

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Adviser:

Sailer Financial, Inc.

SEC File Number:

801-64641

Date:

02/11/2010

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

1. Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV:

Sailer Financial, Inc.

IRS Empl. Ident. No.:

02-0694132

Item of Form
(identify)

Item 1.D

Answer

Sailer Financial, Inc. referred to herein as "Sailer Financial" and associated persons of Sailer Financial referred to herein as "Advisory Representatives" or "associated persons." Sailer Financial offers various investment advisory services to clients depending on the client's needs. The advisory services are more fully explained below.

I. Financial Planning Services

The **Sailer Financial Navigator™**, a *Unique Financial Planning Process*, is a series of meetings designed to customize a financial plan to Client's unique set of circumstances. In a consultative process which takes place in four (4) to six (6) meetings, Client(s) will be led through a comprehensive review of Client's financial assets and liabilities, assisted in defining Client's financial goals, and the likelihood of meeting Client's goals will be evaluated as well as documented in a written financial plan. The goal is to create a plan that is consistent with the client's financial and tax status, in addition to their risk profile and return objectives. As a part of this process, Adviser offers the following services as needed:

- Retirement Planning
- Education Planning
- Estate Planning
- Insurance Need Analysis
- Fringe Benefits Analysis
- Budgeting and Cash Flow Analysis

Fee and Payment Schedule

Fees for financial planning and related services will range from \$3,000 to \$15,000. Fees are negotiable with each client and are based on various factors such as the services requested by the client, complexity of the client's situation, and research and resources needed to provided the requested services.

Generally, fees will be due one-half (1/2) upon client's execution of the advisory agreement and the balance due upon presentation or completion of the services or 90 days, whichever comes first. Typically, presentation of any planning service will be made within 90-days of client's execution of the advisory agreement. However, the client may negotiate another payment schedule with Sailer Financial.

Client is advised that fees for financial planning are strictly for financial planning services. Therefore, client may pay fees and/or commissions for additional services obtained such as asset management or products purchased such as securities or insurance.

When multiple services are offered, there is a potential conflict of interest since there is an incentive for the party offering financial planning services to recommend products or services for which the Sailer Financial, or a related party, may receive compensation. However, financial planning clients are under no obligation to act upon any recommendations of Sailer Financial or to implement the recommendations through Sailer Financial if they decide to follow the recommendations.

Client may terminate advisory services within five (5) business days after entering into the advisory agreement without penalty. After five (5) business days of entering into the advisory agreement, termination will be effective upon receipt of the other party's written notice to terminate. Client will be responsible for any time spent by Sailer Financial in

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	<p>providing the client advisory services or analyzing the client's situation. No refund of any portion of the initial deposit will be made to the client.</p> <p>II. Traditional "Asset Allocation" Investment Management Services</p> <p>Sailer Financial offers investment management services on a discretionary and non-discretionary basis. Sailer Financial will manage client's account based upon a client's individual investment goals, objectives, risk tolerance, and investment time horizon. Sailer Financial will create an asset allocation specific to the client.</p> <p>If the client's securities portfolio is managed on a discretionary basis Sailer Financial will have limited power of attorney to execute transactions on behalf of the client without obtaining specific client consent prior to every transaction. This authority is limited to securities contained in the client's managed account.</p> <p>If the client's securities portfolio is managed on a non-discretionary basis Sailer Financial will notify and receive permission from the client prior to the sale or purchase of any or all of the securities contained in the client's managed account. The Adviser will not execute any transaction in the managed account without prior Client approval.</p> <p>The Adviser is compensated for investment management services based on clients' assets under management. Fees are paid quarterly in advance and are due on the 15th day of the last month of the calendar quarter for the upcoming quarter, and are based on the account's asset value as of the last business day of the prior calendar quarter. Fees are prorated for accounts opened during the quarter. The account custodian will provide clients with an account statement reflecting the deduction of the advisory fee. If the advisory agreement is terminated, fees will be prorated to the date of termination and the unearned portion of the fee will be refunded to the client.</p> <p>Fees are negotiable based on the nature of the services requested by the client, mix of investment products, complexity of the client's situation, size of the client's account, and client's needs. If clients are being charged commissions, trailing or otherwise, the assets are not subject to investment advisory fees. However, if the investment is a variable annuity the value of the investment is subtracted from the advisory fee calculation for the first 12 months.</p> <p>The following fee schedule is used as a baseline for fee negotiations.</p> <table border="1"> <thead> <tr> <th>Assets Under Management</th><th>Annual Percentage (%) Fee</th></tr> </thead> <tbody> <tr> <td>First \$1,000,000</td><td>1.25%</td></tr> <tr> <td>\$1,000,001 to \$2,000,000</td><td>1.00%</td></tr> <tr> <td>\$2,000,001 to \$5,000,000</td><td>0.55%</td></tr> <tr> <td>\$5,000,001 to \$10,000,000</td><td>0.35%</td></tr> <tr> <td>\$10,000,001 to \$20,000,000</td><td>0.25%</td></tr> <tr> <td>\$20,000,001 and above</td><td>0.20%</td></tr> </tbody> </table> <p>The account custodian charges fees, which are in addition to and separate from the investment advisory fees. Custodians may charge accounts for various transaction costs, retirement plan and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12 (b)(1) fees. Mutual funds also have annual expenses, which are described in each fund's prospectus.</p>	Assets Under Management	Annual Percentage (%) Fee	First \$1,000,000	1.25%	\$1,000,001 to \$2,000,000	1.00%	\$2,000,001 to \$5,000,000	0.55%	\$5,000,001 to \$10,000,000	0.35%	\$10,000,001 to \$20,000,000	0.25%	\$20,000,001 and above	0.20%
Assets Under Management	Annual Percentage (%) Fee														
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Advisory clients should also note that fees for comparable services vary and lower or higher fees for comparable services may be available from other sources.

If the Account does not contain sufficient funds to pay advisory fees, Sailer Financial 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 Sailer Financial, except for ERISA and IRA accounts

III. Moving to Strength™ Investment Strategy Services

An investment committee of Sailer Financial adviser representatives and other outside investment advisers, chosen by Sailer Financial, meet regularly to determine the portfolios used in the investment strategy. After gathering information about a client's financial situation, investment objectives and risk tolerance, Sailer Financial will assist the client in selecting a particular **Moving to Strength™ Investment Strategy** portfolio. The portfolio is managed on a discretionary basis and Sailer Financial will have limited power of attorney to execute transactions on behalf of the client without obtaining specific client consent prior to every transaction. This authority is limited to securities contained in the client's managed account.

The Adviser is compensated for **Moving to Strength™ Investment Strategy** services based on clients' assets under management. Fees are paid quarterly in advance and are due on the 15th day of the last month of the calendar quarter for the upcoming quarter, and are based on the account's asset value as of the last business day of the prior calendar quarter. Fees are prorated for accounts opened during the quarter. A portion of the fee may be allocated to third parties for research, trading and other services. The account custodian will provide clients with an account statement reflecting the deduction of the advisory fee. If the advisory agreement is terminated, fees will be prorated to the date of termination and the unearned portion of the fee will be refunded to the client.

Client accounts on the **Moving to Strength™ Investment Strategy** are subject to the following fees:

<i>Assets Under Management</i>	<i>Annual Percentage (%) Fee</i>
First \$1,000,000	2.25%
\$1,000,001 to \$2,000,000	2.00%
\$2,000,001 to \$5,000,000	1.55%
\$5,000,001 to \$10,000,000	1.35%
\$10,000,001 to \$20,000,000	1.25%
\$20,000,001 and above	1.20%

The account custodian charges fees, which are in addition to and separate from the investment advisory fees. Custodians may charge accounts for various transaction costs, retirement plan and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12 (b)(1) fees. Mutual funds also have annual expenses, which are described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower or higher fees for comparable services may be available from other sources.

If the Account does not contain sufficient funds to pay advisory fees, Sailer Financial has

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Answer

limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. Client may reimburse the account for advisory fees paid to Sailer Financial, except for ERISA and IRA accounts

IV. Asset Allocation Services through Third Party Investment Advisor (TPIA)

The Adviser has entered into agreements with various third-party advisers. Under these agreements, the Adviser offers clients various types of programs sponsored by these advisers. All third-party investment advisers to whom the Adviser will refer clients will be licensed as investment advisers by their resident state and any applicable jurisdictions or registered investment advisers with the Securities and Exchange Commission.

After gathering information about a client's financial situation and investment objectives, the Adviser will assist the client in selecting a particular third-party program. The Adviser receives compensation pursuant to its agreements with these third-party advisers for introducing clients to these third-party advisers and for certain ongoing services provided to clients.

This compensation is disclosed to the client in a separate disclosure document and is typically equal to a percentage of the investment advisory fee charged by that third-party adviser or a fixed fee. The disclosure document provided by the Adviser will clearly state the fees payable to the Adviser and the impact to the overall fees due to these payments.

Since compensation the Adviser receives may differ depending on the agreement with each third-party adviser, the Adviser may have an incentive to recommend one third-party adviser over another, if the compensation arrangements are more favorable. Since the independent third-party adviser may pay the fee for the investment advisory services of the Adviser, the fee paid to the Adviser is not negotiable, under most circumstances.

Fees paid by clients to independent third-parties are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document of each independent third-party adviser to whom the Adviser refers its clients, and may or may not be negotiable, as disclosed in the disclosure documents of the third-party adviser.

Clients who are referred to third-party investment advisers will receive full disclosure, including services rendered and fee schedules, at the time of the referral, by delivery of a copy of the relevant third-party adviser's Form ADV Part II or equivalent disclosure document at the same time as the Form ADV Part II or equivalent disclosure document of the Adviser.

In addition, if the investment program recommended to a client is a wrap fee program the client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program. The Adviser will provide to each client all appropriate disclosure statements, including disclosure of solicitation fees to the Adviser and its advisory associates.

Sailer Financial recommends investments in various non-publicly traded REITs, limited partnerships and LLCs and 529 plans when suitable.

Education & Business Standards

Individuals who desire to associate with Sailer Financial as Advisory Representatives must

Item 3.L

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Item 5	have obtained a professional designation such as CFP, ChFC, CFA or PFS. As an alternative to a professional designation, individuals must be in good standing and hold a license that is acceptable by the applicable jurisdiction.	
Item 6	<p>Education & Business Background</p> <p>Amy Sailer, CFP® was born in 1953.</p> <p>Education:</p> <ul style="list-style-type: none">• George Peabody College, Nashville, TN – attended from 1971 to 1972 <p>Business Background:</p> <ul style="list-style-type: none">• Sailer Financial, Inc., President, Advisory Representative, Agent – 06/2003 to Present• a.d.vallett financial group formerly known as Institutional Capital Management, Registered Representative – 01/2010 to Present• Sailer Financial, Sole Proprietor, Financial Planner, Agent – 01/2002 to 05/2003• Securities Service Network, Inc., Registered Representative – 01/2002 to 12/2009• Trustmark Financial, Financial Planner – 09/1989 to 01/2002 <p>Lisa B. Dreher, CPA, CFP® was born in 1957.</p> <p>Education:</p> <ul style="list-style-type: none">• Murray State University, Murray, KY – attended from 1975 to 1978 – Graduated in 1978 with a B.S. Degree in Accounting, Summa Cum Laude <p>Business Background:</p> <ul style="list-style-type: none">• Sailer Financial, Inc., Vice-President, Advisory Representative, Agent – 06/2003 to Present• a.d.vallett financial group formerly known as Institutional Capital Management, Registered Representative – 01/2010 to Present• Sailer Financial, Financial Planner, Agent – 01/2003 – 05/2003• Securities Service Network, Inc., Registered Representative – 01/2003 to 12/2009• Prudential Securities, Registered Representative – 07/2000 to 01/2003• Nortel Networks, Sr. Tax Manager – 07/1993 to 07/2000 <p>Jeremy P. Hutzal, CFP® was born in 1984.</p> <p>Education:</p> <ul style="list-style-type: none">• Belmont University, Nashville, TN – Graduated in 2006 with a B.B.A. Degree in Finance, Cum Laude <p>Business Background:</p>	

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Items 7 (A, B, & C)

- Sailer Financial, Inc., Vice-President, Advisory Representative – 12/2009 to Present
- a.d.vallett financial group formerly known as Institutional Capital Management, Registered Representative – 01/2010 to Present
- Securities Service Network, Inc., Licensed Assistant – 07/2008 to 12/2009
- Sailer Financial, Inc., Investment/Portfolio Specialist – 05/2006 to 11/2009

Other Business Activities

Sailer Financial, Inc. is a licensed insurance company and some of its associated persons are insurance agents and they receives commissions from the sale of fixed life, fixed annuities, Long-Term Care Policies, Disability and Group and Individual Health Policies. Associated persons are registered securities representatives of a.d.vallett financial group, a registered broker-dealer, member of the Financial Industry Regulatory Authority, Inc. ("FINRA"). Associated persons may recommend securities, insurance, or other products, and receive normal securities transactions commissions if products are purchased through any firms with which any associated persons are affiliated.

Thus, a conflict of interest exists between the interests of associated persons and those of the advisory clients. However, clients are under no obligation to act upon any recommendations of the associated persons or effect any transactions through the associated persons if they decide to follow the recommendations.

Items 9 B & E) & 13.A

Transactions & Other Compensation

In their capacity as registered representatives, associates of Sailer Financial may receive payments from certain mutual funds distributed pursuant to a 12b-1 distribution plan or other such plans as compensation for administrative services, representing a separate financial interest. As such, a conflict of interest may exist with respect to recommendations to buy or sell securities. In all cases, transactions are effected in the best interests of the client. Sailer Financial does not permit insider trading and has implemented procedures to ensure that its policy regarding insider trading is being observed by associated persons.

Associated persons may own an interest in or buy or sell for their accounts the same securities, which may be purchased or sold in the accounts of advisory clients. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients and their personal transactions are regularly monitored. Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell specific securities for their accounts based on personal investment considerations, which Sailer Financial does not deem appropriate to buy or sell for clients.

Code of Ethics

Sailer Financial has adopted a Code of Ethics for the purpose of instructing its personnel in their ethical obligations and to provide rules for their personal securities transactions. Sailer Financial and its personnel owe a duty of loyalty, fairness and good faith towards their clients, and the obligation to adhere not only to the specific provisions of the Code but to the general principles that guide the Code.

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Items 12 (A & B)

The Code covers a range of topics that may include: general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code, review and enforcement processes, amendments to Form ADV and supervisory procedures. Sailer Financial will provide a copy of the Code to any client or prospective client upon request.

Discretion & Brokerage Recommendations

Sailer Financial will have discretion over the selection and amount of securities to be bought or sold without obtaining specific client consent. Sailer Financial will not have discretion over the selection of the broker to be used and the commission rates to be paid.

Associated persons in their capacity as registered representatives of a.d.vallett financial group may suggest that clients implement recommendations through a.d.vallett financial group. If the client so elects, associated persons would receive normal and customary commissions as sales agents resulting from any securities transactions, presenting associated persons with a conflict of interest. Furthermore, in implementing a plan through relationships maintained by associated persons, clients may pay commissions or fees that are higher or lower than those that may be obtained from elsewhere for similar services. Clients are advised that they are under no obligation to implement the plan or its recommendations through the associated persons in their capacities as registered representatives.

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