

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

Name of Investment Adviser: Focus Financial Network, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
2665 Long Lake Road, Suite 270	Roseville	MN	55113	(651) 631-8166

**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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	February 2010	

(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.)

FORM ADV**Part II - Page 2**

Applicant:

Focus Financial Network, Inc.

SEC File Number:

801-pending

Date:

2/3/2010

Definitions for Part II

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

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

1. **A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. Approx
(See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 60% |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | % |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | 20% |
| <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 | 20% |
| <input type="checkbox"/> | (8) | Provides a timing service | % |
| <input type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | % |

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

B. Does the applicant call any of the services it checked above financial planning or some similar term?

Yes No
☒ ☐

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

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

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

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Applicant:

Focus Financial Network, Inc.

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2/3/2010

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

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity Securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> I. Options contracts on: |
| <input type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input type="checkbox"/> J. Futures contracts on: |
| (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| | <input 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 type="checkbox"/> G. Investment company securities | <input checked="" 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 checked="" type="checkbox"/> Charting | (4) <input checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

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

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input 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 checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input checked="" 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 checked="" type="checkbox"/> Short sales | |

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

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Applicant:

Focus Financial Network, Inc.

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801-pending

Date:

2/3/2010

5. Education and Business Standards.

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

Yes No
☒ ☐

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input 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 type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

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

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

Yes No
☐ ☒

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

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

Applicant:

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SEC File Number:

801- pending

Date:

2/3/2010

9. Participation or Interest in Client Transactions.

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

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

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

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.

Reviews will be conducted or attempted to be conducted with clients at least annually. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Reviews are conducted by the Advisory Representative of record on the client's account. Clients are advised that they should notify their Advisory Representative promptly of any changes to the client's financial goals, objectives or financial situation as such changes may require Advisory Representative to review the client's portfolio and make recommendations for changes. Applicant has approximately 55 to 60 independent representatives who review their clients' accounts. Accounts are not assigned to Representatives. Clients choose their Representative. The number of accounts Representatives may have is infinite.

Asset Management and Monitoring - Adviser will conduct internal reviews of all asset managed or monitored accounts at least quarterly upon receipt of the quarterly statements. Generally, Advisory Representatives will monitor for changes or shifts in the economy, changes in the management of a mutual fund or company in which client assets are invested, and market shifts and corrections.

Financial Planning - Reviews will be conducted upon client's request and upon client's agreement to pay review fees.

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

Clients will be provided with account statements reflecting the transactions occurring in the client's account at least on a quarterly basis. Clients will be provided with confirmations for each securities transaction executed in the client's account.

Investors participating in the AssetMark Investment Services, will receive monthly account statements (quarterly in Variable Annuity accounts) and quarterly reports showing the investment performance of their account.

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Applicant:

Focus Financial Network, Inc.

SEC File Number:

801-pending

Date:

2/3/2010

12. Investment or Brokerage Discretion.

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

- | | | |
|--|---|--|
| (1) securities to be bought or sold? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
| (2) amount of the securities to be bought or sold? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
| (3) broker or dealer to be used? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (4) commission rates paid? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients?

Yes ☒ No ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

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

13. Additional Compensation.

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

- | | | |
|---|---|-----------------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities; 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 <input type="checkbox"/>	No <input checked="" type="checkbox"/>
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Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100
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Item of Form (identify)	Answer
Item 1 D	<p>Focus Financial Network, Inc. referred to herein as “FFN” Associated persons of FFN are referred to herein as “Advisory Representatives.”</p> <p>FFN provides personal financial planning, asset monitoring and periodic management and asset allocation services. The services are more fully described below.</p> <p>Separate and apart from their registrations as Advisory Representatives of FFN, the Advisory Representatives are also Registered Representatives of Royal Alliance Associates, Inc., ("Royal Alliance"), a SEC registered broker/dealer and investment adviser. Royal Alliance is a member of the Financial Industry Regulatory Authority (“FINRA”) and various other regulatory bodies. Royal Alliance does not provide any investment advisory services in conjunction with or as part of the financial planning or investment advisory services provided by FFN.</p> <p>I. Financial Planning Services</p> <p>Focus Financial provides a variety of financial planning services to Clients as described below. The specific types of financial planning advice and services to be provided to any particular Client will be stated in the contract FFN has with the Client and will depend upon the Client's needs and requests. The types of financial planning advice may include but not be limited to: a) Asset Allocation recommendations aimed at addressing Client's financial and tax status and risk/reward goals and objectives; b) Tax Planning Illustrations; c) Estate Planning Illustrations; d) Employee Benefit Planning; e) Insurance advice; this advice will be provided at no charge to the Client where prohibited by state statute; f) Accumulation Planning; g) Retirement Planning Illustrations; h) Asset Allocation, and i) Cash Flow Analysis.</p> <p>Generally, planning services will involve the preparation of an analysis attempting to address Client’s financial circumstances and objectives. The analysis may include present and anticipated assets and liabilities, insurance needs, savings, investments and anticipated retirement or other employee benefits. The analysis may include recommendations and a plan of actions to be taken.</p> <p>Clients may engage FFN for ongoing financial planning and consulting services on an annual basis. Client will have access to FFN at any time during the year upon Client’s request. Services will include a financial analysis, updates to the financial cost analysis as requested by the Client, and consultation services upon the Client's request during the applicable year's period.</p> <p>Financial plans and analysis are based on the Client’s financial situation at the time and are based on financial information disclosed by the client to FFN. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. However, past performance is in no way an indication of future performance. FFN cannot offer any guarantees or promises that a client’s financial goals and objectives will be met. Further, clients must continue to</p>

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100
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Item of Form (identify)	Answer
Item 1 D (continued)	<p>review any plan and update the plan based upon changes in the client's financial situation, goals, or objectives or changes in the economy. Should a client's financial situation or investment goals or objectives change, the client must notify FFN promptly of the changes.</p> <p><u>Fee Schedule</u></p> <p>FFN offers clients several fee payment options. Clients will select a payment option based on discussion with their Advisory Representative. Generally, hourly fees will be used for limited services and limited consulting services. Fixed fees will generally be quoted to a client who requests planning services. Annual consulting fees are utilized with clients who elect to have ongoing services and access to FFN.</p> <p>1. Fixed Fee - \$250 to \$5,000</p> <p>Fees are negotiable and based on the nature and complexity of Client's circumstances. Additionally, fees will vary by client depending on the number of areas of planning services needed, number of meetings, amount of research required, staff resources needed and experience of the advisory representative. Clients are advised similar advisory services may be available from other Investment Advisers for lower fees.</p> <p>2. Hourly Fee - \$50 to \$250 per hour</p> <p>Fees are negotiable and based on the nature and complexity of Client's circumstances. Additionally, hourly fees will be determined based on the anticipated need of staff resources, reports requested by the client, travel required, experience of the advisory representative, meetings required, and special client requests such as after hour meetings. An estimate of the total hours anticipated will be determined at the start of the advisory relationship. Should additional time be needed as a result of a change in direction of the service or the situation becoming more complex than originally believed, client will be presented a status of the project and an amendment to the anticipated time and cost.</p> <p>50% of the quoted or estimated fee will be due upon signing the Advisory Agreement with the balance (based on actual hours for hourly fees) due upon presentation of the plan to the Client. Typically the financial plan will be presented to the Client within 90 days of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the Client. Advisory fees are for the analysis only and services are deemed completed upon presentation of the plan or analysis.</p> <p>3. Annual Consulting and Financial Planning - \$100.00 to \$10,000.00</p> <p>Annual consulting fees are for clients who elect to have ongoing planning and advisory services. FFN will assist clients by providing review and asset allocation recommendations of client's 401k accounts, updated annual plan, updated annual retirement projections, year-end tax advice and ongoing access to advisory representatives. Fees are negotiable and are based on the particular services provided, complexity of the Client's situation and portfolio, number of accounts being monitored, number of meetings, and staff resources. The annual fee will be stated and agreed upon by the Client in</p>

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100
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Item of Form (identify)	Answer
Item 1 D (continued)	<p>advance. Fees for an annual financial planning service agreement will be payable quarterly in advance (i.e. one-quarter of the fee will be due each calendar quarter).</p> <p><u>Termination Provision</u></p> <p>Clients may terminate investment advisory services obtained from Focus Financial, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with Focus Financial. Thereafter, client may terminate investment advisory services upon Focus Financial's receipt of client's written notice to terminate. Should client terminate advisory services prior to completion of the services, client will be issued pro-rata refund of the advisory fee based on the services provided and time invested by Focus Financial.</p> <p>II. Portfolio Monitoring and Performance Appraisal</p> <p>FFN will emphasize personal Client contact and interaction rather than continuous and regular account supervision. FFN will work with Clients to identify their investment goals and objectives as well as risk tolerance in order to create an initial portfolio allocation designed to assist the Client in working toward their educational, home ownership and retirement funding goals and objectives, etc. FFN will provide advisory services on a non-discretionary or discretionary basis as agreed to by client in the Investment Advisory Agreement and accepted by FFN. Certain Advisory Representatives may be limited to managing client accounts on a non-discretionary basis.</p> <p>FFN may utilize individual stock or bonds; exchange-traded funds ("ETFs"); no-load funds; load-waived funds (front-end commissions will not be charged); and, front-load fee offset (advisory fees will be offset against commissions earned) mutual funds purchased prior to engaging FFN's services. Also, Focus Financial may include in a client's portfolio variable life and/or variable annuity sub-accounts. Generally, the variable products are no-load type variable products or products that can be linked with the fee based account.</p> <p>Mutual funds may be selected on the basis of any or all of the following criteria: performance history; the industry sector in which the fund invests; the track record of the fund's manager; the fund's investment objectives, management style and philosophy; and the fund's management fee structure. Each client's individual needs and circumstances will determine initial portfolio weighting. Clients will retain individual ownership of all securities. Clients will have the opportunity to place reasonable restrictions on the types of investments held in the portfolio.</p> <p>FFN's strategy, generally, will be to seek long-term portfolio growth while providing Clients access to the personal advisory services of Client's Advisory Representative on at least an annual basis, or more often, depending upon prior agreement between each Advisory Representative and Client. FFN will not attempt to manage short-term market fluctuations with active trading (market timing, etc.). However, FFN may reallocate the portfolio as necessitated by large-scale macro-economic changes in the securities markets.</p>

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
Item 1 D (continued)	<p>FFN will not maintain custody of client's funds or securities. However, client may authorize FFN to withdraw its quarterly advisory fee from Client's account. Custodial services for the managed Account will be provided through Pershing, LLC ("Pershing"), Charles Schwab & Co., Inc. ("Schwab") or directly by the variable company. Clients may place restrictions or limitations with respect to the securities purchased or sold in the Account. Client's portfolio may consist of stocks, bonds and no-load and/or load mutual funds exchange traded funds (ETFs) and option contracts.</p> <p>If the account is opened with securities previously purchased through Royal Alliance or FFN Advisory Representatives, Royal Alliance and the Advisory Representative may have already received commissions on the purchase. If the account is opened with cash proceeds from the sale of securities purchased through Royal Alliance the Advisory Representative and/or Royal Alliance may already have received commissions on the transaction(s). Clients are advised transactions in the account, account reallocations and rebalancing may trigger a taxable event for the client, with the exception of IRA accounts, 401(k) accounts and other qualified retirement accounts.</p> <p>FFN may utilize an option through Schwab to automatically rebalancing a client's account when the account falls outside of certain parameters determined by FFN. The rebalancing will occur without prior approval from the client.</p> <p><u>403(b) Accounts Through Fidelity</u> Because of the structure of the 403(b) participant account, Adviser is limited to providing advisory services only with respect to the investment options available to Client under the 403(b) participant account. The disclosure materials for each investment option describe the fees, charges, expenses, discounts, penalties or adjustments, if any, that may be imposed in connection with the purchase, holding, exchange, termination or sale of that investment.</p> <p>Advisory Representatives are registered representatives with Royal Alliance Associates, Inc. ("RAA") for purposes of transacting securities business. FFN is not affiliated with RAA for any purpose. RAA is an indirect subsidiary of American International Group, Inc. ("AIG"), a leading international provider of insurance and financial services. Other AIG affiliates may issue or sponsor one or more of the investment options available to Client under the 403(b) participant account ("Affiliated Options"). The disclosure materials generally specify, and Advisory Representatives will notify Client, if an investment option is an Affiliated Option. Like any provider, an AIG affiliate acting as a provider will receive fees, charges or other consideration under an Affiliated Option.</p> <p><u>Fee Schedule</u> Advisory fees will be charged <u>in advance of each calendar quarter</u> based upon the value of the portfolio on the last business day of the just completed calendar quarter. The initial fee and fees for accounts opened for a partial quarter will be determined and calculated as follows:</p> <p>➤ The initial advisory fee will be based on the value of the account upon</p>	

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100												
Item of Form (identify)	Answer													
Item 1 D (continued)	<p>establishment of the account. Advisory fees for Accounts opened on a day other than the first day of the calendar quarter or closed on a day other than the last business day of the calendar quarter will be prorated based on the number of days remaining in the quarter.</p> <ul style="list-style-type: none"> ➤ <i>Accounts Custodied at Pershing</i> – Some securities purchased in accounts custodied at Pershing may have distribution fees associated with the products. Such fees are often referred to as 12b-1 fees. 12b-1 fees will be credited back to the client's account (qualified and non-qualified accounts). Therefore, Advisory Representatives will not earn a 12b-1 fee and an advisory fee. <p>Clients may make additions to the Account or withdrawals from the Account.</p> <ul style="list-style-type: none"> ➤ <i>Accounts Custodied at Pershing</i> – Advisory fees for additional assets deposited into the Account or partial withdrawals from the Account will be prorated and client will be issued a credit or charged the prorated fee on deposits. ➤ <i>Accounts Custodied at Schwab</i> – No advisory fee adjustments will be made for additional assets deposited into the Account (i.e. no pro-rated fees charged) or for partial withdrawals from the Account (i.e. no pro-rated fee credit). ➤ No fee adjustments will be made for Account appreciation or depreciation. <p>The advisory fees payable upon initial implementation of the account and for all subsequent periods will be collected directly from the account provided the client has given FFN written authorization. Clients will be provided with an account statement reflecting the deduction of the advisory fee. If the Account does not contain sufficient funds to pay advisory fees, FFN has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. Client may reimburse the account for advisory fees paid to FFN, except for ERISA and IRA accounts.</p> <p>Fees are negotiable and are not based on a share of capital gains upon or capital appreciation of the funds or any portion of the funds. Advisory fees are in accordance with the following fee schedule. The fee will be determined and customized for each client depending on several factors including but not limited to the complexity of the client, number of meetings, size of the portfolio, number of reviews, type of management requested (active or static), travel, reporting requirements, planning services, type of managed portfolio (mutual funds, bonds, general securities, etc.), and experience of the advisory representative.</p> <table border="1"> <thead> <tr> <th>Account Size</th> <th>Maximum Annual Fee</th> </tr> </thead> <tbody> <tr> <td>\$0 to \$249,999</td> <td>1.00% - 2.00%</td> </tr> <tr> <td>Next \$250,000 to \$499,999</td> <td>0.875% - 1.90%</td> </tr> <tr> <td>Next \$500,000 to \$999,999</td> <td>0.750% - 1.75%</td> </tr> <tr> <td>Next \$1,000,000 to \$1,999,999</td> <td>0.500% - 1.50%</td> </tr> <tr> <td>Next \$2,000,000 +</td> <td>0.250% - 1.25%</td> </tr> </tbody> </table> <p>In addition to the investment advisory fee, the client will be charged transaction charges pursuant to a fixed schedule for trade execution. Should clients custody their assets at</p>		Account Size	Maximum Annual Fee	\$0 to \$249,999	1.00% - 2.00%	Next \$250,000 to \$499,999	0.875% - 1.90%	Next \$500,000 to \$999,999	0.750% - 1.75%	Next \$1,000,000 to \$1,999,999	0.500% - 1.50%	Next \$2,000,000 +	0.250% - 1.25%
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Item 1 D														

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
(continued)	<p>Pershing, the transaction charges are paid to Pershing and are partially retained by Pershing for its clearance and execution services. Furthermore, a portion of the transaction fee will be paid to Royal Alliance for its services as a broker/dealer. These transaction charges represent the only payment to Royal Alliance and Pershing for their services. Transaction charges assessed by Schwab are not shared with Royal Alliance. Further, client may pay fees for custodial services, account maintenance fees, transaction fees, and other fees associated with maintaining the Account. FFN does not share in any portion of such fees. Additionally, client may pay their proportionate share of the fund's management and administrative fees and sales charges as well as the mutual fund adviser's fee of any mutual fund they purchase. Such fees are not shared with FFN and are compensation to the fund-manager. Clients should read the mutual fund prospectus prior to investing.</p> <p>Clients may terminate investment advisory services obtained from FFN, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with FFN. Client will be responsible for any fees and charges incurred by client from third parties as a result of maintaining the Account such as transaction fees for any securities transactions executed and Account maintenance or custodial fees. Thereafter, client may terminate investment advisory services upon FFN's receipt of client's written notice to terminate. Should client terminate investment advisory services during a quarter, client will be issued pro-rata refund of the advisory fee for the quarter up to the date of termination.</p> <p>III. Managed Assets Program</p> <p>FFN offers the Managed Assets Program (the "Program") to suitable clients who seek advice regarding the development of investment strategies and the selection and monitoring of independent money managers ("Managers") and/or mutual funds ("Funds"), together with brokerage and custodial services, for a single annual asset based advisory fee. FFN provides Program through an agreement with Royal Alliance Associates, Inc. ("Royal Alliance"), the sponsor of Program. A copy of Royal Alliance's Wrap Brochure together with FFN's Part II ADV or Disclosure Brochure will be delivered to clients in conjunction with the recommendation of Program to clients. The services available to clients who select Program are described in detail in Royal Alliance's Wrap Brochure.</p> <p>Clients in Program enter into an agreement with FFN. Royal Alliance has a separate master agreement with each Manager in Program. Royal Alliance also has a clearing service agreement with Pershing, LLC ("Pershing"), who service as broker-dealer for securities transactions directed by Managers and custodian for assets invested by clients in Program. Neither FFN nor Royal Alliance exercises investment discretion over assets allocated to Managers; rather, each Manager acts as a discretionary Adviser for the assets assigned to that Manager by clients in Program. FFN may execute non-discretionary reallocation transactions for assets allocated to Funds. Clients direct Royal Alliance, as broker-dealer, to effect transactions for Program assets designated by clients to be invested in Funds.</p>	
Item 1 D (continued)	FFN will utilize the research services provided through Program to assist the clients in	

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer
	<p>selection of one or more Managers from among those Managers who have been approved and signed agreements with Royal Alliance. Clients will receive information concerning each recommended Manager and will have the opportunity to approve the selections. Clients will also receive an Investment Policy Statement identifying all Managers selected to manage client's investment portfolios and the amount of fees payable to each Manager and Royal Alliance.</p> <p>Quarterly performance reports will be provided to clients identifying the securities held in the Account and analyzing the performance of the account for the quarter. In the event that FFN determines that one or more Managers are not performing in accordance with expectations or are no longer appropriate for clients based on each client's circumstances and objectives, FFN will recommend that a Manager be terminated and/or replaced with another Manager. FFN will review the recommendation with the client, and the client will make the final determination whether to terminate or replace the Manager.</p> <p>The Managers selected by clients will typically direct all transactions in client Accounts through Royal Alliance or Pershing. However, Managers may trade with brokers other than Royal Alliance or Pershing in order to achieve best execution, obtain a wider variety of issues and/or to take advantage of favorable mark-ups or markdowns. Transactions through brokers other than Royal Alliance or Pershing may result in additional commission or transaction charges to the clients.</p> <p>Clients will pay a single fee based on the value of assets in the Account typically ranging from 2.40% to 2.75% for equity accounts and 1.70% to 2.00% for fixed income accounts, subject to negotiation. This fee covers fees payable to FFN, Royal Alliance, each Manager's fees and Pershing's brokerage and custodial fees for the Account. FFN's portion of the fee will range to a maximum of 1.55% for equity accounts and 1.15% for fixed income accounts based on the size of the account. FFN has an incentive to recommend the advisory programs disclosed in this Schedule F since FFN will receive an advisory fee. Program fees are subject to negotiation. Fees are paid quarterly, in advance, based on the value of a client's account on the last day of the previous quarter. A specific fee will be offered to each client based on the size of the client's account and the fees charged by the Manager(s) selected by the client. Clients should refer to Royal Alliance's Program Brochure for more detailed information about the fees and the program.</p> <p>Brokerage fees of brokers other than Royal Alliance or Pershing, mark-ups and mark-downs (if any), Securities and Exchange Commission fees and exchange fees, transfer taxes, odd lot differentials, mutual fund short-term redemption fees, margin interest, and electronic funds or wire transfer fees, are not included in Program wrap fee, and will be paid by clients.</p> <p>The Custodian will debit the Account for payment of all fees owed to FFN, Royal Alliance, Pershing, the selected Managers and any other brokers utilized by Managers to conduct trading in the Account. Clients will receive a bill showing the amount of each fee, the value of the assets on which the fee is based, and the specific manner in which the fee is</p>
Item 1 D (continued)	

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
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Item of Form (identify)	Answer	
	<p>calculated. Clients will also receive a quarterly statement indicating all amounts disbursed from the Account, including the amount of the fees paid to each service provider from the Account.</p> <p>In evaluating a wrap fee arrangement, clients should recognize that FFN does not negotiate brokerage commissions for the execution of transactions in clients' accounts. Transactions are effected "net" (that is, without commission), and a portion of the wrap fee is generally considered as being in lieu of commissions. When consistent with best execution, trades are to be executed with the broker dealer participating in the wrap fee Program. Depending upon the level of the wrap fee, the amount of portfolio activity in a client's Account, the value of custodial and other services provided under Program, and other factors, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately.</p> <p>The services provided by Managers are under certain conditions available directly to investors from those Managers. The fees charged by Managers to clients, who contract directly for their services may be more or less, than the combined fees charged by FFN and Royal Alliance for Program. However, clients using the services of Managers would not receive FFN's assistance in developing an investment strategy, selecting Managers, monitoring performance of the Account, and making changes as necessary in Managers.</p> <p>Each client signing a Program Agreement will have a period of five (5) business days from the date of signing the Agreement to unconditionally rescind the Agreement and receive a full refund of all fees paid at signing. The Agreement may thereafter be terminated by FFN or the client upon seven (7) days' prior written notice. Upon termination of the Agreement, clients will receive a prorated refund of any unearned fees for the quarter.</p> <p>Portions of clients' Accounts may be invested in Funds, which may include money market funds as "sweep" vehicles for funds that are not invested at the end of a day's trading. Mutual funds and money market funds charge fees and expenses, which are described in each Fund's prospectus, and will generally include a management fee, other fund expenses, and a possible distribution fee. These fees and expenses are in addition to the fees charged by FFN and Royal Alliance. Accordingly, clients should review both the fees charged by any funds in which clients' assets are invested and the fees charged for Program to fully understand the total amount of fees to be paid by the clients and to thereby evaluate the advisory services provided.</p> <p>IV. Asset Allocation Services for External Pension, Profit Sharing, 401(k) and 403(b) Plan Assets</p> <p>As part of a financial planning analysis and engagement, FFN and its Advisory Representatives will assist clients with determining their investment goals and objectives, risk tolerance and retirement plan time horizons. FFN will then recommend an initial asset allocation. However, because such assets are custodied outside of the control of Royal Alliance and FFN, the Client will be responsible for accepting and implementing the</p>	
Item 1 D (continued)		

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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Item of Form (identify)	Answer												
	<p>Advisory Representative's recommendations. Further, FFN will not provide continuous supervisory or portfolio monitoring services for such accounts or receive ongoing asset-based compensation. However, clients will be able to engage FFN to conduct a review of such accounts on a periodic or annual basis for an hourly or fixed-fee as further disclosed under I (Financial Planning Services) above.</p> <p>V. VISION2020 Advisor Program</p> <p>In addition to the aforementioned investment advisory products and services, FFN also offers its clients the VISION2020 Advisor Program (the "Program").</p> <p>The Program provides comprehensive investment management of client assets through the provision of asset allocation planning software as well as execution, clearing and custodial services. With respect to its asset allocation services, the Program utilizes Ibbotson and Associates to provide clients access to risk tolerance assessment, efficient frontier plotting, fund profiling and performance data, as well as portfolio optimization and re-balancing tools.</p> <p>The Program may be offered by FFN on a discretionary or non-discretionary basis. In a discretionary account, the Independent Advisory Representative may purchase or sell load waived, no-load mutual funds and other equity and debt securities for Accounts, without obtaining specific client approval for each transaction. In a non-discretionary account, the Independent Advisory Representative will only purchase or sell securities, which have been approved by clients in advance.</p> <p>The Program is sponsored by Royal Alliance Associates, Inc. As Program sponsor, Royal Alliance has created a <i>Program Brochure</i>, which will be distributed to clients prior to or concurrent with their engagement in the Program. Clients should read it thoroughly before investing.</p> <p>The Program is offered as a "Wrap Account" which bundles <i>Advisory</i>, <i>Administrative</i>, and <i>Transaction Charges</i> into one asset-based fee. Alternatively, the <i>Transaction Charges</i> can be unbundled from the <i>Advisory</i> and <i>Administrative</i> fees.</p> <p>Total Account Fees will range to a maximum of 2.50% in the Wrap Program. Asset-based fees will also range to a maximum of 2.50% in the Unbundled Program; however, clients will pay separate transaction charges. FFN's portion of the wrap program fee will be based on the following and is negotiable with the client.</p> <table> <tr> <th><u>Total Account Value</u></th><th><u>Maximum Annual Fee</u></th></tr> <tr> <td>\$100,000 to \$249,999</td><td>2.100%</td></tr> <tr> <td>\$250,000 to \$499,999</td><td>1.875%</td></tr> <tr> <td>\$500,000 to \$749,999</td><td>1.650%</td></tr> <tr> <td>\$750,000 to \$1,249,999</td><td>1.425%</td></tr> <tr> <td>\$1,250,000 to \$1,999,999</td><td>1.200%</td></tr> </table>	<u>Total Account Value</u>	<u>Maximum Annual Fee</u>	\$100,000 to \$249,999	2.100%	\$250,000 to \$499,999	1.875%	\$500,000 to \$749,999	1.650%	\$750,000 to \$1,249,999	1.425%	\$1,250,000 to \$1,999,999	1.200%
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Item 1 D (continued)													

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100												
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	<table> <tr> <td>\$2,000,000 to \$4,999,999</td> <td>0.975%</td> </tr> <tr> <td>\$5,000,000 to \$24,999,999</td> <td>1.000%</td> </tr> <tr> <td>Over \$25,000,000</td> <td>0.775%</td> </tr> </table>		\$2,000,000 to \$4,999,999	0.975%	\$5,000,000 to \$24,999,999	1.000%	Over \$25,000,000	0.775%						
\$2,000,000 to \$4,999,999	0.975%													
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	<p>The complete schedule of Program fees is set forth in the <i>Program Brochure</i> created by Royal Alliance and provided by FFN to its clients prior to or concurrent with their engagement in the Program.</p> <p>VI. Genworth Financial Wealth Management</p> <p>FFN offers an asset allocation system known as the Genworth Financial Wealth Management (“GFWM”) platform. Client fees are payable quarterly, in advance, based on assets under management using the following fee schedule. Clients may terminate GFWM accounts at any time and receive a full pro-rata refund of any unearned fees. The fee will be determined and customized for each client depending on several factors including but not limited to the complexity of the client, number of meetings, size of the portfolio, number of reviews, type of management requested (active or static), travel, reporting requirements, planning services, type of managed portfolio (mutual funds, bonds, general securities, etc.), and experience of the advisory representative.</p> <table> <tr> <th>Account Size</th> <th>Maximum Annual Fee</th> </tr> <tr> <td>\$0 to \$249,999</td> <td>1.00% - 2.00%</td> </tr> <tr> <td>Next \$250,000 to \$499,999</td> <td>0.875% - 1.90%</td> </tr> <tr> <td>Next \$500,000 to \$999,999</td> <td>0.750% - 1.75%</td> </tr> <tr> <td>Next \$1,000,000 to \$1,999,999</td> <td>0.500% - 1.50%</td> </tr> <tr> <td>Next \$2,000,000 +</td> <td>0.250% - 1.25%</td> </tr> </table> <p>VII. SEI Financial Services Company</p> <p>FFN offers an asset allocation program (the “Program”) through SEI Financial Services Company. The Program is for long-term investing with differing strategies for allocating assets in share of no-load and load-waived mutual funds. FFN assists client to determine the asset allocation model best suited to the client’s investment objectives and risk tolerance. Clients may accept, reject or modify asset allocations. The Program attempts to achieve the client’s investment objectives through the application of modern portfolio theory, asset allocation and ongoing investment management. The minimum account size requirement in order to participate the Program is generally \$150,000.</p> <p>SEI will provide model asset allocations for clients based on its capital market research. SEI develops and maintains a full range of dynamic asset allocation portfolios that fall along the efficient frontier. SEI has created asset allocation programs using mutual funds investing in stocks, bonds, and cash in order to try to meet varying client objectives.</p> <p>SEI incorporates a formal rebalancing program to control risk. Rebalancing recommendations are generally made automatically if the underlying funds are out of the</p>		Account Size	Maximum Annual Fee	\$0 to \$249,999	1.00% - 2.00%	Next \$250,000 to \$499,999	0.875% - 1.90%	Next \$500,000 to \$999,999	0.750% - 1.75%	Next \$1,000,000 to \$1,999,999	0.500% - 1.50%	Next \$2,000,000 +	0.250% - 1.25%
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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

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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: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100												
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	<p>prescribed quarterly allocation by greater than a 2% variance. Client will grant FFN authorization to rebalance client's account periodically. Client is advised that redemptions and exchanges among the mutual funds in client's account may result in taxable events for which capital gains taxes may apply.</p> <p>Client maintains full and complete ownership rights and ability to vote securities and/or receive a monthly report reflecting all transactions in the Account for the preceding month. SEI Trust Company will provide custodial services for the account pursuant to the custodial agreement signed by the client. SEI Trust Company will provide at least quarterly statements to the client showing all account activity. Advisory fees are deducted from the client's account on a quarterly basis in accordance with the client agreement. Fees are calculated on a calendar quarter based on the average daily balance of funds in the client's portfolio.</p> <p>Clients will be charged a quarterly fee at the end of each calendar quarter based upon the value of the account on the last business day of the calendar quarter. Advisory fees are negotiable and are not based on a share of capital gains upon or capital appreciation of the funds or any portion of the funds. In the event the account is opened on a day other than the first day of the calendar quarter or closed on a day other than the last day of the calendar quarter, advisory fees will be prorated based on the number of days during the calendar quarter during which the Account was open. If the Account was opened during the last ten (10) days of the calendar quarter, the advisory fee for the prorated number of days for which the Account was opened will be charged at the end of the next full calendar quarter. Additional deposits to the Account will be subject to the same billing procedures. Advisory fees are in accordance with the fee schedule below. The fee will be determined and customized for each client depending on several factors including but not limited to the complexity of the client, number of meetings, size of the portfolio, number of reviews, type of management requested (active or static), travel, reporting requirements, planning services, type of managed portfolio (mutual funds, bonds, general securities, etc.), and experience of the advisory representative.</p> <table><thead><tr><th>Account Size</th><th>Maximum Annual Fee</th></tr></thead><tbody><tr><td>\$0 to \$249,999</td><td>1.00% - 2.00%</td></tr><tr><td>Next \$250,000 to \$499,999</td><td>0.875% - 1.90%</td></tr><tr><td>Next \$500,000 to \$999,999</td><td>0.750% - 1.75%</td></tr><tr><td>Next \$1,000,000 to \$1,999,999</td><td>0.500% - 1.50%</td></tr><tr><td>Next \$2,000,000 +</td><td>0.250% - 1.25%</td></tr></tbody></table> <p>In addition to the advisory fees above, client may incur charges imposed by SEI in connection with investments made through the SEI Program such as SEI fund management fees, administrative servicing fees, SEI account maintenance fees, and other fees charged by SEI or the custodian for any IRA or qualified retirement account. Information regarding charges and fees assessed by SEI is further disclosed in the SEI Fund prospectus and in the SEI Client Agreement.</p>	Account Size	Maximum Annual Fee	\$0 to \$249,999	1.00% - 2.00%	Next \$250,000 to \$499,999	0.875% - 1.90%	Next \$500,000 to \$999,999	0.750% - 1.75%	Next \$1,000,000 to \$1,999,999	0.500% - 1.50%	Next \$2,000,000 +	0.250% - 1.25%
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	<p>Clients may terminate the Program within five (5) business days of Client's execution of the advisory agreement without penalty. Thereafter, client may terminate upon FFN's receipt of client's written notice to terminate. Client will be responsible for a prorated portion of the advisory fee for the quarter up to the date of termination.</p> <p>VIII. FTJ FundChoice, LLC</p> <p>FFN offers clients asset management services through a third party manager, FTJ FundChoice, LLC. FFN will assist client in evaluating their financial situation to assist client in determining the suitability of FTJ FundChoice's service. FFN will be available to answer questions the client may have regarding their account and act as the communication conduit between the client and FTJ FundChoice. FFN is independently owned and not affiliated in any way with FTJ FundChoice.</p> <p>Factors that FFN considers in recommending FTJ FundChoice include the client's stated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research.</p> <p>The terms and conditions under which the client shall engage FTJ FundChoice shall be set forth in separate written agreements between (1) the client and FFN and (2) the client and FTJ FundChoice.</p> <p>FTJ FundChoice offers several management options. Client and the FFN Advisory Representative may elect to utilize FTJ FundChoice's management program whereby FTJ FundChoice will manage the client's account and determine the securities to be purchased and sold. FFN will not directly conduct any securities transactions on behalf of the client or participate directly in the selection of the securities to be purchased or sold for the client. Investment decisions are made by FTJ FundChoice in accordance with the agreement between client and FTJ FundChoice. As stated below, client will be charged a fee by FTJ FundChoice for management services and a fee by FFN for monitoring and review.</p> <p>FTJ FundChoice also offers a management program whereby the FFN Advisory Representative will develop a customized portfolio for the client based on the client's investment objectives, risk tolerance and investment profile. The FFN Advisory Representative will determine the securities to be purchased and sold and when to execute the purchases and sales within the client's account. Additionally, the FFN Advisory Representative will determine when to rebalance the account or revise the allocation of the account. Generally, transactions will be conducted on a discretionary basis as deemed appropriate by the FFN Advisory Representative (i.e. client will not receive prior notice of securities transactions). However, under no circumstances shall FFN or the FFN Advisory Representative have the authority to withdraw funds or securities from the client's account, with the exception of deduction of FFN's advisory fee with the client's authorization.</p> <p>The investment management fees charged by FTJ FundChoice are exclusive of, and in addition to, FFN's investment advisory fee set forth below. In addition to FFN's written</p>	

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

**Schedule F of
Form ADV**

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Item of Form (identify)	Answer												
	<p>disclosure statement, the client shall also receive the written disclosure statement of FTJ FundChoice. FFN's fee will be based upon a percentage of the market value of the assets being managed by FTJ FundChoice. FTJ FundChoice will deduct its fee and FFN's fee from the client's account and submit to FFN its portion of the fee.</p> <p>FFN's Fee Schedule</p> <table> <tr> <th>Account Size</th><th>Maximum Annual Fee</th></tr> <tr> <td>\$0 to \$249,999</td><td>1.00% - 2.00%</td></tr> <tr> <td>Next \$250,000 to \$499,999</td><td>0.875% - 1.90%</td></tr> <tr> <td>Next \$500,000 to \$999,999</td><td>0.750% - 1.75%</td></tr> <tr> <td>Next \$1,000,000 to \$1,999,999</td><td>0.500% - 1.50%</td></tr> <tr> <td>Next \$2,000,000 +</td><td>0.250% - 1.25%</td></tr> </table> <p>Clients are advised that fees for programs offered through third party managers may be higher or lower than if client directly obtained the services of the third party manager or asset allocator or if client obtained advisory services separately. Clients should read the third party manager's disclosure brochure for additional disclosure of its managed program.</p> <p>The advisory fees charged by FTJ FundChoice may be higher or lower than the advisory fees charged by other managers. Disclosure of the advisory fees and any conflicts of interest with respect to the third party manager should be disclosed in the third party manager's disclosure brochure.</p> <p>In addition to FFN's advisory fee, client will pay a fee to FTJ FundChoice based on its fee schedule disclosed in its disclosure brochure which will be provided by FFN to the client. Clients should read the disclosure brochure carefully.</p> <p><u>GENERAL DISCLOSURES</u></p> <p>FFN may offer fee discounts to various organizations and groups. Therefore, clients may pay different levels of fees not to exceed the fees disclosed above for similar services.</p> <p>Advice offered by Advisory Representatives may involve investment in mutual funds. Mutual funds may carry loads (i.e. sales charges) that may be up-front or on a contingent deferred basis or be no-loads with no initial or contingent deferred sales charges. Clients are advised that Advisory Representatives are registered representatives of Royal Alliance Associates, Inc., a registered broker/dealer, member of the Financial Industry Regulatory Authority ("FINRA") and SIPC. Therefore, Advisory Representatives have a conflict of interest in recommending mutual funds that carry a load since such mutual funds will pay Advisory Representatives a commission should the purchase be made through Advisory Representatives.</p> <p>A conflict of interest may exist between the interests of FFN and/or its Advisory Representatives and the interests of the client in that FFN and Advisory Representatives offer financial planning and investment advisory services for a fee and also offer various</p>	Account Size	Maximum Annual Fee	\$0 to \$249,999	1.00% - 2.00%	Next \$250,000 to \$499,999	0.875% - 1.90%	Next \$500,000 to \$999,999	0.750% - 1.75%	Next \$1,000,000 to \$1,999,999	0.500% - 1.50%	Next \$2,000,000 +	0.250% - 1.25%
Account Size	Maximum Annual Fee												
\$0 to \$249,999	1.00% - 2.00%												
Next \$250,000 to \$499,999	0.875% - 1.90%												
Next \$500,000 to \$999,999	0.750% - 1.75%												
Next \$1,000,000 to \$1,999,999	0.500% - 1.50%												
Next \$2,000,000 +	0.250% - 1.25%												

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<p>securities products for which they may be paid a commission. The securities products available through FFN may be limited to certain products that have been reviewed and made available for offering through the broker/dealer with which Advisory Representatives may be registered representatives.</p> <p>Lower fees for comparable services may be available from other sources. Material conflicts of interest have been disclosed to the client in writing via the Form ADV, Part II that could cause FFN or Advisory Representatives to not render unbiased and objective advice. FFN does not maintain custody of client funds or securities.</p> <p>A Client could invest in a mutual fund directly, without the service of FFN. In that case, the Client would not receive the services provided by FFN which are designed, among other things, to assist the Client in determining which mutual fund or funds are most appropriate to the Client's financial condition and objectives. Accordingly, the Client should review both the fees charged by the funds and the fees charged by FFN to fully understand the total amount of fees to be paid by the Client and to thereby evaluate the advisory services being provided.</p> <p>Client is advised that the investment recommendations and advice offered by FFN are not legal advice or accounting advice. Client should coordinate and discuss the impact of financial advice with their attorney and/or accountant. Client is advised that it is necessary to inform FFN promptly with respect to any changes in the client's financial situation and investment goals and objectives. Failure to notify FFN of any such changes could result in investment recommendations not meeting the needs of the client.</p> <p>FFN does not vote client securities or proxies on behalf of clients. Clients are responsible for voting all proxies.</p> <p>WARRANTEES/REPRESENTATIONS</p> <p>FFN does not represent, warrantee or imply that the services or methods of analysis used by FFN can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to major market corrections or crashes. No guarantees can be offered that client's goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by FFN will provide a better return than other investment strategies.</p>	
Item 3.K (3), L	<p><u>Other Types of Investments</u></p> <p>Equipment Leasing, Cable Television, Operating Business and Venture Capital, Real Estate Investment Trusts (REITs), and Exchange Traded Funds (ETFs).</p> <p>With respect to clients investing in the GFWM Platform, FFN introduces clients to independent investment managers who provide discretionary management of individual portfolios including a wide variety of different securities types. Clients will receive a separate disclosure from such investment managers regarding any such investment manager's advisory services.</p>	

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
Item 4.A(5), 4.B(8), and 4.C (7)	<p>In advising retail clients of applicant investing in the GFWM Platform, FFN uses model portfolios of mutual funds, Exchange Traded Funds (ETF's) and Variable Annuity sub-accounts provided by a number of institutional investment strategists and based on the information, research, asset allocation methodology and investment strategies of these institutional strategists.</p> <p>Additionally, FFN may introduce clients to, and advises on the selection of, independent investment managers who provide discretionary management of individual portfolios using a variety of different securities analysis methods, sources of information and investment strategies. Clients will receive separate disclosure from such investment managers regarding any such investment manager's advisory services.</p>	
Item 5	<p><u>Education and Business Standards</u></p> <p>FFN generally maintains no rigid educational or business background requirements for its Advisory Representatives. However, all Advisory Representatives in their capacity as Royal Alliance Registered Representatives are required to pass appropriate securities examination(s) and must participate in general compliance courses and training required by Royal Alliance in its capacity as their broker-dealer.</p>	
Item 6	<p><u>Education and Business Background</u></p> <p>The following biographical information is provided for FFN's principal executive officers:</p> <p>David Heitkamp Date of Birth: 02/1959</p> <p>Education:</p> <ul style="list-style-type: none"> • College of St. Thomas, St. Paul, MN – attended from 1977 to 1981, graduated in 1981 with a Bachelor of Arts Degree in Business Administration • Obtained the CFP designation June 1987 <p>Business Background:</p> <ul style="list-style-type: none"> • Focus Financial Network, Inc., an investment adviser – position: Executive Officer, Advisory Representative – 06/1995 • Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 04/1995 to Present <p>William Robert Bergstrom Date of Birth: 05/1959</p> <p>Education:</p> <ul style="list-style-type: none"> • University of Minnesota, Duluth, MN – attended from 1977 to 1982, graduated in 1982 with a Bachelor of Arts in Business Administration • Obtained the CFP designation December 1992 <p>Business Background:</p> <ul style="list-style-type: none"> • Focus Financial Network, Inc., an investment adviser – position: Executive Officer, Advisory Representative – 08/1995 	

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<ul style="list-style-type: none"> Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative, Registered Securities Principal and Branch Manager – 04/1995 to Present <p>John Kyle Watkins Date of Birth: 03/1961</p> <p>Education:</p> <ul style="list-style-type: none"> University of Minnesota – graduated in 1984 with a Bachelor of Science with an Economics major Obtained the CFP designation July 1988 <p>Business Background:</p> <ul style="list-style-type: none"> Focus Financial Network, Inc., an investment adviser – position: Executive Officer, Advisory Representative – 09/1993 Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 04/1995 to Present <p>Michael Scott Dales Date of Birth: 06/1963</p> <p>Education:</p> <ul style="list-style-type: none"> University of Minnesota – attended from 1982 to 1986, majored in Political Science Obtained the AAMS (Accredited Asset Management Specialist) designation December 1997 <p>Business Background:</p> <ul style="list-style-type: none"> Focus Financial Network, Inc., an investment adviser – position: Executive Officer, Advisory Representative – 03/1993 Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 04/1995 to Present <p>John Patrick Layton Date of Birth: 10/1957</p> <p>Education:</p> <ul style="list-style-type: none"> University of Minnesota – attended from 1976 to 1980, graduated in 1980 with a Bachelor of Applied Sciences in Industrial Engineering Obtained the CFP designation March 1990 <p>Business Background:</p> <ul style="list-style-type: none"> Focus Financial Network, Inc., an investment adviser – position: Executive Officer, Advisory Representative – 05/1996 Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 05/1996 to Present <p>John Harris Dritz Date of Birth: 10/1963</p> <p>Education:</p> <ul style="list-style-type: none"> Boston University – attended from 1981 to 1985, graduated in 1985 with a BS in Finance 	

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.	IRS Empl. Ident. No.: 41-1765100
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Item of Form (identify)	Answer
	<p>Business Background:</p> <ul style="list-style-type: none"> • Focus Financial Network, Inc., an investment adviser – position: Senior Officer, Advisory Representative – 09/1996 • Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 09/1996 to Present <p>John Gregory Bina Date of Birth: 03/1968</p> <p>Education:</p> <ul style="list-style-type: none"> • University of St. Thomas, St. Paul, MN – attended from 1986 to 1990, graduated in 1990 with a Bachelor of Science in Finance <p>Business Background:</p> <ul style="list-style-type: none"> • Focus Financial Network, Inc., an investment adviser – position: President, Advisory Representative – 08/1995 • Royal Alliance Associates, Inc., a broker/dealer – position: Registered Representative – 04/1995 to Present

Item 7 C	<p><u>Other Business Activities</u></p> <p>FFN's Advisory Representatives are Registered Representatives of Royal Alliance and provide brokerage services to Clients in that capacity. Royal Alliance's principal business is as a full service general securities broker-dealer registered with the Securities Exchange Commission, FINRA, and various other regulatory bodies. Additionally, Royal Alliance is a registered investment adviser and provides access to Third Party Investment Advisory Services. In that regard, FFN's Advisory Representatives may be registered with Royal Alliance's Investment Adviser for the provision of Third Party Advisory Services and products.</p> <p>Although Royal Alliance maintains supervisory responsibilities over FFN's Advisory Representatives, Royal Alliance does not control FFN with respect to the conduct of its Investment Advisory activities or management of FFN. Notwithstanding, because the Advisory Representatives are dually registered agents of Royal Alliance and FFN, Royal Alliance has certain supervisory and administrative duties pursuant of the requirements of FINRA Conduct Rule 3040.</p> <p>In that regard, Royal Alliance will require and furnish certain account opening documentation to be completed by the Client and the Advisory Representatives. Once all such materials and forms have been completed by Clients in consultation with their Advisory Representative, the Advisory Representative is required to submit these materials and forms to Royal Alliance for its review and approval, in its capacity as the Broker/Dealer of record. Such review does not include the provision of investment advisory services to Clients. In certain instances, Royal Alliance will collect, as paying agent for FFN, the investment advisory fee due FFN from the account custodian. Royal Alliance will retain a portion as an administrative charge to FFN (not the Client) for functions Royal Alliance is required to carry out by the FINRA. Royal Alliance does not provide investment advisory services in connection with such programs.</p>
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**Schedule F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<p>FFN is a licensed insurance agency. Advisory Representatives are associated with various insurance companies as licensed insurance agents. Advisory Representatives may recommend insurance products offered by an insurance company represented by FFN. If a Client purchases these products through Advisory Representatives of FFN, normal commissions will be received. Commissions from insurance products are separate and distinct from advisory fees. Thus, a conflict exists between Advisory Representatives and those of its advisory Clients.</p> <p>The Client is under no obligation to purchase products recommended by FFN, its principals, or Advisory Representatives. Advisory Representatives are not employed by any particular insurance companies and are under no obligation to recommend particular insurance products.</p> <p>In addition, FFN Advisory Representatives may also be licensed as insurance agents with various insurance companies, and in such capacity, may recommend, on a fully disclosed basis, the purchase of insurance-related products. Advisory Representatives currently devote 60% of their time to securities and life insurance commission business.</p>	
Item 9 B and E	<p><u>Participation or Interest in Client Transactions</u></p> <p>Advisory Representatives are registered representatives with Royal Alliance and must execute securities transactions through Royal Alliance, unless the Advisory Representative obtains authorization to execute securities transactions through another broker/dealer.</p> <p>Related persons of FFN may buy or sell securities identical to those securities recommended to clients. Therefore, related persons may have an interest or position in certain securities that are also recommended and bought or sold to clients. Related persons will not put their interests before a client's interest. Advisory Representatives may not trade ahead of their clients or trade in such a way to obtain a better price for themselves than for their clients. FFN is required to maintain a list of all securities holdings for its associated persons. Further, associated persons are prohibited from trading on non-public information or sharing such information. Clients have the right to decline any investment recommendation. FFN and its associated persons are required to conduct their securities and investment advisory business in accordance with all applicable Federal and State securities regulations.</p> <p><u>CODE OF ETHICS</u></p> <p>FFN has a fiduciary duty to clients to act in the best interest of the client and always place the client's interests first and foremost. FFN takes seriously its compliance and regulatory obligations and requires all staff to comply with such rules and regulations as well as FFN's policies and procedures. Further, FFN strives to handle clients' non-public information in such a way to protect information from falling into hands that have no business reason to know such information and provides clients with FFN's Privacy Policy. As such, FFN maintains a code of ethics for its Advisory Representatives, supervised persons and staff. The Code of Ethics contains provisions for standards of business</p>	

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	conduct in order to comply with applicable securities laws, personal securities reporting requirements, pre-approval procedures for certain transactions, code violations reporting requirements, and safeguarding of material non-public information about client transactions. Further, FFN's Code of Ethics establishes FFN's expectation for business conduct. A copy of our Code of Ethics will be provided to any client or prospective client upon request.	
Item 10	The minimum investment required in the GFWM Platform depends upon the Investment Solution chosen for a client's account. Generally, the minimums are \$50,000 for Mutual Fund and Variable Annuity accounts and \$100,000 for ETF Accounts and from \$50,000 to \$500,000 for Privately Managed and Unified Managed Accounts, depending on the investment strategy selected for the account, as described in more detail in the Schedule H Platform Disclosure Brochure. Accounts below these minimums may be accepted on an individual basis at the discretion of FFN and the Platform sponsor.	
Item 12 A	<p><u>Investment or Brokerage Discretion</u></p> <p>FFN offers management services on either a) non-discretionary account basis or b) discretionary account basis as selected and agreed to by Client. Under non-discretionary account basis, FFN does not have the authority to determine, without obtaining specific Client oral or written consent, the securities to be bought or sold; the amount of securities to be bought or sold; the broker or dealer to be used; or the commission rates paid. Under a discretionary account basis, FFN will direct, in FFN's sole discretion and without first consulting Client, the investment or reinvestment of the assets in Client's account. Clients are advised that not all Advisory Representatives are authorized to manage client accounts on a discretionary basis.</p> <p>Client may terminate discretionary authorization at any time upon receipt of written notice by FFN. Additionally, client is advised that:</p> <ol style="list-style-type: none"> 1) Client may set parameters with respect to when account should be rebalanced and set trading restrictions or limitations; 2) Advisory Representative must obtain written client consent to establish any mutual fund, variable annuity, or brokerage account; 3) FFN does not have the authority to determine the broker or dealer to be used or the commission rates paid. 4) Discretionary authorization will not extend to the withdrawal of client funds or securities, with the exception of payment of FFN's advisory fee. <p>With respect to the GFWM Platform, an asset allocation program more fully described in Schedule H, model portfolios composed by a group of independent investment strategists ("Portfolio Strategists") are offered under the Platform, with the different model allocations designed to satisfy a gradient of risk/return objectives. The Portfolio Strategists have no direct relationship with FFN or client, make no analysis of and do not consider the clients' individual circumstances or objectives, and do not tailor the model asset allocation to any specific client's need, circumstances or objectives, but only to the stated risk/return objectives.</p>	

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<p>FFN assists the client in selecting the risk/return objective and Portfolio Strategist that best suit the client's objectives. The client then specifically directs the account to be invested in accordance with the chosen asset allocation. When the client selects the asset allocation, the client further directs that the account be automatically adjusted to reflect any adjustment in the asset allocation by the selected Portfolio Strategist. This client authorization results in the purchase and sale of certain mutual funds or ETFs (or transfers between variable annuity sub-accounts) without further authorization by the client or any other party at such time as the Portfolio Strategist changes the composition of the selected model asset allocation. The client receives confirmation of all transactions in the account and is free to terminate participation in the Platform and retain or dispose of any assets in the account at any time. FFN has no authority to cause any purchase or sale of securities in any client account, or change the selected model asset allocation or to direct the account to be invested in any manner other than as previously authorized by the client.</p>	
Item 12 B	<p><u>Suggestion of Brokers to Clients</u></p> <p>Advisory Representatives who are registered representatives of Royal Alliance are subject to FINRA Conduct Rule 3040, which may restrict such registered individuals from conducting securities transactions away from Royal Alliance unless Royal Alliance provides the Representative with written authorization. Therefore, clients are advised that Advisory Representatives may be limited to conducting securities transactions through Royal Alliance and its clearing firm, Pershing, LLC or Schwab.</p> <p>FFN may recommend clients establish brokerage accounts with the Schwab Institutional® division of Charles Schwab & Co., Inc. ("Schwab"), a FINRA registered broker/dealer, member SIPC to maintain custody of clients' assets and to effect trades for their accounts. Although FFN may recommend clients establish accounts at Schwab, it is the client's decision to custody assets with Schwab. FFN is independently owned and operated and not affiliated with Schwab.</p> <p>Schwab provides Adviser with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge so long as a total of at least \$10 million of Adviser's clients' assets is maintained in accounts at Schwab Institutional. Further there is no other contingent upon Adviser committing to Schwab any specific amount of business (assets in custody or trading). Schwab's services include execution of securities transactions, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.</p> <p>For Adviser's clients' accounts maintained in its custody, Schwab generally does not charge separately for custody but is compensated by account holders through commissions or other transaction-related or asset based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.</p>	

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Applicant:	SEC File Number:	Date:
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Item of Form (identify)	Answer
	<p>Factors considered in selecting Pershing include its existing broker/dealer clearing relationship with Royal Alliance, its extensive financial strength, reputation, reporting, and execution pricing and research. Royal Alliance and Pershing charge commission rates which are generally considered discounted from customary retail commission rates. However, the commission and/or transaction fees charged by Royal Alliance and Pershing may be higher or lower than those charged by other broker-dealer/custodians. Further, the fees charged by Royal Alliance and Pershing, or any other designated broker-dealer/custodian, are exclusive of, and in addition to, FFN's investment management fees. In addition, client shall also incur charges imposed at the mutual fund level (e.g. management fees and other fund expenses).</p> <p>Factors considered in selecting Schwab include its extensive financial strength, reputation, reporting, and execution pricing and research. Schwab also makes available to FFN Clients a broad array of no-load, no transaction or low transaction cost mutual funds.</p> <p>Schwab charges commission rates which are generally considered discounted from customary retail commission rates. However, the commissions and/or transaction fees charged by Royal Alliance and Schwab may be higher or lower than those charged by other broker-dealer/custodians. The fees charged by Royal Alliance and Schwab, or any other designated broker-dealer/custodian are exclusive of and in addition to FFN's investment management fee. In addition, Client shall incur charges imposed at the mutual fund level (e.g. management fees and other fund expenses).</p>
Item 13 A	<p><u>Additional Compensation</u></p> <p>Advisory Representatives who are Registered Representatives may receive trail commissions (i.e. 12b-1 fees) for a period of time. Load and no-load mutual funds may pay annual distribution charges, sometimes referred to as 12b-1 fees. 12b-1 fees come from fund assets, therefore, indirectly from client assets. 12b-1 fees may be initially paid to Royal Alliance and a portion passed to the Advisory Representatives. The receipt of such fees could represent an incentive for Advisory Representatives to recommend funds with 12b-1 fees over funds that have no fees or lower fees. As a result, there is a potential conflict of interest. Advisory Representatives may receive benefits such as assistance with conferences and educational meetings from product sponsors.</p> <p>With respect to the GFWM Platform, FFN may, subject to negotiation with GFWM, receive certain allowances, reimbursements or services from GFWM in connection with FFN's investment advisory services to its clients, as described below and in the Schedule H Platform Disclosure Brochure.</p> <p>Under GFWM's Gold/Platinum Premier Consultant Program, FFN is entitled to receive a quarterly business development allowance for reimbursement for qualified marketing/practice management expenses incurred by FFN. These amounts range from \$5,000 to \$105,000 annually, depending on the amount of the adviser's client assets managed within the Platform. GFWM may also bear the cost of airfare for firms such as FFN to attend GFWM's annual conference or to conduct due diligence visits to GFWM's</p>

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

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Item of Form (identify)	Answer
	<p>offices. In addition, GFWM may, from time to time, contribute to the costs incurred by participating firms such as FFN in connection with conferences or other client events conducted by such firms and their representatives. GFWM may also provide opportunities for participating firms such as FFN to receive fee reductions and/or allowances in amounts ranging from .02% to .07% of the amount of client assets invested through the Platform. These arrangements are entered into between GFWM and a firm such as FFN on an individually negotiated basis. FFN may agree to provide GFWM with introductions to and information concerning its advisory representatives, provide the representatives with information concerning GFWM's Platform and products, and permit GFWM to participate in broker dealer meetings and workshops. In addition to the fee reductions and/or allowances granted the firm by GFWM, GFWM may agree to provide the firm or its representatives with organizational consulting, education, training and marketing support.</p> <p>Schwab makes available to Adviser other products and services that benefit Adviser but may not benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of accounts, including accounts not maintained at Schwab.</p> <p>Schwab's products and services that assist FFN in managing and administering clients' accounts may include, but not be limited to, software and other technology that provide access to client account data, such as trade confirmation and account statements; facilitate trade execution and allocation of aggregated trade orders for multiple client accounts; provide research, pricing information and other marked data; facilitate payment of Adviser's fees from its clients' accounts; and assist with back-office functions, recordkeeping and client reporting.</p> <p>Schwab Institutional also makes available to Adviser other services intended to help Adviser manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing, access to employee benefits providers, human capital consultants and insurance providers. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to Adviser by independent third parties. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third party providing these services to Adviser. While as a fiduciary, Adviser endeavors to act in its clients' best interests, and Adviser's recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to Adviser of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab which may create a potential conflict of interest.</p> <p>From time-to-time Adviser may make an error in submitting a trade order on your behalf. When this occurs, Adviser may place a correcting trade with the broker-dealer which has custody of your account. If an investment gain results from the correcting trade, the gain will remain in your account unless the same error involved other client account(s) that</p>

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<p>should have received the gain, it is not permissible for you to retain the gain, or we confer with you and you decide to forego the gain (e.g., due to tax reasons). If the gain does not remain in your account and Charles Schwab & Co. Inc. ("Schwab") is the custodian, Schwab will donate the amount of any gain \$100 and over to charity. If a loss occurs greater than \$100, Adviser will pay for the loss. Schwab will maintain the loss or gain (if such gain is not retained in your account) if it is under \$100 to minimize and offset its administrative time and expense. Generally, if related trade errors result in both gains and losses in your account, they may be netted.</p>	
Item 13 B	<p><u>Use of Unaffiliated Solicitors</u></p> <p>FFN may pay referral fees (non-commission) to independent solicitors (non-registered representatives) for the referral of Clients to FFN in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940. Such referral fee represents a share of FFN's asset-based investment advisory fee. This arrangement will not result in higher costs to the client.</p> <p>In this regard, FFN maintains <i>Solicitor Agreements</i> as required by Rule 206 (4)-3 of the Investment Advisers Act of 1940. All applicable federal and state laws will be observed. Clients referred by Solicitors to FFN will be given written disclosure describing the terms and fee arrangements between FFN and its Solicitor(s).</p>	
	<p align="center">FOCUS FINANCIAL NETWORK, INC. PRIVACY POLICY</p> <p>Maintaining your trust and confidence is a high priority. That's why we want you to understand how we protect your privacy when we collect and use information about you, and the steps that we take to safeguard that information. This notice is provided to you on behalf of Focus Financial Network, Inc. ("Focus Financial").</p> <p><u>Information We Collect:</u> In connection with providing you with investment products, financial advice, or other services, we obtain nonpublic personal information about you, including:</p> <ul style="list-style-type: none"> - Information received from you on account applications, such as your address, date of birth, Social Security Number, occupation, financial goals, assets and income; - Information about your transactions with us, our affiliates or others,; and - Information from credit or service bureaus or other third parties, such as your credit history or employment status. <p><u>Categories of Information We Disclose:</u> We may disclose all information that we collect. Focus Financial and its affiliates do not sell customer lists and will not sell your name to telemarketers.</p> <p><u>Categories of Parties to Whom We Disclose:</u> We will not disclose information regarding you or your account with us, except under the following circumstances:</p> <ul style="list-style-type: none"> - To your authorized financial advisor and his or her manager; Focus Financial permits Financial Advisors and Investment Advisers that terminate their affiliation with Focus Financial to make copies of their client files. 	

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

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

Applicant:	SEC File Number:	Date:
Focus Financial Network, Inc.	801- 71117	2/3/2010

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Focus Financial Network, Inc.		IRS Empl. Ident. No.: 41-1765100
Item of Form (identify)	Answer	
	<ul style="list-style-type: none"> - To Royal Alliance Associates, Inc. or their affiliates, to the extent permitted by law; - To entities that perform services for us or function on our behalf, including financial service providers, such as a clearing broker-dealer, investment company, or insurance company; - To consumer reporting agencies; - To third parties who perform services or marketing on our behalf; - To your attorney, trustee or anyone else who represents you in a fiduciary capacity; - To our attorneys, accountants or auditors; and - - To government entities or other third parties in response to subpoenas or other legal process as required by law or to comply with regulatory inquiries; - <p><u>How We Use Information:</u> Information may be used among the AIG companies that perform support services for us, such as data processors, technical systems consultants and programmers, or companies that help us market products and services to you for a number of purposes, such as:</p> <ul style="list-style-type: none"> - To protect your accounts from unauthorized access or identity theft; - To process your requests such as securities purchases and sales; - To establish or maintain an account with an unaffiliated third party, such as a clearing broker-dealer providing services to you and/or Focus Financial; - To service your accounts, such as by issuing checks and account statements; - To comply with Federal, State, and Self-Regulatory Organization requirements; and - To keep you informed about financial services of interest to you. <p><u>Our Security Policy:</u> We restrict access to nonpublic personal information about you to those individuals who need to know that information to provide products or services to you and perform their respective duties. We maintain physical, electronic, and procedural security measures to safeguard confidential client information.</p> <p><u>Closed or Inactive Accounts:</u> If you decide to close your account (s) or become an inactive customer, our Privacy Policy will continue to apply to you.</p> <p><u>Complaint Notification:</u> Please direct complaints to: Focus Financial, Attn: Compliance Department, 2665 Long Lake Road, Suite 270, Roseville, MN 55113, (651) 631-8166.</p> <p><u>Changes to this Privacy Policy:</u> If we make any substantial changes in the way we use or disseminate confidential information, we will notify you. If you have any questions concerning this Privacy Policy, please write to: Focus Financial, Attn: Compliance Department, 2665 Long Lake Road, Suite 270, Roseville, MN 55113, (651) 631-8166.</p>	

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