

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

OMB Number:

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hours per response. . . .9.01

Name of Investment Adviser:

Rhoads Lucca Capital Partners L.P.

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

14911 Quorum Drive, Suite 380**Dallas****TX****75254****(214) 373-9771**

**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:

Rhoads Lucca Capital Partners L.P.

SEC File Number:

801-64590

Date:

9/2010

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 RLCP, 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 | 100% |
| <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 type="checkbox"/> | (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities | % |
| <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 RLCP 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 type="checkbox"/> | (2) Hourly charges | <input type="checkbox"/> | (5) Commissions |
| <input 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 type="checkbox"/> | A. Individuals | <input 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 checked="" type="checkbox"/> | C. Investment companies | <input type="checkbox"/> | G. Other (describe on Schedule F) Private Investment Fund |
| <input 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).

FORM ADV**Part II - Page 3**

Applicant:

Rhoads Lucca Capital Partners L.P.

SEC File Number:

801-64590

Date:

9/2010**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 checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input checked="" type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | |
| | <input checked="" type="checkbox"/> J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input checked="" type="checkbox"/> (1) tangibles |
| (other than commercial paper) | <input checked="" type="checkbox"/> (2) intangibles |
| | |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in: |
| | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (2) oil and gas interests |
| | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> F. Municipal securities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| | |
| <input type="checkbox"/> G. Investment company securities | |
| <input type="checkbox"/> (1) variable life insurance | |
| <input 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 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 type="checkbox"/> Corporate rating services | (8) <input checked="" type="checkbox"/> Other (explain on Schedule F) |

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

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input 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).

FORM ADV**Part II - Page 4**

Applicant:

Rhoads Lucca Capital Partners L.P.

SEC File Number:

801-64590

Date:

9/2010**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 RLCP 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 checked="" 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).

FORM ADV**Part II - Page 5**

Applicant:

Rhoads Lucca Capital Partners L.P.

SEC File Number:

801-64590

Date:

9/2010**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 RLCP 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 RLCP or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

- 10. Conditions for Managing Accounts.** Does RLCP 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.

RLCP's Investment Committee, made up of the executive team of RLCP's General Partner, meets as needed but no less than once per week. Each meeting includes a review of client portfolio holdings, performance, position sizing and hedges.

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

Since there currently is only one public mutual fund client of the adviser, the fund accountant provides their own independent accounting supported by brokerage and FCM reports gotten directly from the executing brokers. Therefore, daily accounting is available to the client from independent sources.

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

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Applicant:

Rhoads Lucca Capital Partners L.P.

SEC File Number:

801-64590

Date:

9/2010**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 RLCP 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 RLCP 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 RLCP 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; 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

☐ ☒**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**

RLCP:	SEC File Number:	Date:
Rhoads Lucca Capital Partners L.P.	801-64590	9/2010

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

1. Full name of RLCP exactly as stated in Item 1A of Part I of Form ADV: Rhoads Lucca Capital Partners L.P.	IRS Empl. Ident. No.: 20-2988106
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Item of Form (identify)	Answer
1.D	SERVICES Rhoads Lucca Capital Partners L.P. (RLCP) whose General Partner is Rhoads Lucca Capital Management, Inc., provides discretionary money management services to: mutual funds. There is currently only one client fund; Autopilot Managed Growth Fund™.
2. G.	<u>Autopilot Managed Funds</u> - This is a family of mutual funds established and managed by the Limited Partnership, RLCP. These funds are available to the public; and are distributed through Northern Lights Distributors, LLC, are administered by Gemini Fund Services LLC and are custodied at First National Bank of Omaha. All fees to clients are built into the funds. RLCP currently only offers investment supervisory services to one client, but in the future may provide investment supervisory services to additional public and private fund clients.
4.A(5)	METHODS OF ANALYSIS In addition to Charting, Fundamental and Technical Analysis, and Quantitative and Qualitative Screening techniques done in house and subscribed to from outside providers will be used to help identify securities and/or groups of securities in which positions may be taken.
4.B(8)	RLCP obtains information from a wide variety of publicly available sources. RLCP investment professionals do not have, and do not claim to have, sources of inside or non-public information. Among the sources of information used are subscription analysis services and database services that provide current and historical pricing data, screening tools, market analysis and portfolio recommendations.
4.C(7)	Futures, options and other derivatives may be used for hedging and managing long or short exposure.
5.	EDUCATION AND BUSINESS STANDARDS RLCP requires that investment professionals possess 4 years of professional investment experience and 4 years of secondary education
6.	EDUCATION AND BUSINESS BACKGROUNDS
6. D. Rhoads	John D. Rhoads (born 1941), principal <i>Education:</i> - Midwestern University (Wichita Falls, TX): General studies 1960-62

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**

RLCP:	SEC File Number:	Date:
Rhoads Lucca Capital Partners L.P.	801-64590	9/2010

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

1. Full name of RLCP exactly as stated in Item 1A of Part I of Form ADV: Rhoads Lucca Capital Partners L.P.		IRS Empl. Ident. No.: 20-2988106
Item of Form (identify)	Answer	
(cont.d)	<ul style="list-style-type: none"> - Dallas Bible College (Dallas, TX): General studies 1970-73 - Certificate, College for Financial Planning (Denver, CO): Certified Financial Planner, 1984-2007 <p><i>Business:</i></p> <ul style="list-style-type: none"> - Rhoads Lucca Capital Management, Inc.: President, 11/80-present - Walnut Street Securities: Registered Representative and Branch Manager (Dallas, TX), 8/90-4/99 - Advantage Capital: Registered Representative and Branch Manager (Dallas, TX), 1/75-8/90 <p>David A. Lucca (born 1957), principal and Associated Person</p> <p><i>Education:</i></p> <ul style="list-style-type: none"> - B.S.- Pennsylvania State University: Recreation & Parks Leadership, 1980 - International Graduate Christian University (San Bernardino, CA): Certificate, Biblical Study, 1983 - M.A. - Dallas Theological Seminary (Dallas, TX): Biblical Studies, 1986 - Certificate, College for Financial Planning (Denver, CO): Certified Financial Planner, 1989-2007 <p><i>Business:</i></p> <ul style="list-style-type: none"> - Rhoads Lucca Capital Management, Inc.: Vice President, Secretary & Treasurer, 12/88-present - Gary Smith, CPA, PC: Investment Management, 12/86-12/88 <p>Peter B. Mauthe (born 1955), principal, Associated Person, Chief Compliance Officer</p> <p><i>Education:</i></p> <ul style="list-style-type: none"> - University of Miami (Miami, FL): General Studies, Finance 1974-1978 - Indiana University Extension (Columbus, IN) Calculus 1975 - The Executive Committee, Executive Business Management (Scottsdale, AZ) 2000-2002 (Dallas, TX) 2005-Present <p><i>Business:</i></p> <ul style="list-style-type: none"> - Rhoads Lucca Capital Management, Inc.: COO (Dallas, TX) 2004 - Present - Spectrum Financial, Inc.: COO (Virginia Beach, VA) 2002-2004 - Trendstat Capital Management, Inc.: President (Scottsdale, AZ) 1998-2002 - Global Investment Solutions LLC: Managing Member (Newport Beach, CA) 1997 - Core Asset Management, Inc.: President (Irvine, CA) 1994-1997 - MK Asset Management, Inc.: President (Irvine, CA) 1984-1994 	
7.A	OTHER BUSINESS ACTIVITIES	

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**

RLCP:	SEC File Number:	Date:
Rhoads Lucca Capital Partners L.P.	801-64590	9/2010

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

1. Full name of RLCP exactly as stated in Item 1A of Part I of Form ADV: Rhoads Lucca Capital Partners L.P.		IRS Empl. Ident. No.: 20-2988106
Item of Form (identify)	Answer	
8.C (3)	<p>John Rhoads, David Lucca and Peter Mauthe are principals in Rhoads Lucca Capital Management, Inc. which is the general partner of RLCP and an S.E.C.-Registered Investment Adviser (IARD #801-27938)</p> <p>David Lucca independently runs www.uspfa.org which provides financial information on a subscription basis to commercial pilots.</p> <p>Peter Mauthe owns 10% of Ruby's Exotic Vault, Inc. an auto storage business.</p> <p>RLCP is a Limited Partnership whose General Partner (1% interest) is Rhoads Lucca Capital Management, Inc. Principal owners are the same for both entities. No clients have an ownership interest in either.</p>	
9 A. & 9.E	<p>PARTICIPATION IN CLIENT TRANSACTIONS</p> <p>Staff at RLCP and their immediate family members may have personal accounts managed by the General Partner of RLCP and/or RLCP or may invest in the public investment fund, Autopilot Managed Growth FundTM. These accounts are managed in the same way as client accounts and in no way are given any preferential treatment over client accounts, except that the management fees may be waived or reduced as to these investors by RLCP.</p> <p>Further, it is the expressed policy of RLCP and its General Partner that:</p> <ul style="list-style-type: none"> • No person employed by RLCP shall put their own interest or that of family members above that of its clients. • All individuals employed by RLCP must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. • No person employed by RLCP may purchase or sell any security for personal gain prior to a transaction(s) being implemented for a client. • No person employed by RLCP may buy or sell securities for their personal portfolio(s) where their decision is substantially derived by reason of their employment, unless the information is also available to the investing public on reasonable inquiry. 	
10.	<p>CONDITIONS FOR MANAGED ACCOUNTS</p> <p>RLCP provides discretionary money management services as the Adviser of the Autopilot Mutual Funds. All fees to clients are built into the funds. These funds are available to the public; and are distributed through Northern Lights Distributors, LLC, are administered by Gemini Fund Services LLC and are custodied at First National Bank of Omaha.</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**

RLCP:	SEC File Number:	Date:
Rhoads Lucca Capital Partners L.P.	801-64590	9/2010

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

1. Full name of RLCP exactly as stated in Item 1A of Part I of Form ADV: Rhoads Lucca Capital Partners L.P.	IRS Empl. Ident. No.: 20-2988106
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Item of Form (identify)	Answer
12.A(1)	<p>Mutual Fund clients are generally required to have \$10 million of assets before RLCP will accept the fund as a client.</p> <p>Autopilot Managed Growth Fund™ is a no-load¹, multi-cap equity fund. The minimum initial investment to open an account is \$10,000 for regular accounts and \$4,000 for retirement plans and automatic investment plans. The minimum subsequent investment is \$1,000, \$500 for retirement plans and \$50 for automatic investment plans. The minimum initial and subsequent investments may be waived by the adviser. Lower minimum initial and additional investments may also be applicable if the shares are purchased through a financial intermediary. There is no minimum investment requirement when you are buying shares by reinvesting dividends and distributions from the Fund.</p> <p>INVESTMENT OR BROKERAGE DISCRETION</p> <p>RLCP has the authority to choose what securities to buy and sell, what quantity of securities to buy and sell, what broker dealer, what futures commission merchant to use and what commission rates to negotiate.</p> <p>RLCP chooses brokers using criteria such as commission rates charged, quality and quantity of execution services and processes offered, quality of reporting and user interface(s) for order entry and reporting. RLCP does not enter into or use “soft dollar” arrangements when selecting a broker unless such benefits are incidental to the services offered by the brokerage firm. Nor does RLCP have any financial interest in selecting one broker over another.</p> <p>Best execution for all trades is an objective of the applicant. Trades are monitored and evaluated on a regular basis. True “best execution” on trades is not able to be assured.</p> <p>RLCP may manage investment funds, from time to time, that may trade in the same securities. Should this occur, a conflict may be created that RLCP will deal with according to its practices of trying to make sure that no one fund is favored over another.</p> <p>Trading conflicts may occur but they will be avoided whenever possible. Conflicts may occur when trading securities and/or futures in different client accounts. Whenever possible, when trading the same security or futures contract for more than one account, average pricing will try to be obtained so no account is disadvantaged. If average pricing is not available, then every effort will be made 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**

RLCP:	SEC File Number:	Date:
Rhoads Lucca Capital Partners L.P.	801-64590	9/2010

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

1. Full name of RLCP exactly as stated in Item 1A of Part I of Form ADV: Rhoads Lucca Capital Partners L.P.		IRS Empl. Ident. No.: 20-2988106
Item of Form (identify)	Answer	
13.B	<p>avoid trading more than one account at the same time in the same security.</p> <p>Despite best efforts, conflicts may occur. When they do occur, they will be noted in the trade records. As long as efforts were made to avoid the conflict, no customer reimbursement will be made for incidental conflicts.</p> <p>RLCP has authority to vote proxies for its clients, and has policies and procedures in place which clients may request at any time to review. Clients may also request voting records.</p> <p>RLCP has entered into agreements with another RIA's who will act as an Investment Advisor Representative (IAR). The IAR's will be paid out of the revenue received by RLCP and not as an additional fee to clients introduced by the IAR.</p>	

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