accounts and will engage in automatic rebalancing transactions whenever deemed suitable for the account in accordance with the investment objectives of the client.</p> <p>All assets will be in the custody of Pershing LLC, a registered broker dealer. Pershing LLC will provide statements of account to each client including consolidated monthly statements, quarterly statements, and year-end tax reports. Royal Alliance or the Independent Investment Adviser shall provide quarterly performance reports. Fees payable to the Adviser or Independent Investment Adviser and their representatives will be deducted from the account quarterly and reflected within the statements provided to the clients. Fees may be negotiable depending upon the amount of assets under managements, the nature and extent of account relationships between the Adviser and its affiliated with the client, the type of services requested and other factors that the Adviser deems relevant to the advisory services relating to the Program.</p> <p>The Program is sponsored by Royal Alliance Associates, Inc. As Program sponsor, Royal Alliance has created a <i>Program Brochure</i> which will be distributed to the Adviser's clients prior to or concurrent with their engagement in the Program. Clients should read it thoroughly before investing.</p>

Page - 4(a) -

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: Harrington Asset Management	SEC File Number: 801-40961	Date: May 10, 2010
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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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 3 Question 4. B. (8)	<p>In many instances, a specific financial product may be required to help the client achieve a financial objective. In the planning process, Advisory Representatives may recommend particular financial products to help the client meet their financial needs. If the client wishes to acquire a financial product, which the Advisory Representative is licensed to sell, the Advisory Representative and HAM, Inc., may receive a commission from the placement of those products. Financial products which Advisory Representatives are licensed to sell include investments, and a variety of insurance and annuity contracts.</p> <p>HAM, Inc.'s fees are billed in arrears. Therefore, no refunds will be made, but the fee billed for the quarter will be prorated, based upon the date HAM, Inc. receives from the client formal written notification of termination. HAM, Inc.'s advisory clients have the right to terminate their advisory agreement in writing, without penalty, within five (5) business days after entering into the agreement.</p> <p>Stock market, business financial and economic information is obtained from the Internet and through a variety of Internet-based resources.</p> <p>Morningstar Principia Pro Plus for Mutual Funds and Stocks.</p> <p style="text-align: center;">- 5 - (end of Page 5)</p>	

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:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.	IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer
Part II Page 3 Question 4. C.(7)	<p>The method of asset allocation that HAM, Inc. employs includes the following approaches:</p> <p><u>Strategic Asset Allocation</u> – uses historical data in an attempt to understand how the asset has performed and is likely to perform over long periods of time. The goal is not to “beat” the market, but to establish a long-term investment strategy using a core mix of assets.</p> <p><u>Tactical Asset Allocation</u> – uses periodic assumptions regarding the performance and characteristics of the assets and/or the economy. This approach attempts to improve portfolio performance by making “mid-course” changes in the long-term strategy based on near-term expectations.</p>
Part II Page 4 Question 5	College Graduate and/or Financial Planning/Investment Experience.
Part II Page 4 Question 6	<p>The Principal Executive Officer of HAM, Inc., is Thomas K. Harrington, CFP.</p> <p>Individuals who determine general investment advice given to clients:</p> <p>Thomas K. Harrington, CFP, born 1957; BA from The Ohio State University, Columbus, American College, Bryn Mawr, PA, Current; C.F.P., College for Financial Planning, Denver, 1988-1990; Graduate, AAMS, Institute for Wealth Management, Denver, CO, 1996; Financial Planner since 1990: Principal & President, Harrington Asset Management, Inc., September 1993 to present; Registered Representative, Royal Alliance Associates, November ‘97 to present; Mutual Service Corporation, October 1993 to November, 1997; Owner, Harrington Asset Management, February 1992 through September 1993; Registered Representative, MML Investors Services, Inc., July 1989-October 1993; Vice President Financial Planning, Moyer Financial Group July 1989-April 1992; Financial Planner, Larsen/Moyer Financial Group 1988.</p> <p>Anthony P. Campagni, CFP, born 1964; Associate Degree from Fullerton College, Fullerton, California 1982-1984; University of Southern California, Los Angeles, August 1984 through January 1985; B.S. Marketing, The Ohio State University, Columbus, 1985-1987; C.F.P., College for Financial Planning, Denver, CO., 1991-1994; Financial Planning, Harrington Asset Management & Harrington Asset Management, Inc., January 1993 through present; Registered Representative, Royal Alliance Associates, November 1997 to present; Registered Representative, Mutual Service Corporation, October 1993 to November 1997; Registered Representative, MML Investors Services, Inc., July 1989 through October 1993; Financial Planning Vice President, Moyer Financial Group, 1989-1993; President, Moyer Financial Asset Management, Inc., January 1992-1993.</p> <p>Rino Romeo, CPA, born 1966; BA from The Ohio State University, Columbus, OH 1988; Certified Public Accountant, August 1991; Financial Planning, Strata Financial Group, LLC, January 1999 – Current; Registered Representative, Royal Alliance Associates, November 1999 – Current; Harrington Asset Management, Inc., 7/98 – Current; Tax and Financial Planning, Kopco & Company, CPAs, 1991 – 2006; Accountant, Coopers and Lybrand, 1988 – 1990.</p> <p>Ronald A. Jurczynski, CPA, born 1967; BSBA from Bowling Green State University, OH 1989; Certified Public Accountant, May, 1993; FINRA Series 7, August 2003; FINRA Series 63, October 2003; Financial (continued, page 7)</p>

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

Applicant: Harrington Asset Management	SEC File Number: 801-40961	Date: May 10, 2010
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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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 4 Question 7.A,B,C.	<p>Consultant/Owner, Strata Financial Group, LLC, August 2003 to present; Solicitor/Representative, Harrington Asset Management, Inc., August 2003 to present; Registered Representative, Royal Alliance Associates, August, 2003 to present; Tax Manager, Kopco & Company, January 2003 to August 2006; Client Tax Executive, International Management Group, August 1996 to October 2002; Tax Senior, Grant Thornton, LLP, September, 1989 to July 1996.</p> <p>Associated persons of HAM, Inc. are registered representatives of Royal Alliance Associates, Inc. ("Royal") and insurance brokers of various insurance companies. In such capacities, associated persons of the applicant may receive the normal commissions and/or other compensation. The aforementioned services account for 35% of HAM, Inc.'s advisory representatives' time.</p> <p>Associated persons of HAM, Inc. are registered securities representatives of Royal, a registered broker-dealer, member of the Financial Industry Regulatory Authority ("FINRA"), and a registered investment adviser. Royal is a diversified financial services company engaged in the sale of specialized investment products. Associated persons of HAM, Inc. may recommend securities or insurance products offered by Royal, and receive normal commissions if products are purchased through them. Thus, a conflict of interest exists between the interests of the associated persons and those of the advisory clients. The clients are under no obligation to purchase products recommended by these associated persons or to purchase products either through these associated persons or Royal.</p>	
Part II Page 4 Question 8.C.(1)(3)	<p>Under the rules and regulations of FINRA, Royal has obligations to maintain records and perform other functions regarding certain aspects of the investment advisory activities of its registered representatives in relation to certain advisory accounts for which its registered representatives provide investment advice. These obligations require Royal to coordinate with, and have the cooperation of the account custodian. In order to fulfill its obligation, Royal has established a list of custodian and brokerage firms from which it has arranged to obtain the required cooperation, and which therefore may be utilized for custody of accounts directly advised either by registered representatives of Royal who are investment advisers or other investment advisory entities which are affiliated with registered representatives of Royal. In certain instances, Royal will collect, as paying agent for HAM, Inc., the investment advisory fee remitted to HAM, Inc., by the account custodian, and Royal will retain a portion as a charge to the Investment Adviser (not the client) for the functions Royal is required to carry out by the FINRA. This fee will not increase execution or brokerage charges to the client or the fee the client has agreed to pay to HAM, Inc., pursuant to the client's advisory agreement. A portion of the fee retained by Royal may be re-allowed to other registered representatives of Royal who, as registered representatives of Royal, are responsible for the supervision of other representative and assist Royal with the functions described above.</p>	
Question 8.C.(7)	<p>HAM, Inc. has solicitation agreements with accounting firms for the referral of clients to HAM, Inc.'s Advisory Services (See 13b).</p>	
Question 8.C.(9)	<p>Some of applicant's Advisory Representatives have insurance licenses and offer insurance products to clients through various insurance companies available through Royal Alliance Associates and directly through insurance companies outside of the arrangement with Royal Alliance Associates. All Advisory Representatives are brokers and not agents for the various insurance companies through which they are licensed.</p>	
	- 7 -	

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: Harrington Asset Management	SEC File Number: 801-40961	Date: May 10, 2010
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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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 5 Questions 9.B & D	<p>Advisory Representatives of HAM, Inc., as registered representatives of Royal Alliance Associates and licensed insurance brokers, can offer a variety of products and services for which it will receive fees and/or commissions</p> <p>Advisory Representatives of HAM, Inc., may recommend to advisory clients, the purchase or sale of securities, insurance, or other investment products in which Advisory Representatives and related parties may have some financial interest including, but not limited to, the receipt of commissions or fees in connection with the transaction. Advisory Representatives of HAM, Inc., may buy or sell for themselves securities or products recommended to advisory clients. At no time will such a transaction be of such a size to influence the market for the security. Records of any such transaction are available for review.</p> <p>In the capacity as a Royal registered representative, an associated person of Applicant may suggest that clients execute securities transactions through Royal. If clients freely choose to execute such transactions through Royal, the associated person of Applicant may receive the normal compensation and/or other compensation.</p> <p>Applicant may recommend to clients the purchase of investment products in which it or a related entity may have some financial interest, including the receipt of compensation. Certain mutual funds (and/or their related persons) in which a client may invest make payments to broker-dealers. Such payments may be distributed pursuant to a 12b-1 distribution plan or pursuant to another arrangement as compensation for distribution or administrative services and may be paid out of the fund's assets. Associated persons of applicant in their capacity as registered representatives of Royal may receive such fees or other compensation to the extent permitted by law. A fund that imposes a front-end sales load but which waives that front-end sales load for purchases made on behalf of the client's account (a "front-end load" fund at net asset value) may bear 12b-1 distribution or service fees in excess of .25% of a client account's net assets invested in such fund (the maximum allowed for no-load funds). The 12b-1 fee, deferred sales charges and other fee arrangements will be disclosed upon request of the client and are typically described in the applicable fund's prospectus. Because of these compensation arrangements, a conflict of interest exists in connection with the recommendation of particular mutual fund investments for a client's account.</p> <p>Advisory Representatives may make conflicting or differing recommendations with respect to the same securities or insurance products to different advisory clients depending upon the clients' circumstances.</p> <p>The investment adviser will maintain personal transaction records. All rules and regulations of the Investment Advisers Act of 1940 will be strictly enforced. The investment adviser will not permit insider trading. All employees of Applicant are required to report personal investment transactions quarterly, and personal investment holdings annually. Additionally, Royal Alliance Associates, Inc. oversees all trades that could pose a conflict of interest, including those made by Applicant's Managing Executive, Thomas K. Harrington, CFP®,</p> <p>Applicant has implemented a formal Code of Ethics that sets forth standards of conduct expected of advisory personnel, and addresses conflicts that may arise from personal trading by advisory personnel, among other fiduciary responsibilities. Additionally, the Code requires that all "access persons" report their personal securities transactions and personal securities holdings on a regular basis. This Code of Ethics adopted by Harrington Asset Management, Inc., will be made available to any client upon request.</p>	
Part II, Page 5 Question 9.E		

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.		IRS Empl. Ident. No.: 31-1387177
Item of Form (identify)	Answer	
Part II Page 6 Question 12A(1), (2)	Written authorization for limited trading discretion is obtained from certain advisory accounts to purchase and sell securities. Commissions will not be earned by associated persons of the adviser for discretionary advisory transactions.	
Part II Page 6 Question 12.B	<p>Advisory Representatives implement and transact securities business through Royal Alliance Associates for a variety of services and for transaction implementation. Some transactions will produce commissions payable to Advisory Representatives and the firm. The receipt of sales commissions for transaction implementation can present a conflict of interest to Advisory Representatives and HAM, Inc. Clients are under no obligation to implement investment recommendations through Royal Alliance Associates or any affiliated firm.</p> <p>For investment management accounts and other services, HAM, Inc., has selected Royal Alliance Associates as its broker/dealer to affect securities transactions because Royal Alliance Associates is an independent broker/dealer and it provides a high level of overall service to HAM, Inc., and its client accounts. HAM, Inc., does not guarantee that Royal Alliance Associates will have the lowest overall costs for transacting business in the form of commissions or ticket charges than if the account were held elsewhere.</p> <p>In order for HAM, Inc., to provide the best level of service to its investment management clients, it highly recommends the use of Royal Alliance Associates for securities transactions. If another broker/dealer is selected, HAM, Inc., at this time cannot guarantee the same level of service to clients that they would receive if the account is held through Royal Alliance Associates.</p>	
Part II Page 6 Question 12.B	<p>While the Advisory Representatives of HAM, Inc., maintain a relationship with Royal Alliance Associates, clients are under no obligation to implement investment recommendations through Royal Alliance Associates or any affiliated firm. Client's securities transactions may be affected by any broker/dealer selected by the client.</p> <p>In consideration of furnishing financial services, Representatives (its principal/president/etc....) may directly and indirectly receive compensation in addition to clients' investment advisory fees, in more than one capacity and from a number of affiliated and unaffiliated sources.</p>	
Part II Page 6 Question 13.A	<p>Compensation in addition to clients' investment advisory fees and/or financial planning fees include the following: commissions from the sale of insurance products (including Variable Life, Fixed and Variable Annuities), 12b-1 fees from investment company products, and commissions from the sale of mutual funds which have a contingent deferred sales charge (CDSC).</p> <p>The receipt of these additional forms of compensation may result from recommendations for purchasing financial products and services for which representatives may have some financial interest including, but not limited to, the receipt of commission or fees. Under some circumstances, this additional compensation may pose potential conflicts of interest, which could affect the objectivity of the advice and recommendations rendered to clients. Notwithstanding such additional compensation, however, applicant and "rep" strive to serve the best interest of the client.</p>	

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

Applicant:	SEC File Number:	Date:
Harrington Asset Management	801-40961	May 10, 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: HARRINGTON ASSET MANAGEMENT, INC.	IRS Empl. Ident. No.: 31-1387177
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Item of Form (identify)	Answer												
Question 13b.	<p>HAM, Inc., currently has arrangements with outside organizations to which HAM, Inc., will directly compensate a fee for the referral of clients for HAM, Inc.'s Fee Based Investment Advisory Service. All solicitors' agreements are in compliance with Rule 206(4)-2 of the Investment Advisers Act of 1940. In addition, all applicable federal and state laws will be observed. All clients procured by solicitors will be given full written disclosure describing the terms and fee arrangements between the adviser and the solicitor. The amount of the compensation will be equal to a percentage of the gross fee charged before any offsets. The fee will be paid quarterly and will continue while the outside solicitation agreement remains in effect. The following organizations have agreements to receive compensation for client referrals:</p> <table> <tr> <td>1. Tate & Associates, Inc. Mark F. Tate, CPA, MBA, CFP 4615 W. Streetsboro Rd., Ste. 203 Richfield, OH 44284</td><td>7. Access Integration, Inc. James L. Bumbledare 4419 Prairie Pine Court Hilliard, OH 43026</td></tr> <tr> <td>2. Daubenspeck, Jennings & Associates 26 Northwood Drive Delaware, OH 43015</td><td>8. Ronald E. Kopco, CPA 5336 Meadow Lane Court Elyria, OH 44035-1469</td></tr> <tr> <td>3. General Business Services Steve Barnard 3001 Bethel Road, Suite 108 Columbus, OH 43220</td><td>9. Evangeline H. Hollerich 5855 Blendon Place Drive Gahanna, OH 43230</td></tr> <tr> <td>4. Alan Januzzi, CPA 7710 Rice Road Amherst, OH 44001</td><td>10. Capture Group, LLC Daniel Moneypenny 3060 S. Oakhill Road Silver Lake, OH 44224</td></tr> <tr> <td>5. Lorenzo Gentile P.O., Box 8 Avon, OH 44011</td><td>11. One Source Advisors, Inc. 555 Metro Place North Suite 330 Dublin, OH 43017</td></tr> <tr> <td>6. Randall K. Grace, CPA 7100 N. High Street, Ste. 201 Worthington, OH 43085</td><td>12. Westerguard, Inc. Mike Backus 3593 Medina Road, #272 Medina, OH 44256-8182</td></tr> </table>	1. Tate & Associates, Inc. Mark F. Tate, CPA, MBA, CFP 4615 W. Streetsboro Rd., Ste. 203 Richfield, OH 44284	7. Access Integration, Inc. James L. Bumbledare 4419 Prairie Pine Court Hilliard, OH 43026	2. Daubenspeck, Jennings & Associates 26 Northwood Drive Delaware, OH 43015	8. Ronald E. Kopco, CPA 5336 Meadow Lane Court Elyria, OH 44035-1469	3. General Business Services Steve Barnard 3001 Bethel Road, Suite 108 Columbus, OH 43220	9. Evangeline H. Hollerich 5855 Blendon Place Drive Gahanna, OH 43230	4. Alan Januzzi, CPA 7710 Rice Road Amherst, OH 44001	10. Capture Group, LLC Daniel Moneypenny 3060 S. Oakhill Road Silver Lake, OH 44224	5. Lorenzo Gentile P.O., Box 8 Avon, OH 44011	11. One Source Advisors, Inc. 555 Metro Place North Suite 330 Dublin, OH 43017	6. Randall K. Grace, CPA 7100 N. High Street, Ste. 201 Worthington, OH 43085	12. Westerguard, Inc. Mike Backus 3593 Medina Road, #272 Medina, OH 44256-8182
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Complete amended pages in full, circle amended items and file with execution page (page 1).