

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

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Name of Investment Adviser: Asset Preservation Strategies, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
3636 Nobel Drive, Suite 440	San Diego	CA	92122-1042	(858) 455-1825

**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:

Asset Preservation Strategies, Inc.

SEC File Number:

801-63003

Date:

3/29/10**1. A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service.

(See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 25% |
| <input checked="" type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | 40% |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | 5% |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | % |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | % |
| <input type="checkbox"/> | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities | % |
| <input checked="" type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | 30% |
| <input type="checkbox"/> | (8) | Provides a timing service | % |
| <input checked="" type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | 0% |

(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 checked="" type="checkbox"/> | (5) | Commissions |
| <input checked="" type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input checked="" 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 | | | |

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Applicant:

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801- 63003

Date:

9/2/08

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 checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input checked="" type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input checked="" type="checkbox"/> J. Futures contracts on: |
| (other than commercial paper) | <input checked="" type="checkbox"/> (1) tangibles |
| | <input checked="" type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> D. Commercial paper | |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input checked="" type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input checked="" type="checkbox"/> (1) real estate |
| | <input checked="" type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> G. Investment company securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input checked="" type="checkbox"/> L. Other (explain on Schedule F) |
| <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 checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

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

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input checked="" 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 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 | |

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Applicant:

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Date:

9/2/08

5. Education and Business Standards.

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

Yes No
☒ ☐

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input checked="" type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input 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.)

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Applicant:

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801- **63003**

Date:

3/3/08**9. Participation or Interest in Client Transactions.**

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

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

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

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

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes



No



(If yes, describe on Schedule F.)

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

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

See Schedule F

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

See Schedule F

Applicant:

Asset Preservation Strategies, Inc.

SEC File Number:

801-63003

Date:

1/14/10

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

13. Additional Compensation.

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

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients?

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

Has applicant provided a Schedule G balance sheet?

Yes No

☐ ☒

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: Asset Preservation Strategies, Inc.	SEC File Number: 801-63003	Date: 8/17/10
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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: Asset Preservation Strategies, Inc.	IRS Empl. Ident. No.: 33-08980823
Item of Form (identify)	Answer
Part II, Page 2, #1D	<p>Asset Preservation Strategies, Inc. (hereinafter APS) is an investment advisor registered with the SEC. Its investment advisor representatives (hereinafter associated persons) are also licensed as registered representatives with Securities America, Inc. (SAI), a registered broker/dealer member FINRA/SIPC. When providing advisory services, APS may use various programs sponsored by Securities America Advisors, Inc. (SAA), an investment advisor registered with the SEC and an affiliated company of SAI.</p> <p>Fees for advisory services will be disclosed to clients prior to any services being provided. At no time will APS require payment of more than \$500 in fees more than six months in advance. In addition, advisory fees charged will never be based on the capital gains or the capital appreciation of any client's account.</p> <p style="text-align: center;">FINANCIAL PLANNING</p> <p><u>Financial Plans</u></p> <p>APS offers financial planning services in the form of written financial plans that can be either comprehensive or segmented (modular). These plans can include, but are not limited to, the topics of personal planning (family records, budgets, personal liability, etc.), cash flow and management, retirement planning, business planning, estate planning, education planning, tax planning, risk management, insurance analysis, investment analysis, benefit plans, disability and long term care and stock option analysis.</p> <p>When providing financial planning services, APS and its associated persons may consult with attorneys, accountants or other outside professional consultants. Fees for these outside professional consultants' services may be incorporated into the fees charged by APS for its advisory services. In no event will the services of an outside professional consultant be engaged without the express approval of the client.</p> <p>Fees for financial planning services can be charged on either a fixed or hourly basis, as determined by the associated persons. There is a minimum charge of \$3,500 but total fees will generally not exceed \$250,000. Fees are negotiable based upon the complexity of the client's circumstances and financial situation and the actual services requested. If clients are billed on an hourly basis, they will be billed at \$250 per hour multiplied by the number of hours the associated person estimates it will take to complete the requested services. This resulting fixed fee quote will not be adjusted whether the actual time spent by the associated person is more or less than the original estimate. One-half of the quoted fee will be due at the time the client agreement is signed with the remainder due upon presentation of the written plan to the client. If clients do not pay the remaining fee within 30 days of receiving the APS billing statement, the balance due will incur a service fee of 1.5% per month (18% per annum) until paid. In this event, APS will send client monthly statements detailing the fees due and interest accrued.</p> <p>The client has the option to have fees billed directly or charged to a credit card. If paid by credit card, the client will be required to provide written authorization to do so. At no time will APS or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</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: Asset Preservation Strategies, Inc.	SEC File Number: 801-63003	Date: 8/17/10
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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: Asset Preservation Strategies, Inc.	IRS Empl. Ident. No.: 33-08980823
Item of Form (identify)	Answer
Part II, Page 2, #1D (continued)	<p><u>Ongoing Financial Planning Services</u></p> <p>Clients contracting for a financial plan who also elect to implement transactions through APS or its associated persons can elect to receive ongoing services for a one-year period free of charge. APS recommends that all clients have their financial plan reviewed and updated at least annually. Clients electing the ongoing services can contact the associated persons as needed about their financial situation. Plan reviews and updates may be conducted as frequently as quarterly.</p> <p>At the end of the one year period, clients can request a second year of ongoing financial planning services. The charge for this second year of ongoing service is usually one-half of the fee charged for preparation of the original financial plan. However, APS may revise this amount due to a significant change in the client's circumstances, due to actual time spent providing services during the previous year or due to increased time anticipated to be needed in the coming year. A new client agreement will be required if client elects to receive a second year of ongoing financial planning services. Fees are payable quarterly in advance and are due within 30 days of the client receiving the APS billing statement. After 30 days, the balance due will incur a service fee of 1.5% per month (18% per annum) until paid. In this event, APS will send client monthly statements detailing the fees due and interest accrued.</p> <p>The client has the option to have fees billed directly or charged to a credit card. If paid by credit card, the client will be required to provide written authorization to do so. At no time will APS or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</p> <p><u>Consultations</u></p> <p>Clients may also contract with APS for consultations on any topic(s) of interest to them. Fees for consultations can be charged on a fixed or hourly basis and the associated persons and client together will determine the type of charge and the number of consultations needed for the requested services.</p> <p>For fixed fee services, there is a minimum charge of \$3,500; the maximum fixed fee will generally not exceed \$250,000. Fixed fees are negotiable based upon the complexity of the client's circumstances and financial situation and the actual services requested. One-half of the quoted fixed fee will be due at the time the client agreement is signed with the remainder due upon completion of the consultation services. However, at the discretion of the associated person, the balance due may be paid after the consultation services are completed (e.g., when assets are received from the sale of a business while consultation services ended when the business was listed for sale).</p> <p>Hourly fees are charged at a rate of \$250 per hour and client will be charged for the actual time expended. There is no minimum charge for hourly consultation services and fees are due upon completion of the services.</p> <p>Clients will incur a service fee of 1.5% per month (18% per annum) if the remaining fee is not paid within 30 days of receiving the APS billing statement. In this event, APS will send client monthly statements detailing the fees due and interest accrued.</p> <p>The client has the option to have fees billed directly or charged to a credit card. If paid by credit</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: Asset Preservation Strategies, Inc.	SEC File Number: 801-63003	Date: 8/17/10
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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: Asset Preservation Strategies, Inc.	IRS Empl. Ident. No.: 33-08980823
Item of Form (identify)	Answer
Part II, Page 2, #1D (continued)	<p>card, the client will be required to provide written authorization to do so. At no time will APS or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</p> <p><u>Benefit Plan Consultations</u></p> <p>APS and its associated persons offer consultation services to corporate benefit plan sponsors and to individual participants in benefit plans. For corporate clients, benefit plan services can include, but are not limited to, review, analysis and analysis of recommendations concerning plan options, quarterly meetings on plan investments and objectives, developing an investment policy statement, providing informational workshops (i.e., current plan parameters and participant use) and holding enrollment meetings for corporate employees. The associated persons can also meet with individual participants to review their current benefit plan portfolio and provide analyses and recommendations on those holdings.</p> <p>For corporate clients, the maximum fixed fee charged for services will generally not exceed \$250,000 and is negotiable based on the circumstances of the corporate client and the actual services requested. One-half of the quoted fixed fee will be due at the time the client agreement is signed with the remainder due 30 days later. Any services contracted for that will be provided beyond those 30 days will be provided free of charge. Participant clients are billed at an hourly rate of \$250 with payment due at the end of the consultation(s). Clients will incur a service fee of 1.5% per month (18% per annum) if the remaining fee is not paid within 30 days of receiving the APS billing statement. In this event, APS will send client monthly statements detailing the fees due and interest accrued.</p> <p>The client has the option to have fees billed directly or charged to a credit card. If paid by credit card, the client will be required to provide written authorization to do so.</p> <p>Benefit plan consultation services are not management services, and APS and its associated persons will not serve as plan administrators or trustees for any corporate benefit plan. In addition, at no time will APS or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</p> <p><u>Estate Administration Services</u></p> <p>APS also offers estate administration services that can include, but are not limited to, analysis and recommendation on assets (including recommendations on splitting into trusts), re-titling of assets into trusts or to beneficiaries, computing date of death or alternate asset valuations, gathering of tax records and other documents for delivery to accountants, attorneys or other professional consultants, meetings with family members as needed and requested and meetings with professional consultants as needed and requested.</p> <p>Clients will be billed at an hourly rate of \$250 per hour. The fee charged will be negotiable based upon the complexity of the client's circumstances and financial services and actual services requested. One-half of the quoted fee will be due at the time the client agreement is signed with the remainder due upon completion of the services. Clients will incur a service fee of 1.5% per month (18% per annum) if the remaining fee is not paid within 30 days of receiving the APS billing statement. In this event, APS will send client monthly statements detailing the fees due and interest accrued.</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

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Date:

8/17/10

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

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Item of Form (identify)	Answer
Part II, Page 2, #1D (continued)	<p>The client has the option to have fees billed directly or charged to a credit card. If paid by credit card, the client will be required to provide written authorization to do so.</p> <p>When providing estate administration services, neither APS nor its associated persons will act as trustee or fiduciary of the estate accounts. In addition, at no time will APS or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</p> <p><u>Termination</u></p> <p>Consultations, benefit plan consultations and estate administration services terminate upon completion of the requested services. Financial planning services terminate upon presentation of the written plan unless the client contracts for the ongoing financial planning services. However, either party can terminate any services at any time by providing oral or written notice to all appropriate parties. If oral notice is provided, a written acknowledgment is required to be sent. Termination is effective immediately upon receipt of such notice. If services are terminated within five business days of executing the client agreement, services will be terminated without penalty. After the initial five business days, the client will be responsible for the payment of fees charged for the time and effort expended by the associated persons prior to receipt of notice of termination. A prorated refund or a prorated charge will be determined based on the time and effort expended by the associated persons prior to receipt of notice of termination. The client will receive a statement summarizing any prorated refund or prorated charge due.</p> <p><u>Seminars</u></p> <p>APS offers free educational and informational seminars to the public on various topics (i.e., financial planning, retirement planning, estate planning, business planning, real estate, alternative investment options, etc.) In addition, it offers free educational and informational seminars to industry professionals.</p> <p><u>Newsletters</u></p> <p>APS offers general, educational and informational newsletters to clients and prospective clients through the mail and through the APS web site. These newsletters are offered on a bi-monthly basis.</p> <p style="text-align: center;">FINANCIAL ADVISORS PROGRAM</p> <p>APS provides investment management services, including giving continuous advice to a client based on the individual needs of the client, through Securities America Advisors, Inc.'s (SAA) Financial Advisors Program (FAP). SAA is an SEC registered investment advisor. SAA's FAP are wrap-fee programs providing investment advisory services and execution of client transactions for which the specified fee (or fees) is not based directly upon transactions in a client's account. Under FAP, APS will assist the client in establishing an FAP Account (the Account) with SAA. All brokerage transactions in the Account will be processed by SAI and then cleared through National Financial Services LLC (NFS) pursuant to a clearing arrangement established by Securities America, Inc. (SAI) with NFS. SAA has also entered into agreements with various insurance companies that allow for the management and valuation of client variable annuity accounts within SAA's FAP. The custody of all funds and securities will be maintained by NFS, insurance</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**

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Asset Preservation Strategies, Inc.

SEC File Number:

801-63003

Date:

8/17/10

(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: Asset Preservation Strategies, Inc.	IRS Empl. Ident. No.: 33-08980823
Item of Form (identify)	Answer
Part II, Page 2, #1D (continued)	<p>companies or other custodians. At no time will SAA, SAI, the APS or its investment advisor representative (IAR) act as custodian of the Account or have direct access to the client's funds and/or securities.</p> <p>The annual management fee charged for this service will be negotiated with each client, with 3% being the maximum management fee that may be charged to clients, unless the Account only has mutual funds and then the maximum will be 2.25%. SAA retains up to 20 basis points (0.20%) of the annual management fee for FAP accounts.</p> <p>A complete description of FAP and related fees and charges are described in SAA's Financial Advisors Program Schedule H Disclosure Brochure, which will be given to all clients prior to or at the time an FAP Account is established.</p> <p style="text-align: center;">MANAGED OPPORTUNITIES PROGRAM</p> <p>APS has established a relationship with Securities America Advisors, Inc. (SAA), a registered investment advisor, to participate in the Managed Opportunities Program (Managed Opportunities). Managed Opportunities is a wrap-fee program developed by SAA that provides clients with the opportunity to establish mutual fund portfolios, separate account portfolios and unified managed account portfolios developed by third party money managers that are registered as investment advisors (collectively referred to as sub-advisors). APS's representatives act as referral parties when referring clients into the mutual fund portfolios, separate account portfolios and unified managed account portfolios options in Managed Opportunities. One sub-advisor is Brecek & Young Advisors, Inc., an affiliated subsidiary of SAA. All other sub-advisors in this program are not affiliates of SAA or APS. In addition, SAA's Managed Opportunities is provided with administrative, web site, transaction order entry services and other services by Oberon Financial Technology, Inc (Oberon), a registered investment advisor and other sub-advisors. In addition, Managed Opportunities offers advisor directed portfolios through which APS will work with and advise clients in the selection of investments constituting a portion of Managed Opportunities.</p> <p>Client portfolios may be managed by SAA or other sub-advisors that SAA has established relationships with. The client will grant SAA and the sub-advisors limited discretionary authority with respect to the purchase and sale of securities in mutual fund portfolios, separate account portfolios and unified managed account portfolios and will grant APS discretionary authority with respect to the initial Managed Opportunities master account and advisor directed portfolios.</p> <p>APS will solicit the services of SAA through Managed Opportunities. APS will not refer a client to SAA unless SAA and the sub-advisors are registered or are exempt from registration as investment advisors in the client's state of residence. Clients will grant SAA the discretionary authority to select one or more sub-advisors to provide administrative, web site, performance reporting, transaction order entry and other services to SAA and clients. SAA currently has a relationship with Oberon, a registered investment advisor, to provide these services. Clients establishing Managed Opportunities accounts will receive Oberon's Disclosure Brochure in addition to SAA and APS's Disclosure Brochures.</p> <p>APS will be available to meet with clients on a continuous basis. Clients should be aware that APS will be paid solicitor/referral fees by SAA for recommending mutual fund portfolios, separate account portfolios and unified managed account portfolios to clients. SAA will also share fees with the sub-advisors. The amount of compensation APS receives for recommending one Managed</p>

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:
Asset Preservation Strategies, Inc.

SEC File Number:
801-63003

Date:
8/17/10

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

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Item of Form (identify)	Answer
Part II, Page 2, #1D (continued)	<p>Opportunities portfolio over another portfolio may vary. Therefore, a potential conflict of interest may exist because these circumstances may result in APS having a financial incentive to recommend one portfolio over another. However, portfolios will be selected and recommended to clients based on each individual client's needs, goals and objectives.</p> <p>A complete description of Managed Opportunities and related fees and charges are described in SAA's Managed Opportunities Schedule H Disclosure Brochure which will be given to all clients prior to or at the time a Managed Opportunities Account is established.</p> <p style="text-align: center;">GENWORTH PROGRAM</p> <p>The Genworth Program (Genworth) is sponsored by Genworth Financial Wealth Management, Inc., a registered investment advisor. Genworth has two components. The first is an Asset Allocation System Program that APS may use to manage client assets made up of model portfolios provided by a number of institutional investment strategists, which are based on the information, research, asset allocation methodology and investment strategies of these investment strategists. The second component is the private managed account program where APS introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities.</p> <p>Genworth client fees are payable quarterly, in advance, based on the average assets under management during the previous quarter. Included, as part of the client fee paid to APS is an amount to be re-allowed to Genworth Financial Wealth Management, Inc., Securities America Advisors, Inc. (SAA), investment strategists and others as the Genworth Program fee.</p> <p>The maximum total advisory fee charged to clients will not exceed 2.45% annually.</p> <p>APS does not act as custodians for any Genworth accounts. The custody of all funds and securities are maintained by NFS, Pershing or other custodians. Custodian fees may be charged separately from the Genworth client fees, internal mutual fund and variable annuity expenses are separate from fees charged by Genworth.</p> <p>A complete description of Genworth's Programs and related fees and charges are described in Genworth Financial Wealth Management, Inc.'s Schedule H Disclosure Brochure, which will be given to all clients prior to or at the time an account is established.</p> <p>When the APS uses the private managed account program, APS introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities.</p> <p style="text-align: center;">INDEPENDENT MANAGED ASSETS PROGRAM</p> <p>The Independent Managed Assets Program (IMAP) is a program through which SAA selects, through its own due diligence, a group of money managers that are registered as investment advisors and sponsor turn-key wrap programs offering a wide range of advisory services including asset allocation, market timing and portfolio management. One or more of these money managers may be affiliated entities of SAA. APS may allow IARs to enter into solicitation agreements with third party investment advisors for which SAA Representatives may act as a solicitor. APS and its IARs solicit the services of the recommended money managers and sponsor turn-key wrap</p>

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	<p>programs or offer third party money manager services on a consulting basis. A third party investment advisor manages client accounts in accordance with the disclosures set forth in the third party investment advisor's disclosure documents. The third party investment advisor typically assumes discretionary authority over the account. APS and its IARs do not manage or obtain discretionary authority over the assets in accounts participating in these programs. APS assists the client with the selection of a recommended money manager or turn-key wrap program based upon the individual needs of the client. IMAP clients execute an agreement directly with the outside money managers or program sponsors providing the recommended programs/services.</p> <p>Various investment strategies are used in the management of client accounts. APS is responsible for determining the management style based on each clients individual financial situation, goals and objectives. APS typically: gathers information from the client about the client's financial situation, investment objectives, risk tolerance and investment time horizon and any reasonable restrictions the client wants imposed on the management of the account; periodically reviews reports provided to the client and consults with the client; contacts the client at least annually to review with the client the client's financial situation; and objectives; communicates information to the third party investment advisor as warranted; and assists the client in understanding and evaluating the services provided by the third party investment advisor. Clients must notify APS of any changes in their financial situation, investment objective or account restrictions. Clients may also directly contact the third party advisor managing the account.</p> <p>Client reports depend upon the money manager selected. APS are available to meet with the client on a regular basis. APS does not act as a custodian for any client account. Custody of all funds and securities are maintained by an outside custodian.</p> <p style="text-align: center;">GENERAL FEE DISCLOSURE INFORMATION</p> <p>The fees charged may be higher or lower than the cost of similar services offered through other registered investment advisors. At no time will fees of more than \$500 be charged more than six months in advance. Fees for investment supervisory services may be more than the cost of purchasing the same services separately. Clients may be able to obtain similar services for a lesser fee from other advisors. The fees charged vary among investment supervisory services. The amount of compensation APS may receive in a particular program may be more than would be received if the client participated in other SAA programs or paid separately for investment advice, brokerage and other services. These circumstances may result in the APS having a financial incentive to recommend one Investment Supervisory Service program. The factors to be considered by clients in determining the reasonableness of the fees charged include, but may not be limited to, the following:</p> <ol style="list-style-type: none">1. The fee charged for development of an asset allocation study and/or development of an investment strategy.2. Transaction and custody costs or other miscellaneous fees and taxes and/or charges, as well as commissions or mark ups and mark downs, on the purchase and/or sale of securities.3. The cost of producing a quarterly performance report covering the managed assets.4. The value of the consulting service provided by the APS in designing and monitoring the client's managed assets.5. The cost of investment advice provided by SAA, the APS.6. The cost of the additional administrative, marketing, asset management, and other support services that may be provided by SAA and (when applicable) any sub-advisors used in the

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Part II, Page 3, #3L	management of a program account.	
Part II, Page 3, #4A(5), #4B(8) & #4C(7)	When the APS uses the private managed account program, APS introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities.	
Part II, Page 4, #5	Model mutual fund and variable annuity asset allocation portfolio programs, provided by a number of institutional investment managers and strategists, may be used when managing client assets.	
Part II, Page 4, #6	<p>APS requires that associated persons have a minimum of three years prior financial industry working experience. In addition, associated persons must have a minimum of one year financial planning work experience and must possess a professional degree or be enrolled as a candidate for a professional degree. However, APS will consider every situation on a case-by-case basis and may consider other factors in lieu of the requirements previously noted.</p> <p><u>John L. Jenkins, AEP, EA, CFP®</u> Born 1950</p> <p>San Diego State University, Master of Arts, 1982 San Diego State University, Bachelor of Science, 1977 Accredited Estate Planner, 2005 Enrolled Agent, 1991 Certified Financial Planner™, 1985</p> <p>Securities America, Inc.: Registered Representative, 9/08-present WSC Insurance Services, Inc.: President & Agent, 11/03-present WSC Design Group, Inc.: Treasurer, 6/02-present Asset Preservation Strategies, Inc.: Sole Proprietor, 5/88-1/00; Shareholder/President, 1/00-present; Investment Advisor Representative, 1/95 – present Internal Revenue Service: Enrolled Agent, 3/92-present Rady Children's Hospital, Estates & Trusts Committee Member, 2002 - present QA³ Financial Corp.: Registered Representative, 5/03-9/08 SunAmerica Securities, Inc.: Registered Representative, 5/92-5/03</p> <p><u>Gregory R. Banner, CFP®, CLU</u> Born 1964</p> <p>Oregon State University, Bachelor of Science, 1987 Chartered Life Underwriter, 2006 Certified Financial Planner™, 1998 California Registered Tax Preparer, 1993</p> <p>Securities America, Inc.: Registered Representative, 9/08-present Asset Preservation Strategies, Inc.: Vice President, 11/01-present; Investment Advisor Representative, 1/95-present WSC Insurance Services, Inc.: Agent, 6/02-present Sole Proprietor: Freelance Photographer: 1987-present QA³ Financial Corp.: Registered Representative, 5/03-9/08 SunAmerica Securities, Inc.: Registered Representative, 1/94-5/03</p>	

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	<p><u>Janet L. Butler</u> Born 1960</p> <p>Asset Preservation Strategies, Inc.: Receptionist, 1996-2001; Corporate Secretary, 2001-present; Chief Compliance Officer, 2004-present</p> <p>John Jenkins, the President of APS, is an Enrolled Agent with the Internal Revenue Service (IRS). Greg Banner, the Vice President of APS, is a California Registered Tax Preparer. Clients needing assistance with tax advice, tax preparation or accounting services may be referred to any of these individuals but are not obligated to use these tax and/or accounting services. If they do use the services, any fees charged will be separate from the advisory fees charged by APS.</p>	
Part II, Page 4, #8C(7)	John Jenkins, the President of APS, is also the President of WSC Insurance Services, Inc., a licensed insurance entity in the State of California. Other APS associated persons may also be independently licensed insurance agents and earn commissions when they sell insurance products in this separate capacity. Clients needing assistance with insurance services may be referred to these individuals, however, clients are not obligated to use these services.	
Part II, Page 4, #8C(9)	The associated persons of APS are also registered representatives of SAI, a full service broker/dealer, member FINRA/SIPC. As registered representatives they sell securities to any client for commissions. This could present a potential conflict of interest since they could receive fees and commissions if the client chooses the associated persons to implement recommendations in their separate capacity as registered representatives. Clients are free to select any broker/dealer they wish to implement recommendations.	
Part II, Page 5, #9	<p>In their separate capacities as registered representatives, APS associated persons sell securities to any client for commissions. This could present a potential conflict of interest if the client elects to implement the associated persons' recommendations and also selects them to execute those transactions. In this case, the associated persons could receive both fees as advisor representatives and commissions as registered representatives. As registered representatives, they could also receive compensation from mutual fund sales loads, 12(b)-1 distribution fees, variable annuity sales commissions or trail commissions. The 12(b)-1 distribution fees, sales charges and other fee arrangements will be disclosed upon the client's request and are typically described in the applicable fund and/or annuity prospectus. Any fees or other compensation received by the associated persons in their separate capacities as registered representatives will be received to the extent permitted by applicable law.</p> <p>Because of these compensation arrangements, a conflict of interest could exist in connection with the associated persons recommending particular investments for a client's account. Clients have sole discretion whether to implement any or all of the associated persons' recommendations. In addition, clients are free to select any broker/dealer they wish to implement recommendations.</p> <p><u>Trade Errors</u></p> <p>If a client chooses to implement transactions through APS associated persons, steps are taken to supervise trades and to prevent trade errors. The associated persons will implement trades in their separate capacities as registered representatives of SAI. SAI has execution and clearing arrangements with Fidelity Capital Markets (FCM), a division of National Financial Services, LLC (NFS).</p>	

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**Schedule F of
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	<p>FCM will be contacted immediately about any trade error except those in mutual fund trades. SAI's Trade Department will be contacted to report and correct any error in a mutual fund trade. Trading errors are usually corrected after the trade settles and may take five to seven business days to finalize.</p> <p>If SAI, FCM, APS or other associated persons are responsible for making a trade error in the clients account the error will be corrected and the clients account will be restored to where it would have been had the trade error not occurred. Any profit from the trade correction will be retained by SAI or FCM. Neither the client nor the associated person will retain the profit from a trade correction.</p> <p><u>Agency Cross Transactions</u></p> <p>APS associated persons are prohibited from engaging in agency cross transactions, meaning they cannot act as brokers for both the sale and purchase of a single security between two different clients and cannot receive compensation in the form of an agency cross commission or principal mark-up for the trades.</p> <p>APS and its associated persons may buy or sell securities for their own accounts that are recommended to clients. They may also recommend the purchase or sale of different securities for different clients at different times. This could result in contrary advice being given or action taken on behalf of clients and in the personal accounts of APS and its associated persons.</p> <p><u>Insider Trading Policy</u></p> <p>APS is and shall continue to be in compliance with <i>The Insider Trading and Securities Fraud Enforcement Act of 1988</i>. To prevent conflicts of interest, APS has developed policies and procedures that include personal investment and trading policies for its associated persons, employees and their immediate family members:</p> <ul style="list-style-type: none">• Associated persons will not prefer their own interests to that of the client• Associated persons will not purchase or sell any security for their personal accounts prior to implementing transactions for client accounts• Associated persons will not buy or sell securities for their personal accounts when those decision are based on information obtained as a result of their employment, unless that information is also available to the investment public upon reasonable inquiry• Associated persons are prohibited from purchasing or selling securities of companies in which any client is deemed an "insider"• Associated persons are discouraged from frequent personal trading• Associated persons are generally prohibited from serving as board members of publicly-traded companies unless an exception has been granted by APS principal officer and/or Chief Compliance Officer <p>To the extent an associated person or APS maintains an outside account, the associated person must make arrangements to send quarterly statements to the RIA, complete an annual certification concerning their personal securities activities and provide additional information about personal trading activities as may be required under the Insider Trading Policy and Code of Ethics. Any associated persons not observing APS policies may be subject to sanctions up to and including termination.</p>

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**Schedule F of
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	<p><u>Code of Ethics Summary</u></p> <p>According to the <i>Investment Advisers Act of 1940</i>, an investment advisor is considered a fiduciary and has a fiduciary duty to clients. APS has established a Code of Ethics to comply with the requirements of Section 204(A)-1 of the <i>Investment Advisers Act of 1940</i> that reflects fiduciary obligations and those of its supervised persons and requires compliance with federal securities laws. APS's Code of Ethics cover all individuals that are classified as "supervised persons". All employees, officers, directors and investment advisor representatives are classified as supervised persons. APS requires its supervised persons to consistently act in their clients best interests in all advisory activities. APS imposes certain requirements on its affiliates and supervised persons to ensure that they meet the firms fiduciary responsibilities to their clients. The standard of conduct required is higher than ordinarily required and encountered in commercial business.</p> <p>This section is only intended to provide current and potential clients with a description of APS Code of Ethics. If current or potential clients wish to review the Code of Ethics in its entirety, clients requesting a copy in writing will be provided a copy promptly.</p> <p>There is a minimum fee of \$3,500 for financial planning services, consultation services provided on a fixed fee basis, benefit plan consultation services provided to corporate clients and estate administration services.</p> <p>SAA's recommended minimum investment amount for establishing and maintaining an FAP Account is \$25,000. Exceptions may be granted to this minimum upon request.</p> <p>As a general rule, SAA requires a minimum of \$50,000 to establish and maintain Managed Opportunities mutual fund portfolios, \$100,000 for separate account portfolios, \$250,000 for unified managed account portfolios and \$50,000 for advisor directed portfolios. All minimums are negotiable at the discretion of APS and SAA.</p> <p>The minimum investment required for Genworth asset allocation system program accounts is generally \$50,000 and \$250,000 for private managed accounts program. Exceptions may be granted to the minimums at the discretion of Genworth and APS.</p> <p>When meeting account minimum requirements, APS will consider aggregating the value of separate accounts owned by a family, trust or other related group.</p> <p>Consultations, benefit plan consultations and estate administration services terminate upon completion of the requested services and no reviews are performed. Financial planning services terminate upon presentation of the written plan to the client. If clients contract for ongoing financial planning services, reviews and updates (if applicable) may be conducted as frequently as quarterly unless a client requests a more frequent review. APS recommends that all clients have their financial situation reviewed at least annually and an update may be required as a result of that review. Managed accounts are reviewed at least quarterly.</p> <p>SAA reviews the performance information in Managed Opportunities accounts to determine its accuracy. Performance information provided by SAA is believed to be accurate but cannot be guaranteed. Fund and other securities values and other information are obtained from third parties. Managed Opportunities accounts are reviewed as needed by SAA supervisors, SAI principals and APS's representatives. Triggering factors for reviews may include material market, economic or</p>	
Part II, Page 5, #10		
Part II, Page 5, #11A		

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Form ADV****Continuation Sheet for Form ADV Part II**

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Item of Form
(identify)

Answer

Part II, Page 5, #11B

political events, changes in clients' personal or financial situations or performance of the accounts in general. APS urges clients to compare performance reports you receive from APS with account statements you receive directly from the custodian. Inquiries or concerns regarding your account including performance reports should be directed to APS.

The calendar is the main triggering factor, but accounts may also be reviewed due to changes in tax laws, investment fluctuations, economic or market trends and changes in individual financial goals, objectives or status. Each associated person is responsible for reviewing their own accounts, but they may also have other associated persons assist them in performing the reviews. Account reviews measure portfolio status and progress toward individual clients' objectives and this may include the specific performance of investments. APS bases its evaluations and recommendations on currently available data and as such cannot ensure future results. Adjustments to accounts are made to portfolio holdings as determined by the review process.

Clients will receive statements at least quarterly from the investment company, broker/dealer, clearing firm or money manager at which their account is maintained.

Clients participating in FAP and/or LifeGuide may receive quarterly, monthly or on-demand reports showing the investment performance of their accounts from SAA or APS.

Clients participating in the Genworth Programs will receive monthly account statements, transaction ledgers and quarterly reports showing the investment performance of their account from Genworth.

Clients participating in Managed Opportunities will be able to view daily and quarterly performance reports on a web site prepared on behalf of SAA by Oberon which will describe the performance, holdings and other activity in clients' Managed Opportunities accounts. During any month in which there is activity in Managed Opportunities accounts, clients will receive monthly statements from the account custodian or clearing firm showing the activity in clients' accounts as well as positions held in the accounts at month end. Clients will also receive a confirmation of each purchase and sale transaction that occurs within Managed Opportunities accounts, unless clients provide SAA with written authorization to suppress confirm delivery. If there is no activity in the account, clients will receive statements no less than quarterly from the account custodian or clearing firm.

Part II, Page 6, #12A(1),
12A(2)& 12A(4)

Upon receiving written authorization from the client, APS may manage a client's assets on a limited discretionary basis. When it does, discretionary authority is limited in that APS will not have the authority to withdraw funds and/or securities from client accounts except when written authorization has been provided to have fees automatically deducted from a client's account and paid directly to APS.

APS offers clients model portfolios composed by a group of independent investment strategists in the Genworth asset allocation system program. The independent investment strategists have no direct relationship with APS or the clients, make no analysis of the clients' circumstances or objectives and do not tailor the models portfolios to any specific client's needs. APS assists the client in selecting the model portfolio(s) that best suit the client's objectives. The client then specifically directs the account to be invested in accordance with the chosen model portfolio. When the client selects the model portfolio, the client further directs that the account be automatically adjusted to reflect any adjustment in the model portfolio by the investment strategist. This client authorization would result in the purchase and sale of certain mutual funds or transfers between

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Part II, Page 6, #12B	<p>variable annuity sub-accounts without further authorization by the client at such time as the investment strategist changes the composition of the selected model portfolio. APS has no authority to cause any purchase or sale of securities in any client account, to change the model portfolio or to direct the account to be invested in any manner other than as previously authorized by the client.</p> <p>Clients wishing to implement APS IARs advice are free to select any broker they wish and are so informed. If clients wish to have APS IARs implement the advice in their capacity as registered representatives, their broker/dealer, SAI, will be used. APS does not allow directed brokerage, meaning that clients cannot direct the associated persons to use a specific broker/dealer to implement the transactions. Because of these limitations, clients may pay higher or lower commission rates and transaction costs than if they implemented transactions through another broker/dealer. SAI has a wide range of approved securities products for which SAI performs due diligence in selecting. SAI's registered representatives are required to adhere to these products when implementing securities transactions through SAI. Where possible, when recommending mutual funds for a client's advisory account, APS will recommend no-load mutual funds or load mutual funds available at net asset value. Commissions charged for these products may be higher or lower than commissions clients may be able to obtain if transactions were implemented through another broker/dealer.</p> <p><u>Best Execution</u></p> <p>Although APS does not allow directed brokerage, it must still use reasonable diligence to make certain that best execution is obtained for clients when implementing any transactions. Best execution does not necessarily mean that clients receive the lowest possible commission costs but that the qualitative execution is best. In other words, all conditions surrounding the transaction execution is in the best interests of clients. Associated persons will look at a number of factors besides prices and rates including, but not limited to:</p> <ul style="list-style-type: none"> • Execution capabilities (e.g., market expertise, ease/reliability/timeliness of execution, responsiveness, integration with existing systems of APS, ease of monitoring investments) • Products and services offered (e.g. investment programs, back office services, technology, regulatory compliance assistance, research and analytic services) • Financial strength, stability and responsibility • Reputation and integrity • Ability to maintain confidentiality <p>APS will exercise reasonable due diligence to make certain that best execution is obtained for all clients when implementing any client transaction by considering the back office services, technology and pricing of services offered.</p> <p>APS will perform periodic reviews to determine that the relationship with SAI, FCM and NFS is still in the best interests of its clients.</p> <p><u>Soft Dollar</u></p> <p>Investment advisors may direct portfolio brokerage commissions to a particular broker/dealer in return for services and research used in making investment decisions in client accounts. The commissions used to acquire these services and research are known as "soft dollars." Section 28(e) of the <i>Securities Exchange Act of 1934</i> provides a "safe harbor" that allows an investment advisor</p>

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Part II, Page 6, #13A	<p>to pay more than the lowest available commission for brokerage and research services if it determines in good faith that the commission paid was reasonable in relation to the brokerage and research services provided.</p> <p>Although APS doesn't allow directed brokerage, it may still receive products and services from SAI, Securities America Advisors, Inc. (an affiliated investment advisor of SAI), or other program sponsors and product issuers. These products and services may be used for both research and non-research purposes and allows APS to supplement, at no cost, its own research and analysis activities. These products and services can include, but are not limited to:</p> <ul style="list-style-type: none">• Reports, publications and data on matters such as the economy, industries, sectors and individual companies or issuers, statistical information, account and law interpretations, political analyses, legal developments affecting portfolio securities, technical market actions, credit analyses, risk management and analyses of corporate responsibility issues• On-line news services and financial and market database services• Information management systems integrating quotation and trading, performance management, accounting, recordkeeping and document retrieval and other administrative matters• Meetings, seminars, workshops and conferences with representatives of issuers, program sponsors and/or other analysts and specialists <p>Research obtained with soft dollars is not necessarily utilized for the specific account that generated the soft dollars. APS does not attempt to allocate the relative costs or benefits of research among clients because it believes that, in the aggregate, the research it receives benefits all clients and assists APS in fulfilling its overall duty to clients.</p> <p>These arrangements may be deemed to create a conflict of interest to the extent that APS would have to pay for some or all of the research and/or services with "hard dollars" if it were unable to obtain the research and services in exchange for commissions in connection with client transactions. Client trades will always be implemented based on the goals and objectives of the client and not on any research, products or other incentives available.</p> <p>APS has established relationships with other investment advisors through which APS will act as a solicitor referring clients to the other investment advisors management programs. When acting in this solicitor/referral capacity, APS will receive a portion of the fee paid to the other investment advisors by the client.</p> <p>Some of the advice offered by the associated persons of APS involves investments in mutual fund products. Load and no-load mutual funds may pay annual distribution charges sometimes referred to as 12(b)-1 fees. The associated persons may receive a portion of these 12(b)-1 fees from some investment companies in their separate capacities as registered representatives. Clients should be aware that these 12(b)-1 fees come from fund assets, and thus, indirectly from client's assets. The receipt of these fees could represent an incentive for registered representatives to recommend funds with 12(b)-1 fees or higher 12(b)-1 fees over funds with no fees or lower fees, therefore creating a potential conflict of interest.</p> <p>Although APS doesn't allow directed brokerage, it may still receive products and services from SAI, SAA or other program sponsors and product issuers. These products and services may be used for both research and non-research purposes and allows APS to supplement, at no cost, its own</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:
Asset Preservation Strategies, Inc.SEC File Number:
801-63003Date:
8/17/10

(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: Asset Preservation Strategies, Inc.	IRS Empl. Ident. No.: 33-08980823
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Part II, Page 6, #13A (continued)	<p>research and analysis activities.</p> <p>APS has established relationships with other investment advisors through which APS will act as a solicitor referring clients to the other investment advisors management programs. When acting in this solicitor/referral capacity, APS will receive a portion of the fee paid to the other investment advisors by the client.</p> <p>APS or SAA may invest a portion of client's assets in mutual funds , variable annuities or Exchange Traded Funds (ETFs) and charges an investment management fee on client's assets invested in these securities. Therefore, clients may pay two levels of fees for the management of their assets, one directly to APS or SAA and one indirectly to the managers of the mutual funds or variable annuities held in their portfolios.</p> <p>APS does not have a related person that is an investment advisor; however, APS may have relationships with nonaffiliated investment advisors.</p> <p>APS does not have a related person that is an investment advisor; however, APS may have relationships with nonaffiliated investment advisors.</p> <p>APS may refer clients to SAA, a registered investment advisor firm, through Managed Opportunities. SAA will work with Oberon, a registered investment advisor, and other sub-advisors when managing client assets. APS will not refer clients to SAA unless SAA, Oberon, and other sub-advisors are registered or exempt from registration as investment advisors in each client's state of residence. SAA will pay APS a portion of client fees for referrals. In addition, SAA will share fees with Oberon and other sub-advisors.</p> <p>APS has established relationships with other investment advisors through which APS will act as a solicitor referring clients to the other investment advisors management programs. When acting in this solicitor/referral capacity, APS will receive a portion of the fee paid to the other investment advisors by the client.</p> <p>APS has established relationships with other investment advisors through which APS will act as a solicitor referring clients to the other investment advisors management programs. When acting in this solicitor/referral capacity, APS will receive a portion of the fee paid to the other investment advisors by the client.</p> <p>SAA or the Independent Investment Advisor may invest a portion of client's assets in mutual funds or variable annuities and charges an investment management fee on client's assets invested in these securities. Therefore, clients may pay two levels of advisory fees for the management of their assets, one directly to SAA or the Independent Investment Advisor and one indirectly to the managers of the mutual funds or variable annuities held in their portfolios.</p> <p>APS use the support services of SAA and Genworth Financial Wealth Management, Inc., registered investment advisor, when managing client assets in Genworth Program. When doing so, SAA and Genworth Financial Wealth Management, Inc. will receive a portion of the fees charged to the client.</p> <p>APS may select and monitor third party money managers to manage client assets, including money managers in SAA's IMAP. When soliciting for money managers, APS will receive a portion of the</p>

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Part II, Page 6, #13A (continued)	<p>fees paid to the money manager. SAA may also receive a portion of the fee or a marketing override for fees paid to IMAP approved money managers.</p> <p>Accordingly, clients may pay commissions higher than other qualified broker/dealers might charge to effect the same transaction. Although the investment research products and services obtained by APS will generally be used to service all clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account.</p> <p>From time to time, APS may receive expense reimbursement for travel and/or marketing expenses from distributors of investment and/or insurance products. Travel expense reimbursements are typically a result of attendance at due diligence and/or investment training events hosted by product sponsors. Marketing expense reimbursements are typically the result of informal expense sharing arrangements in which product sponsors may underwrite costs incurred for marketing such as advertising, publishing and seminar expenses. Although receipt of these travel and marketing expense reimbursements are not predicated upon specific sales quotas, the product sponsor reimbursements are typically made by those sponsors for whom sales have been made or it is anticipated sales will be made.</p> <p>APS will use the support services of SAA and Genworth Financial Wealth Management, Inc., registered investment advisors, when managing client assets in the Genworth Program. When doing so, SAA and Genworth financial Wealth Management, Inc. will receive a portion of the fees charged to the client.</p> <p style="text-align: center;">OTHER BUSINESS ACTIVITIES AND MATERIAL AFFILIATIONS</p> <p>The associated persons of APS are engaged in professions other than giving investment advice. As registered representatives, they sell securities products to any client for commissions. They may also be independently licensed insurance agents and sell insurance products to any client for commissions. Most of the associated persons spend the majority of their workweek on advisory matters, with a small amount of time spent on securities and/or insurance activities.</p> <p>John Jenkins also spends a small amount of time on his corporate duties for WSC Insurance Services, Inc. and WSC Design Group, Inc., on tax services as an Enrolled Agent with the IRS and on charitable activities for Rady Children's Hospital.</p> <p>Greg Banner spends a small amount of his workweek as a freelance photographer and providing tax advice in his capacity as a California Registered Tax Preparer.</p> <p>APS may have relationships with non-affiliated investment advisors. APS may use the services of SAA, a registered investment advisor, through FAP when managing assets and, when doing so, SAA will receive a portion of the fees.</p> <p style="text-align: center;">PROXY VOTING</p> <p>APS and its associated persons will not vote proxies on behalf of clients. Clients are instructed to read through the information provided with the proxy documents and make a determination based on the information provided. In some instances, upon request from the client, the associated persons may give recommendations or clarifications based upon their understanding of the issues presented in the proxy materials. They may also conduct additional research on proxy issues if they</p>

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	<p>believe it to be necessary. However, clients will be solely responsible for all proxy voting decisions.</p> <p style="text-align: center;">CONTINGENCY AND CONTINUITY PLAN</p> <p>APS has a business continuity and contingency plan in place designed to respond to significant business disruptions. These disruptions can be both internal and external. Internal disruptions will impact the ability of APS to communicate and do business, such as a fire in the office building. External disruptions will prevent the operation of the securities markets or a number of firms, such as earthquakes, wildfires, hurricanes, terrorist attack or other wide-scale, regional disruptions. The response of APS to an external business disruption relies more heavily on other organizations and systems, especially on the capabilities of its registered representatives' broker/dealer and clearing firm.</p> <p>The APS continuity and contingency plan has been developed to safeguard employees' lives and firm property, to allow a method of making financial and operational assessments, to quickly recover and resume business operations, to protect books and records and to allow clients to continue transacting business.</p> <p>The plan includes:</p> <ul style="list-style-type: none">• Alternate locations to conduct business;• Hard and electronic back-ups of records;• Alternative means of communications with employees, clients, critical business constituents and regulators;• Review of the contingency plans for the registered representatives' broker/dealer and clearing firm and also sponsors of investment programs utilized by APS for client investments; and• Details on the APS employee succession plan <p>The APS business continuity and contingency plan is reviewed and updated on a regular basis to ensure that the policies in place are sufficient and operational.</p> <p style="text-align: center;">PRIVACY POLICY STATEMENT</p> <p>Your relationship with APS is based on trust and confidence. To fulfill its responsibilities to you, APS requires that you provide current and accurate financial and personal information. You deserve to expect that APS. Will protect the information you have provided in a manner that is safe, secure and professional. APS and its employees are committed to protecting your privacy and to safeguarding that information.</p> <p style="text-align: center;">Safeguarding Customer Documents</p> <p>We collect non-public customer data in checklists, forms, in written notations and in documentation provided to us by our customers for evaluation, registration, licensing or related consulting services. We also create internal lists of such data.</p> <p>During regular business hours access to customer records is monitored so that only those with approval may access the files. During hours in which the company is not in operation, the customer</p>

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	<p>records will be locked.</p> <p>No individual who is not so authorized shall obtain or seek to obtain personal and financial customer information. No individual with authorization to access personal and financial customer information shall share that information in any manner without the specific consent of a firm principal. Failure to observe Asset Preservation Strategies, Inc. procedures regarding customer and consumer privacy will result in discipline and may lead to termination.</p> <p style="text-align: center;">Sharing Nonpublic Personal and Financial Information</p> <p>Asset Preservation Strategies, Inc. is committed to the protection and privacy of its customers' and consumers' personal and financial information. Asset Preservation Strategies, Inc. will not share such information with any affiliated or nonaffiliated third party except:</p> <ul style="list-style-type: none">• When necessary to complete a transaction in a customer account, such as with the clearing firm or account custodians;• When required to maintain or service a customer account;• To resolve customer disputes or inquiries;• With persons acting in a fiduciary or representative capacity on behalf of the customer;• With rating agencies, persons assessing compliance with industry standards or to the attorneys, accountants and auditors of the firm;• In connection with a sale or merger of Asset Preservation Strategies, Inc.'s business;• To protect against or prevent actual or potential fraud, identity theft, unauthorized transactions, claims or other liability;• To comply with federal, state or local laws, rules and other applicable legal requirements;• In connection with a written agreement to provide investment management or advisory services when the information is released for the sole purpose of providing the products or services covered by the agreement;• In any circumstances with the customer's instruction or consent; or• Pursuant to any other exceptions enumerated in the <i>California Information Privacy Act</i>. <p style="text-align: center;">Opt-Out Provisions</p> <p>It is not a policy of Asset Preservation Strategies, Inc. to share nonpublic personal and financial information with affiliated or unaffiliated third parties except under the circumstances noted above. Since sharing under the circumstances noted above is necessary to service customer accounts or is mandated by law, there are no allowances made for clients to opt out.</p>

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