

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

Name of Investment Adviser: Bruce Ted Colin dba Bruce Colin and Company				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
512 Paseo de las Estrellas	Redondo Beach	CA	90277	(310) 378-4355

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

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(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

FORM ADV**Part II - Page 2**

Applicant:

Bruce Colin and Company

SEC File Number:

801-69400

Date:

January 28, 2010

Definitions for Part II

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

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

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

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

(See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 98% |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | % |
| <input type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | % |
| <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 | 2% |
| <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
<input checked="" type="checkbox"/>	<input type="checkbox"/>

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 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 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 type="checkbox"/> D. Pension and profit sharing plans | |

FORM ADV**Part II - Page 3**

Applicant:

Bruce Colin and Company

SEC File Number:

801- **69400**

Date:

January 28, 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 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 type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> G. Investment company securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.**A.** Applicant's security analysis methods include: (check those that apply)

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input type="checkbox"/> Technical | |

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

- | | |
|---|---|
| (1) <input type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options,
uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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Applicant:

Bruce Colin and Company

SEC File Number:

801- **69400**

Date:

January 28, 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.)

FORM ADV**Part II - Page 5**

Applicant:

Bruce Colin and Company

SEC File Number:

801- **69400**

Date:

January 28, 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.

See Schedule F.

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

See Schedule F.

Applicant:

Bruce Colin and Company

SEC File Number:

801- 69400

Date:

January 28, 2010

12. Investment or Brokerage Discretion.

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

(1) securities to be bought or sold?

Yes No

☐ ☒

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

Yes No

☐ ☒

(3) broker or dealer to be used ?

Yes No

☐ ☒

(4) commission rates paid?

Yes No

☐ ☒

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

Yes No

☒ ☐

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

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

13. Additional Compensation.

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

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

Yes No

☒ ☐

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

Yes No

☐ ☒

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

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

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

Has applicant provided a Schedule G balance sheet?

Yes No

☐ ☒

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Bruce Colin and Company	801- 69400	January 28, 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: Bruce Ted Colin dba Bruce Colin and Company	IRS Employ. Ident. No.:
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Item of Form (Identify)	Answer												
1.D.	<p>Bruce Ted Colin dba Bruce Colin and Company ("Bruce Colin"), provides fee-only financial planning and non-discretionary investment management services to individuals and families.</p> <p>Comprehensive financial planning is undertaken with respect for each client's unique situation, and may include (but is not limited to) goal setting, risk management, retirement planning, estate planning, education funding, executive compensation and benefits usage, charitable giving, and investment planning. Clients who request a comprehensive plan will receive an engagement letter and be quoted a consulting fee that reflects the particular scope and complexity of work involved. Clients may terminate the engagement, without penalty, within five days after signing the letter. Clients may be asked to deposit up to one-half of the consulting fee at the engagement's inception, with the balance due and payable upon presentation of an invoice at the engagement's conclusion.</p> <p>Hourly planning is offered as an alternative to comprehensive planning for clients who wish only to address a specific issue or question. Such hourly planning will be provided at a rate of \$300 per hour, with payment due upon presentation of an invoice.</p> <p>Planning clients who wish to maintain an ongoing relationship and engage investment management services will be billed according to the following fee schedule:</p> <table> <tr> <td><u>Account Value</u></td><td><u>Annual Fee</u></td></tr> <tr> <td>On the first \$500,000</td><td>1.00%</td></tr> <tr> <td>On the next \$500,000</td><td>0.80%</td></tr> <tr> <td>On the next \$2,000,000</td><td>0.60%</td></tr> <tr> <td>On the next \$7,000,000</td><td>0.40%</td></tr> <tr> <td>On amounts over \$10,000,000</td><td>0.20%</td></tr> </table> <p>Fees are negotiable for account values greater than \$15 million. Fees are billed quarterly in arrears, based on the account value on the last day of each calendar quarter. At his discretion, Bruce Colin may exclude certain assets when calculating clients' management fees. Bruce Colin does not assess fees for accounts of family members.</p> <p>Clients may terminate the Investment Management Agreement, without penalty, within five business days of entering the Agreement. Subsequently the Agreement may be terminated by either party, without penalty, upon thirty (30) days written notice to the other.</p> <p>Bruce Colin may charge the account of the managed portfolio or bill the client for such fees. If the account is to be charged, an invoice showing the amount of the fee, and the value of the client's account on which the fee is based, will be sent to the client. At the same time, the fee will be forwarded to the custodian. If the client is invoiced directly, the fee is payable within 30 days of the invoice date. Fees charged to clients will be</p> <p style="text-align: right;">Schedule F, Page 1</p>	<u>Account Value</u>	<u>Annual Fee</u>	On the first \$500,000	1.00%	On the next \$500,000	0.80%	On the next \$2,000,000	0.60%	On the next \$7,000,000	0.40%	On amounts over \$10,000,000	0.20%
<u>Account Value</u>	<u>Annual Fee</u>												
On the first \$500,000	1.00%												
On the next \$500,000	0.80%												
On the next \$2,000,000	0.60%												
On the next \$7,000,000	0.40%												
On amounts over \$10,000,000	0.20%												

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

Bruce Colin and Company

SEC File Number:

801- 69400

Date:

January 28, 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:

Bruce Ted Colin dba Bruce Colin and Company

IRS Employ. Ident. No.:

Item of Form
(Identify)

Answer

adjusted for client contributions and/or withdrawals of account funds made during the quarter.

When appropriate, an annual planning retainer may be negotiated as an alternative to the investment based fee schedule. Such retainers will be billed quarterly as per negotiated agreement.

Although Bruce Colin believes his fees are competitive, lower or higher fees for comparable services may be available from other sources.

Bruce Colin may implement a portion of its investment recommendations with mutual funds, exchange traded funds ("ETFs") and other types of managed accounts. These mutual funds, ETFs and managed accounts charge asset management fees that are charged indirectly to the client. These fees are in addition to advisory fees paid to Bruce Colin.

Clients retain all the rights and privileges of account ownership, including the right to vote all proxies. Similarly, participation in securities class action filings is not a customary part of Bruce Colin's advisory service to clients.

5. As general standards, an undergraduate degree and some prior investment experience/education is required. Graduate work and a specialized business or technical skill are preferred, but are not required. In addition, any associated persons will meet the examination or experience requirements of the states in which they provide investment advisory services.

6. Bruce Ted Colin, born 1960, received his B.A. in American Studies & Management Sequence from Claremont McKenna College in 1982, and a Masters in Education from the University of California, Los Angeles in 1987. In 1997, Mr. Colin received the Personal Financial Planner designation from UCLA, and in 2003 Mr. Colin received the Certified Financial Planner (CFP) certification from the CFP Board of Standards. Since September, 1988, Mr. Colin has been a teacher with Palos Verdes Peninsula Unified School District. Since 2001, he has occasionally been an instructor in the Department of Business and Management for UCLA Extension's financial planning program. In 1997, he began operation of a sole proprietorship to provide financial planning and investment advisory services.

7. Mr. Colin is a high school teacher for the Palos Verdes Peninsula Unified School District and expects to spend approximately 35% of his time in this position.

9. Personnel of the firm may trade in the same securities traded for clients, however, it is Bruce Colin's policy not to give preference to orders for personnel associated with the firm regarding such trading. Bruce Colin maintains personal transaction records for all persons associated with the firm, and does not permit insider trading.

Schedule F, Page 2

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:

Bruce Colin and Company

SEC File Number:

801- 69400

Date:

January 28, 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:

Bruce Ted Colin dba Bruce Colin and Company

IRS Employ. Ident. No.:

Item of Form
(Identify)

Answer

Bruce Colin's policy for all personnel associated with the firm regarding the purchase or sale, directly or indirectly, for personal accounts, of securities other than open end mutual funds recommended for client accounts does not permit employees to: (a) purchase a security (and/or related securities) as to which the employee knows or has reason to know Bruce Colin has recommended, or is actively considering recommending, for purchase, until the one business day after the recommendation has been communicated to clients or to sell a security (and/or related securities) as to which the employee knows or has reason to know that Bruce Colin has recommended or is actively considering recommending sales, for client accounts until one business day after the recommendation has been communicated to clients.

To avoid potential conflicts of interest, Bruce Colin has adopted a Code of Ethics ("Code"). This Code provides personnel with guidance and ethical obligations regarding personal securities transactions. All firm personnel owe a duty of loyalty, fairness, and good faith towards clients, and the obligation to adhere to the general principles that guide the Code. In addition, the Code governs reporting personal securities trading (as outlined above), reporting ethical violations, and insider trading policies. Bruce Colin will provide a copy of the Code to any client or prospective client upon written request.

11.A.

All accounts are reviewed periodically by Mr. Colin for overall adherence with the investment policy statement that was developed jointly by Mr. Colin and client. Account holdings will also be reviewed at any time changing market conditions or client circumstances warrant.

11.B.

Investment reports are provided not less often than quarterly, containing current investment holdings, transaction summaries, and market value, as well as performance measured over various historical time periods. These reports may be issued by the custodian of the client's assets.

12.B. & 13.A.

Bruce Colin may recommend that clients establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, Member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Bruce Colin is independently owned and operated and not affiliated with Schwab. Schwab provides Bruce Colin 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 advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets are maintained in accounts at Schwab Institutional, and are not otherwise contingent upon Bruce Colin committing to Schwab any specific amount of business (assets in custody or trading). Schwab's services include brokerage, 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.

Schedule F, Page 3

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:

Bruce Colin and Company

SEC File Number:

801- 69400

Date:

January 28, 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:

Bruce Ted Colin dba Bruce Colin and Company

IRS Employ. Ident. No.:

Item of Form
(Identify)

Answer

For Bruce Colin's client 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 fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab also makes available to Bruce Colin other products and services that benefit Bruce Colin but may not benefit his clients' accounts. Some of these other products and services assist Bruce Colin in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of Bruce Colin's fees from his clients' accounts, and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of Bruce Colin's accounts, including accounts not maintained at Schwab Institutional. Schwab Institutional also makes available to Bruce Colin other services intended to help Bruce Colin manage and further develop his business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to Bruce Colin 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 Bruce Colin. While as a fiduciary, Bruce Colin endeavors to act in his clients' best interests, Bruce Colin's recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to Bruce Colin 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.

Schedule F, Page 4

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