

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
The Bornhoft Group Corporation	801- 54790	December 31, 2009

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: The Bornhoft Group Corporation	IRS Empl. Ident. No.: 84-0997630
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Item of Form (identify)	Answer																				
Part II, 1.A.(1),(7)	<p>Clients retain The Bornhoft Group Corporation ("the applicant") to implement strategies that allocate a portion of the client's investment portfolio to professional trading advisors who participate in futures, options and foreign exchange markets. In performing these services, the applicant identifies leading trading advisors and then constructs multi-advisor portfolios designed in accordance with the client's specified risk parameters and investment objectives. Each potential trading advisor undergoes strict quantitative and qualitative review by the applicant. Trading advisor selection is based upon many factors which include the advisor's investment strategy, trading activity, volatility, portfolio composition, account leverage and risk-reward ratio.</p> <p>The applicant may from time to time give advice to Clients regarding investment to limited partnerships organized to operate as managed futures funds utilizing multi-advisor portfolio management techniques. Such limited partnerships will be charged a monthly management fee by the applicant calculated on the same rates and subject to the same terms and conditions as the management fee described above. On certain funds, redemption from such funds will be permitted on either a daily or monthly basis.</p> <p>Clients retain the applicant to implement Strategies that allocate a portion of the client's investment portfolio to professional Commodity Trading Advisors who participate in the futures, options and foreign exchange markets. In performing these services, the applicant identifies leading Commodity Trading Advisors and then constructs multi-advisor portfolios designed in accordance with the client's specified risk parameters and investment objectives. Each potential Trading Advisor undergoes strict quantitative and qualitative review by the applicant. Trading Advisor selection is based upon many factors which include the Advisor's investment strategy, trading activity, volatility, portfolio composition, account leverage and Risk-Reward ratio.</p> <p>For these services, Clients will be assessed the following negotiable fees. The applicant embraces the idea of aligning our interests with those of our institutional investor clients. As such, TBG is open to fee negotiations that are tilted more heavily toward incentive fees. The table below describes our "standard fee" and then the break-points that would occur on larger investments. Our management fee is billed monthly while our performance fee is billed quarterly; assuming performance is over our high water mark minus the hurdle rate. The billing cycle for the performance fee is also negotiable.</p> <table><tr><th></th><th>The Applicant Asset Based Fee</th><th>The Applicant Performance Based Fee</th><th>The Applicant Hurdle</th></tr><tr><td>Standard Fee</td><td>1.25%</td><td>0.00%</td><td>0.00%</td></tr><tr><td>First \$250 million</td><td>1.00%</td><td>4.00%</td><td>3.00%</td></tr><tr><td>Second \$250 million</td><td>0.75%</td><td>4.00%</td><td>3.00%</td></tr><tr><td>Next \$500 million</td><td>0.50%</td><td>4.00%</td><td>3.00%</td></tr></table> <p>In respect of the services provided to a Client by the applicant, the Client will be charged (i) an annual management fee shown in the table above of the Net Asset Value (as defined below) of the client's assets committed to the applicant's investment program as of the last day of each month whether or not the account has been profitable and without reduction for current withdrawals, management fees or incentive fees accrued or payable as of such</p>		The Applicant Asset Based Fee	The Applicant Performance Based Fee	The Applicant Hurdle	Standard Fee	1.25%	0.00%	0.00%	First \$250 million	1.00%	4.00%	3.00%	Second \$250 million	0.75%	4.00%	3.00%	Next \$500 million	0.50%	4.00%	3.00%
	The Applicant Asset Based Fee	The Applicant Performance Based Fee	The Applicant Hurdle																		
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Part II (1)(A) (1) (7), (1)(D)																					

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	<p>date (ii) a quarterly incentive fee shown in the table above of up to four (4%) of the Net New Appreciation. Since the incentive fee is calculated and paid quarterly, incentive fees may be paid by a client during the year even though the client may sustain a net trading loss for the year.</p> <p>The applicant does not presently intend charge any fees with respect to securities investment advice rendered by the applicant to clients. In the event that, in the future, the applicant decided to charge advisory fees with respect to such securities investment advice, such fees will be calculated and charged in compliance with Investment Advisors Act of 1040, as amended, and the rules promulgated thereunder including, Rule 205-3.</p> <p>Depending upon the redemption provisions, the client may be able to withdraw a portion or all of their allocation within one day. Although under normal conditions, the client would need to give a thrity (30) day prior written notice in order to terminate the investment advisory contract with the applicant. If the investment advisory contract is terminated other than at the end of the calendar quarter, the management fee will be prorated.</p>																				
Part II, (1)	<p>The applicant may from time to time give advice to Clients regarding investment to limited partners organized to operate as futures funds utilizing multi-Advisor portfolio management techniques; of which the applicant will be the General Partner and Commodity Pool Operator. Such limited partnerships will be charged a monthly management fee and subject to the same terms and conditions as the management fee described above, including with respect to the proration of fees in the event a client redeems from the limited partnership as of a date other than the end of a calendar quarter, it is anticipated that redemption from such limited partnerships will be permitted on either a daily or monthly basis.</p>																				
Part II, 1.C. (1)	<p>The applicant embraces the idea of aligning our interests with those of our institutional investor clients. As such, TBG is open to fee negotiations that are tilted more heavily toward incentive fees. The table below describes our "standard fee" and then the break-points that would occur on larger investments. Our management fee is billed monthly while our performance fee is billed quarterly; assuming performance is over our high water mark minus the hurdle rate. The billing cycle for the performance fee is also negotiable.</p> <table><tr><th></th><th>The Applicant Asset Based Fee</th><th>The Applicant Performance Based Fee</th><th>The Applicant Hurdle</th></tr><tr><td>Standard Fee</td><td>1.25%</td><td>0.00%</td><td>0.00%</td></tr><tr><td>First \$250 million</td><td>1.00%</td><td>4.00%</td><td>3.00%</td></tr><tr><td>Second \$250 million</td><td>0.75%</td><td>4.00%</td><td>3.00%</td></tr><tr><td>Next \$500 million</td><td>0.50%</td><td>4.00%</td><td>3.00%</td></tr></table> <p>In respect of the services provided to a Client by the applicant, the Client will be charged (i) an annual management fee shown in the table above of the Net Asset Value (as defined below) of the client's assets committed to the applicant's investment program as of the last day of each month whether or not the account has been profitable and without reduction</p>		The Applicant Asset Based Fee	The Applicant Performance Based Fee	The Applicant Hurdle	Standard Fee	1.25%	0.00%	0.00%	First \$250 million	1.00%	4.00%	3.00%	Second \$250 million	0.75%	4.00%	3.00%	Next \$500 million	0.50%	4.00%	3.00%
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	<p>for current withdrawals, management fees or incentive fees accrued or payable as of such date (ii) a quarterly incentive fee shown in the table above of up to four (4%) of the Net New Appreciation. Since the incentive fee is calculated and paid quarterly, incentive fees may be paid by a client during the year even though the client may sustain a net trading loss for the year.</p> <p>The management fee is billed monthly in advance in an amount determined by applying the monthly rate to the market value of all accounts subject to the Investment Management Agreement on the last day of the calendar month immediately preceding the billing date. Clients authorize the deduction of fees directly from the appointed custodian, i.e. the broker-dealer, clearing firm, trust company or authorized institution maintaining the account. The custodian will then remit the applicable fees to the Company.</p> <p>The applicant does not presently intend to charge any incentive fees with respect to securities investment advice rendered by the applicant to clients. In the event that, in the future, the applicant decides to charge advisory fees with respect to such securities investment advice, such fees will be calculated and charged in compliance with the Investment Advisors Act of 1940, as amended, and the rules promulgated thereunder including Rule 205-3.</p>	
Part II – 1.C.(6)	<p>Depending upon the redemption provisions, the client may be able to withdraw a portion or all of their allocation within one day. Although under normal conditions, the client would need to give a thirty (30) day prior written notice in order to terminate the investment advisory contract with the applicant.</p> <p>If the investment advisory contract is terminated other than at the end of a calendar quarter, the management fee will be prorated.</p> <p>The applicant's clients are limited partnerships and other investors for which it acts as the investment advisor and general partner and may provide advice regarding investments strategies utilizing multi-advisor portfolio management techniques.</p> <p>The applicant will act as the investment advisor and general partner to its clients.</p> <p>The applicant may structure a limited partnership of client assets which would be traded by professional Trading Advisors. The applicant may at times recommend a hedge fund or offshore investment fund.</p> <p>The applicant may structure a limited partnership or client assets which would be traded by professional Commodity Trading Advisors.</p>	
Part II 3. K. (3)	A combination of fundamental and charting services will take a sector and style rotation approach allowing the applicant to identify attractive sectors and styles.	
Part II 4. A. (5)	The applicant's securities analysis also utilizes computerized software program which applies a number of statistical measures toward the evaluation of Commodity Trading Advisors in addition to various asset allocation principals.	

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Part II 5.	<p>The applicant's primary sources of information are derived from proprietary quantitative methods that utilize historical data to compute appropriate asset allocation percentages for portfolios and create multi-Advisor composites exhibiting the most attractive reward/risk.</p> <p>The applicant will employ quantitative methods that utilize historical data fundamental analysis and charting techniques to compute appropriate asset allocation percentages for portfolios and create multi-Advisor composites for clients.</p> <p>The applicant requires that those involved in determining or giving investment advice to clients be employees who are knowledgeable and experienced in the use of the applicant's proprietary portfolio analysis and properly registered as such.</p>
Part II 6.	<p><i>Investment Committee</i> The Investment Committee is responsible for the general oversight of all aspects of the Investment Process. The current members of the Investment Committee are Richard Bornhoft, Brian Bell, Tom O'Donnell, Ernesto Prado, and Jeff Marcus.</p> <p><i>Quantitative Strategies Committee</i> The Quantitative Strategies Committee is responsible for portfolio optimization and reviewing potential research initiatives. The current members of the Quantitative Strategies Committee are Richard Bornhoft, Brian Bell and James Damschroder, (Mr. Damschroder is working with The Bornhoft Group Corporation on a consulting basis.)</p> <p>Richard E. Bornhoft President and Chief Investment Officer of The Bornhoft Group Corporation, or The Bornhoft Group, and has been registered as a principal and an associated person of The Bornhoft Group since September 1985 and November 1985, respectively. Mr. Bornhoft is also a principal of Bornhoft Group Securities Corporation, a registered broker/dealer. Mr. Bornhoft is also the Chairman of the Executive Committee, Chief Investment Officer and Manager of the Managing Owner of Equinox. In addition, Mr. Bornhoft has been registered as a principal and an associated person of the Managing Owner since August 2003. Mr. Bornhoft has over twenty-five years of experience in advising both Private and Institutional clientele in the alternative investment industry, beginning his career in 1979. The Bornhoft Group was formed in 1985 as an investment management firm, providing alternative investments (<i>i.e.</i>, investments other than long-only investments in publicly-traded stocks, bonds and cash-equivalent securities) to institutions and high net worth investors. Over the past two decades, Mr. Bornhoft has been responsible for the planning, creation and execution of the company's business strategy. This responsibility has included such tasks as the design and implementation of the asset allocation, valuation and risk management systems, and the distribution of client assets into alternative investment products and services. His company has designed and operated alternative investment portfolios for approximately twenty (20) major pension plans, corporations and banking institutions throughout the world. Prior to forming The Bornhoft Group in 1985, Mr. Bornhoft was Vice-President of Product Development for the Managed Account Corporation, an investment-consulting firm that offered managed futures products to its clientele. From 1979 to 1983, his activities included serving as a Denver branch manager for Geldermann, Inc. (a Chicago-based futures firm) and as an investment advisor, developing trading systems and advising client assets in managed futures. He has served on numerous arbitration boards and various committees of certain regulatory and industry organizations and</p>

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	<p>is a frequent speaker at international conferences and symposiums on alternative investments. He has written numerous articles in leading financial publications and is a contributing author to <i>The Handbook of Managed Futures—Performance, Evaluation and Analysis</i> (McGraw-Hill, 1997) and <i>Searching for Alpha—The Quest for Exceptional Investment Performance</i> (Wiley, 2000). Mr. Bornhoft was a founding principal of Morningstar Hedge Inc. He currently holds SEC/NASD Series 7, 24 and 63 registrations, in addition to a CFTC/NFA series 3 registration.</p> <p>Thomas J. O'Donnell, III is a Partner of The Bornhoft Group Corporation, having joined the firm in 2009 and has been a registered principal and associated person of The Bornhoft Group since November 9, 2009. Mr. O'Donnell is also a member of The Bornhoft Group Corporation's Investment Committee. His responsibilities include sharing his many years of investment experience as someone who has been involved in the alternative investment industry since the late 1980's as a former institutional investor (i.e. a Director at the Virginia Retirement System), as well as helping other institutional investors build better risk adjusted portfolios. Mr. O'Donnell also directs The Bornhoft Group Corporation's institutional marketing campaign and client correspondence activities. He is one of the only persons in the Managed Futures industry who has been an institutional investor who invested in managed futures; an institutional marketing person who has sold managed futures; and who has worked for one of the largest Futures Commission Merchants (FCMs) in the world. Before joining The Bornhoft Group Corporation, Mr. O'Donnell was a First Vice President in the Alternative Investments Group of Newedge USA, LLC, one of the largest futures commission merchants in the world, from May 2007 to September 2009. His primary focus at Newedge was capital introduction between institutional investors and managed futures product providers. He also was involved in educating institutional investors about alternative investments, with specific emphasis on managed futures, global macro, currency and commodity based hedge fund strategies. Prior to that, from December 1995 to April 2007, he was Managing Director of Marketing and Client Services at Chesapeake Capital Corporation. At that time, Chesapeake was one of the largest commodity trading advisors in the managed futures industry. Prior to Chesapeake, from June 1989 to November 1995, he was with the Virginia Retirement System, one of the largest public pension funds in the United States. While at the VRS, he was Program Director, heavily involved in the strategic investment policies, asset allocation decisions and gained extensive experience in traditional and alternative investments. In addition to overseeing their External Global Equity Program, he also was responsible for particular alternative investment programs including the Market Neutral Program and the Managed Futures Program. He helped research and launch the VRS Managed Futures Program in May 1991. The VRS was among the first public pension funds to invest in managed futures. The Bornhoft Group Corporation was one of the multi-advisor managed futures firms that the VRS hired at the inception of the VRS Managed Futures Program. Mr. O'Donnell is a frequent speaker at investment conferences on a variety of topics including alternative investments. He received his Bachelor's of Science degree in Business Management from Virginia Polytechnic Institute & State University (Virginia Tech) in 1989. He currently holds a CFTC/NFA series 3 and series 30 license registrations.</p> <p>Brian R. Bell is a Partner and Director of Research for The Bornhoft Group Corporation and is responsible for the research and selection of qualified CTAs for various institutional and retail portfolios. Mr. Bell has been involved in the futures industry since 1987. He joined The Bornhoft Group in April 2005 and has been registered as a principal of The Bornhoft Group since August 2005. Mr. Bell is also in the final stages of an additional project with CTS Capital Management, LLC, a CTA located in Denver, Colorado, where he manages the trading and research, focusing on a multiple-strategy portfolio approach. Mr. Bell has been registered as a principal of CTS Capital Management, LLC since September 2005 and as a member of the NFA in such capacity since October 2005. Beginning in February 2000, Mr. Bell was President and owner of Custom Trading Solutions, Inc., which developed and marketed <i>CTS Studies</i> and <i>BestCommodityCharts.com</i>, technical indicators used with CQG, Inc. and TradeStation to</p>

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	<p>customers across North and South America, Australia, Asia and Europe. Mr. Bell also developed and instructed three-day seminars on designing and evaluating mechanical trading systems to major Wall Street clients, including Morgan Stanley, Credit Suisse First Boston, SAC Capital, Greenwich Capital and FX Concepts, Inc.. Mr. Bell was registered under the CE Act as a principal of Custom Trading Solutions, Inc. from July 2003 until December 2005, and as an associated person in such capacity from April 2004 until December 2005. Custom Trading Solutions, Inc. was registered under the CE Act as a CTA from July 2003 until December 2005, and as an NFA member from April 2004 until December 2005. Mr. Bell also provided consulting services to many private and professional traders on the design and evaluation of technical indicators and trading systems. Additionally, he designed proprietary trading system evaluation and optimization algorithms and supporting software. Prior to starting Custom Trading Solutions, Inc. in February 2000, Mr. Bell was a Senior Software Engineer at CQG, Inc. for fourteen years from May 1987 through February 2000. It was at CQG, Inc. that Mr. Bell conducted technical analysis and trading system research which resulted in many of the features in CQG for Windows. Mr. Bell has published articles in <i>Technical Analysis of Stocks & Commodities</i>, and <i>Working Money Magazine</i>. Mr. Bell earned both his Masters of Science in Electrical Engineering and his Bachelors of Science in Engineering Physics from the University of Colorado. Mr. Bell currently holds a CFTC/ NFA series 3 registration.</p> <p>Ron S. Montano is a Partner and the Chief Operations Officer of The Bornhoft Group Corporation, having joined the firm in 1997 and has been a registered principal thereof since May 1998. Mr. Montano is also a principal of Bornhoft Group Securities Corporation. From June 1998 to present, Mr. Montano has also been a principal of The Bornhoft Group Corporation. His responsibilities include providing oversight and management to all divisions of The Bornhoft Group companies, managing all personnel and compliance activities. He is also the Chief Administration Officer and Secretary of Equinox and has been registered as a principal of Equinox since August 2003. Mr. Montano draws upon his extensive experience in leadership and management skills during his successful and highly decorated 23-year career in the United States Army/Army Recruiting Command. He achieved the rank of Command Sergeant Major responsible for administrative functions including manpower assessment, relocation and problem solving, training, documentation and community relations. During his tenure, his oversight has included overseeing six recruiting companies and 51 recruiting stations within the New England states territory, and seven companies and 52 recruiting offices and over 300 recruiting sales representatives in Michigan, which was the largest recruiting territory in the United States. He graduated with a degree in Applied Science as well as being selected for and graduated from the United States Army Sergeants Major Academy. Mr. Montano was selected to be directly involved in the United States Army Recruiting Command policy development process. He has been highly decorated for his accomplishments in promoting his assigned territories, which earned him the Army's coveted "Legion of Merit Award."</p> <p>S. Brent Bales is the Chief Financial Officer for The Bornhoft Group Corporation. Mr. Bales joined The Bornhoft Group in June 2000 and has been registered as a principal thereof since December 2001. He is also the Chief Accounting Officer of the Managing Owner for Equinox, having been registered as a principal of the Managing Owner of Equinox since August 2003. Prior to that, from June 1992 through June 2000, he was employed as the Controller of Colorado Pen Company. Mr. Bales' responsibilities include supervision of all accounting activities, valuation of client portfolios and monitoring of risk management systems. Mr. Bales has over 25 years of experience in finance, accounting and the operation of businesses, as well as over 15 years of experience in senior management positions with various start-up and developmental businesses. He is a Certified Public Accountant with past experience that includes tenures with Touche Ross & Co. and other corporations with responsibilities that encompassed auditing, revenue and cost accounting, cash management and tax audit</p>	

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	<p>representation. Mr. Bales received his Bachelor's degree in Accounting in 1973 from University of Denver and his Certified Public Accountant certification in 1977.</p> <p>Jeff Marcus is the Chief Software Engineer and Director of Risk Measurement. Mr. Marcus has more than 25 years of experience in software development and computer systems, having designed, developed and implemented software on numerous platforms. Before joining The Bornhoft Group he worked as a Senior Software Developer and Project Manager at CQG, Inc., for ten years. At CQG he was a lead developer and/or project manager for advanced options, account tracking, trade routing, and other special projects. Prior to this, he was the Chief Technology Officer for Sierra Expressway regional airline in Oakland, California, for two years. He was a principal in JobLink for six years performing a variety of graphics and data-intensive applications to support user interfaces for college job search and information systems. He spent one year as an Assistant Director for Software Projects at the American Graduate School of International Management in Glendale, Arizona and seven years as Director of Software projects at the University of Arizona's Career Placement Center. Certified in TSP/PSP, MCS.D.NET. Received a bachelor's in English Literature and History from the University of Arizona in 1981.</p> <p>Ernesto Prado is Senior Research Analyst, Due Diligence. He joined The Bornhoft Group in May 2006 as a Research Associate, was promoted to Research Analyst in June 2008, and to Senior Research Analyst – Due Diligence in July 2009. Prior to that, he was employed as an Investment Analyst at Mount Yale Capital Group, a fund of hedge funds. Mr. Prado's main responsibilities include searching, collecting and independently evaluating data qualitatively and quantitatively for potential and current investments. He also conducts independent research as needed and reports his findings to the Director of Research and the Chief Investment Officer. In addition, he holds responsibility for risk management and providing quantitative support to the wholesaling and marketing departments. Mr. Prado has been involved in the alternatives industry since 2004. He earned both his Masters of Science in Finance and his Bachelors of Science in Business Administration in Finance from the University of Denver's Daniels College of Business, obtaining both degrees with Honors.</p>	
Part II (7)	<p>Associated persons of the applicant are affiliated with Bornhoft Group Securities Corporation, a NASD registered Broker/Dealer. As such, representatives of the applicant can buy or sell securities for clients through Bornhoft Group Securities Corporation. Representatives may receive commissions due to such securities transactions. Clients should be aware that such services may be available elsewhere at a lower cost and are under no obligation to use Bornhoft Group Securities Corporation.</p>	
Part II 7. B., 8. D.	<p>The Bornhoft Group Corporation is a principal of Equinox Fund Management, LLC. Equinox Fund Management is the Managing Owner for the Frontier Fund (a Delaware Trust), which is a Managed Futures Fund.</p>	
Part II 8. C. (1), (3) & (12)	<p>The applicant or related person may in the future be general partners of professionally managed futures limited partnership in which clients may invest.</p> <p>The Bornhoft Group Corporation may recommend to its clients to buy or sell securities or investment products in which it has a financial interest.</p>	

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Part II (8)(D)	<p>From time to time, the applicant or one of its associates may recommend to clients to buy or sell securities or investment products in which it has some financial interest. However, the applicant has adopted policies and procedures to avoid potential conflicts of interest to the detriment of its clients, including—.</p> <p>The Firm's CCO will monitor the personal securities transactions of the applicant associates to ensure that such persons are fulfilling their fiduciary responsibilities to the applicant's clients. In addition to monitoring securities transactions, the CCO will take all reasonable steps to determine that all associates of the applicant comply with certain restrictions regarding a) Pre-clearance of Securities Transactions; b). Black-Out Periods; c) Short Term Trading; and, d) Active Trading by Advisory Representatives for their own Accounts; and, e). filing Quarterly Personal Securities Trading Reports:</p>	
Part II, 9. D.	<p>The applicant or related person may in the future be general partner of professionally managed futures limited partnership in which clients may invest.</p>	
Part II, 10.	<p>The applicant will employ proprietary quantitative methods that utilize historical data and analysts' forecasting and charts to compute appropriate asset allocation percentages for portfolios and hedge funds, and develop multi-Advisor composites for clients. For separately managed accounts the minimum account size is approximately \$225 million and for investment into a separately managed institutional fund account, \$500,000.</p>	
Part II 12. A. & B.	<p>There are no limitations on the applicant's authority to determine the matters set forth in Section 12 (A) and (B) of Part II. In selecting brokers, applicant considers the full range and quality of the broker's services, including among other things, execution capability, financial stability, quality of service and commission rates.</p>	

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