

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

Name of Investment Adviser: Total Clarity Wealth Management, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
525 Tyler Rd. Suite U	St. Charles	IL	60174	(630) 762-9352

**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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March 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.)

Applicant:

Total Clarity Wealth Management, Inc.

SEC File Number:

801-67755

Date:

3/22/2010

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. Estimate (See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 70% |
| <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 | 10% |
| <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 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 | | | |

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

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

- A. Equity Securities ☒ H United States government securities
- ☒ (1) exchange-listed securities
- ☒ (2) securities traded over-the-counter
- ☒ (3) foreign issues ☒ I. Options contracts on:
- ☒ B. Warrants ☐ (1) securities
- ☒ C. Corporate debt securities (other than commercial paper) ☐ (2) commodities
- ☒ D. Commercial paper ☐ J. Futures contracts on:
- ☒ E. Certificates of deposit ☐ (1) tangibles
- ☒ F. Municipal securities ☐ (2) intangibles
- G. Investment company securities
- ☒ (1) variable life insurance
- ☒ (2) variable annuities
- ☒ (3) mutual fund shares
- ☒ K. Interests in partnerships investing in:
- ☐ (1) real estate
- ☐ (2) oil and gas interests
- ☐ (3) other (explain on Schedule F)
- ☒ L. Other (explain on Schedule F)

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- (1) ☐ Charting (4) ☒ Cyclical
- (2) ☒ Fundamental (5) ☐ Other (explain on Schedule F)
- (3) ☒ Technical

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

- (1) ☒ Financial newspapers and magazines (5) ☐ Timing services
- (2) ☐ Inspections of corporate activities (6) ☒ Annual reports, prospectuses, filings with the Securities and Exchange Commission
- (3) ☒ Research materials prepared by others (7) ☒ Company press releases
- (4) ☒ Corporate rating services (8) ☐ Other (explain on Schedule F)

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

- (1) ☒ Long term purchases (securities held at least a year) (5) ☒ Margin transactions
- (2) ☒ Short term purchases (securities sold within a year) (6) ☒ Option writing, including covered options, uncovered options or spreading strategies
- (3) ☒ Trading (securities sold within 30 days) (7) ☐ Other (explain on Schedule F)
- (4) ☐ Short sales

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5. Education and Business Standards.

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

Yes No
☒ ☐

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

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

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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.

Client accounts will be reviewed at least quarterly and Clients will be contacted not less than annually or as agreed by Client and Advisory Representative. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Generally, Advisory Representatives will monitor for changes or shifts in the economy, changes to the management and structure of a mutual fund or company in which Client assets are invested, and market shifts and corrections. Clients are advised that they should notify their Advisory Representative promptly of any changes to Client's financial goals, objectives or financial situation as such changes may require Advisory Representative to review Client's portfolio and make recommendations for changes. Advisory Representatives are responsible for ensuring timely reviews and suitable recommendations.

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

Clients will be provided with accounts statements reflecting the account holdings at the end of the quarter and performance of these holdings in Client's account on a quarterly basis. Client will be provided with confirmations for each securities transaction executed in client's account. Depending on the services requested by Client, the advisory representative may provide records of transactions occurring in Client's account each quarter and/or realized and unrealized gains & losses in the account. These reports are also available upon Client's request.

Financial plans will be reviewed periodically as needed, as the result of qualifying events or at the request of the Client. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place.

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:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.		IRS Empl. Ident. No.: 20-5303069
Item of Form (identify)	Answer	
Item 1 D	<p>Total Clarity Wealth Management, Inc. is referred to herein as “Applicant” or “Adviser.” Associated persons of Adviser are referred to herein as “Advisory Representatives.”</p> <p><u>Asset Allocation and Management/Portfolio Monitoring Programs</u></p> <p>Clients wanting to engage Adviser to manage Client’s account will need to establish an account (“Account”) with Pershing, LLC (“Pershing”) and grant trading authorization to Adviser. Adviser will generally require Clients to deposit a minimum of \$10,000 (cash or securities) to a brokerage account(s) in order to participate in investment advisory services offered by Adviser. However, under certain circumstances, with the written approval of the CCO or designee, Adviser may waive the minimum investment size requirement and accept Clients with less than \$10,000. Such circumstances may include but not be limited to situations in which additional assets will soon be deposited or when Client has other accounts with Adviser. Custodial services for the managed Account will be provided through Pershing, LLC. With the exception of authorized debiting or deduction of advisory fees from Clients’ accounts, Total Clarity does not have custody or possession of Client funds or securities.</p> <p>Adviser offers asset allocation and management/portfolio monitoring services on a discretionary and non-discretionary basis. Advisory Representatives will gather information on a Client’s financial history, goals, objectives, and financial concerns and assist Client in developing an asset allocation strategy. All information gathered from Client is confidential. Client will establish an Account and deposit cash, cash equivalents and securities and engage an Advisory Representative to manage the Account. Based on Client’s investment objectives, risk tolerance, and financial situation. Client’s Advisory Representative will monitor the Account and make investment recommendations for products that, if applicable, can be purchased at Net Asset Value (NAV). In the case of Unit Investment Trusts (UITs), many are not purchased into the account at NAV. They are purchased at the public offering price (NAV plus maximum sales charge).</p> <p>For discretionary accounts, Advisory Representatives will not contact their Clients to discuss recommendations for changes within Client’s Account and will not obtain Client’s prior authorization before any buy, sell or exchange. Recommendations are submitted for Client approval unless a limited trading authorization is executed by Client and is provided to the Adviser for approval. The Advisory Representative will be reasonably available to</p>	

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

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Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.	IRS Empl. Ident. No.: 20-5303069
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Item of Form (identify)	Answer														
	<p>provide advice, make recommendations and execute transactions.</p> <p>Advisory fees will be charged in advance on a calendar quarterly basis, based on the account balance on the last working day of the previous quarter. Upon establishment of an Account, the fee will be based upon the proportion of the number of days remaining in the quarter and, thereafter, quarterly on the last working day of each calendar quarter. The initial, pro-rated fee will be charged in arrears; subsequent fees will be billed in advance.</p> <p>Advisory fees for all periods will be charged to and collected directly from the Account early in the quarter. Client will authorize Adviser to deduct the fee directly from the account pursuant to the authorization granted under the Client Agreement. Clients will be provided with a fee notification that identifies the advisory fee, the value of the Account, and from which account(s) the fee will be deducted. If the Account does not contain sufficient funds to pay advisory fees, Adviser 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 Adviser, 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. Adviser offers the following managed account programs to Clients and advisory fees are in accordance with the blended fee schedules as indicated:</p> <p>1. Total Clarity Vision Account program</p> <table> <tr> <th><u>Account Size</u></th><th><u>Maximum Annual Fee</u></th></tr> <tr> <td>\$0 to \$50,000</td><td>2.25%</td></tr> <tr> <td>Next \$50,001 to \$100,000</td><td>2.00%</td></tr> <tr> <td>Next \$100,001 to \$250,000</td><td>1.75%</td></tr> <tr> <td>Next \$250,001 to \$500,000</td><td>1.50%</td></tr> <tr> <td>Next \$500,001 to \$1,000,000</td><td>1.25%</td></tr> <tr> <td>Next \$1,000,001 and above</td><td>1.00%</td></tr> </table> <p>Such fees are negotiable and may vary from Client-to-Client and are detailed on the Total Clarity Vision Account Agreement provided to the Client, but may not exceed the schedule shown above. The fee schedule is a graduated schedule. More than one fee rate may apply to the account if the total account value is \$50,001 or more at the time of valuation for the purposes of the fee calculation. Clients are advised that Total Clarity retains a portion of</p>	<u>Account Size</u>	<u>Maximum Annual Fee</u>	\$0 to \$50,000	2.25%	Next \$50,001 to \$100,000	2.00%	Next \$100,001 to \$250,000	1.75%	Next \$250,001 to \$500,000	1.50%	Next \$500,001 to \$1,000,000	1.25%	Next \$1,000,001 and above	1.00%
<u>Account Size</u>	<u>Maximum Annual Fee</u>														
\$0 to \$50,000	2.25%														
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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Item of Form (identify)	Answer														
	<p>the advisory fees equal to 0.04% of the account value at the end of each quarter to cover administrative costs. The remainder of the fee is paid to the Advisory Representative of record.</p> <p>A custodial service fee of \$4.00 per transaction may be applicable, for certain mutual funds, in Total Clarity Vision Accounts. Total Clarity does not receive any portion of this fee or control this fee. Clients are advised some Advisory Representatives may choose to cover this cost for their Clients; however, this is up to the discretion of each advisory representative. If these costs are covered by the Advisory Representative they are refunded back at the end of each quarter to the account from which the management fees are pulled.</p> <p>Client accounts from one household may be consolidated to get an aggregation of account values for fee calculations. Client's annual asset management fee may then be based on an aggregate value of all accounts within the established household. This practice varies by Advisory Representative; so a Client could pay more or less for management services depending on the Advisory Representative they select.</p> <p>The Total Clarity Vision Account program is a wrap fee program which bundles advisory, administrative and transaction charges into one asset-based fee. Clients are advised that a wrap fee program may be more costly to Client than if Client obtained execution and investment advisory services separately. Additionally, Client is advised that a wrap fee account, as compared with a traditional commission-based account, may be more costly, particularly during periods when trading activity is lower. Fees may be lower if Client obtained the services in an unbundled program and purchased such services separately. However, during periods when trading activity is heavier, such as when the account is first opened and during periods of increased market movements, wrap fee accounts may result in lower costs.</p> <p>2. Total Clarity Value Account</p> <table> <tr> <th><u>Account Size</u></th><th><u>Maximum Annual Fee</u></th></tr> <tr> <td>\$0 to \$50,000</td><td>1.95%</td></tr> <tr> <td>Next \$50,001 to \$100,000</td><td>1.75%</td></tr> <tr> <td>Next \$100,001 to \$250,000</td><td>1.50%</td></tr> <tr> <td>Next \$250,001 to \$500,000</td><td>1.25%</td></tr> <tr> <td>Next \$500,001 to \$1,000,000</td><td>1.00%</td></tr> <tr> <td>Next \$1,000,001 and above</td><td>.75%</td></tr> </table>	<u>Account Size</u>	<u>Maximum Annual Fee</u>	\$0 to \$50,000	1.95%	Next \$50,001 to \$100,000	1.75%	Next \$100,001 to \$250,000	1.50%	Next \$250,001 to \$500,000	1.25%	Next \$500,001 to \$1,000,000	1.00%	Next \$1,000,001 and above	.75%
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Item of Form (identify)	Answer
	<p>Such fees are negotiable and may vary from Client-to-Client and are detailed on the Total Clarity Value Account Agreement provided to the Client, but may not exceed the schedule shown above. The fee schedule is a graduated schedule. More than one fee rate may apply to the account if the total account value is \$50,001 or more at the time of valuation for the purposes of the fee calculation. Clients are advised that Total Clarity retains a portion of the advisory fees equal to 0.04% of the account value at the end of each quarter to cover administrative costs. The remainder of the fee is paid to the Advisory Representative of record.</p> <p>Client accounts from one household may be consolidated to get an aggregation of account values for fee calculations. Client's annual asset management fee may then be based on an aggregate value of all accounts within the established household. This practice varies by Advisory Representative so Client could pay more or less for management services depending on the Advisory Representative they select.</p> <p>In addition to the maximum annual fee set forth above for the Total Clarity Value Account, Client will also be charged transaction fees. Such fees are due and payable at the time orders are placed and may include a custodial service fee of \$4 per transaction and certain other miscellaneous charges. Except as noted, transaction fees include amounts paid by Adviser for clearing and execution as per Adviser's Pershing fee schedule. Adviser and Advisory Representative do not share in any portion of such fees or control these 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 Adviser and are compensation to the fund-manager. Clients should read the mutual fund prospectus prior to investing.</p> <p>With both programs, trades may be made using "order blasting" or an aggregate order of one security for several accounts at once. This results in an average price/share for all accounts included in the trade. Aggregated orders will not reduce the transaction costs to participating Clients. Adviser conducts aggregated transactions (order blasts) in a manner designed to ensure that no participating Client is favored over another Client. To the extent the aggregate order is not filled in its entirety and when possible, securities purchased or sold in an aggregated transaction will be allocated pro-rata to the participating Client accounts in proportion to the size of the orders placed for each account. Under certain circumstances, the amount of securities may be increased or decreased to avoid holding odd-lot or a small number of</p>

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Item of Form (identify)	Answer
	<p>shares for particular Clients. Not all Advisory Representatives have the ability to utilize "order blasting" and this type of trading may only be considered for accounts in which discretionary authorization has been given to Adviser and the Advisory Representative.</p> <p>With both programs, certain "no load" fund shares may be required to be held for a minimum time period, generally of six months. In the event that such shares are redeemed prior to the end of the minimum holding period, they may be subject to a redemption fee. The fee may be assessed by Pershing, LLC, or directly by the mutual fund sponsors as described in their prospectuses. Such fees are not shared with Adviser and are compensation to the fund-manager. In Total Clarity Vision Accounts, these fees are refunded back to the account from which the management fees are pulled at the end of each quarter, unless the trade was unsolicited (specifically requested by Client with no advice from the Advisory Representative). Clients should read the mutual fund prospectus prior to investing.</p> <p>Clients may deposit assets on which a commission was previously paid, including mutual funds on which a sales charge was paid, to a fee-based account. However, Adviser generally does not permit securities purchased on a commission basis to be transferred into a fee-based account for a minimum 2 year period after the securities were purchased, if the Advisory representative of record received the commission. Clients who want to transfer securities purchased on a commission basis within the last two years to a fee-based account will be required to execute an acknowledgment that they understand that commissions and advisory fees will be paid on the security based on the fee schedule disclosed above. This acknowledgement is not required if the securities were purchased by an outside firm and representative and are being transferred into a Vision or Value Account under the management of an Advisory Representative.</p> <p>Advisory Representatives may receive payments from certain mutual funds pursuant to a 12b-1 distribution plan or other such plans as described in the fund's prospectus. In addition, for investments that exceed \$1 million into a fund family, Advisory Representatives may receive payments as described in the fund's prospectus, usually ranging from .25-1.00%. In the event Clients elect to redeem shares out of the fund family within twelve to twenty-four months, depending upon the funds utilized, the Client may incur a contingent deferred sales charge. Otherwise, these shares will incur no sales charge. As a consequence, Advisory Representatives may have a greater incentive to recommend certain funds than other funds offered.</p>

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:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.		IRS Empl. Ident. No.: 20-5303069
Item of Form (identify)	Answer	
	<p>Advisory Representatives recommending Clients participate in the <i>Total Clarity Vision Account</i> and <i>Total Clarity Value Account</i> programs will receive compensation as a result of a Client's participation in the program. The amount of compensation paid to Total Clarity Wealth Management and the Advisory Representative may be more than what Total Clarity Wealth Management and the Advisory Representative would have received if the Client participated in other programs available through another broker/dealer or paid separately for investment advice, brokerage and other services. Clients are advised that Advisory Representatives may have a financial incentive to recommend these programs over other programs or services.</p> <p>Clients may make additions to the Account or withdrawals from the Account, provided the Account continues to meet minimum account size requirements. No fee adjustments will be made for additions or withdrawals or for Account appreciation or depreciation.</p> <p>Clients may terminate investment advisory services obtained from Adviser, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with Adviser. 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 with 15-days written notice to Adviser. Should Client terminate investment advisory services during a quarter, Client will be charged a pro-rata portion of the advisory fee for the quarter up to the date assets are transferred out of the account (termination date). The value of the Account on the date of termination will be used to determine whether a refund is due to Client. If Client chooses to terminate an Account within the first calendar year after the Account is opened, Client agrees to pay a fee ("Administrative Fee") of two hundred dollars (\$200) to defray initial account setup and administration costs. Such fee may be paid in the same manner as the Asset-Based Fee. Total Clarity may waive said "Administrative Fee" at its sole discretion.</p> <p>Total Clarity Wealth Management and Advisory Representatives may buy or sell securities identical to those securities recommended to Clients. Therefore, Total Clarity Wealth Management and Advisory Representatives may have an interest or position in certain securities that are also recommended and bought or sold to Clients. Total Clarity Wealth Management, its officers, directors, employees and Advisory Representatives may not trade ahead of Clients or trade in such a way to obtain a better price</p>	

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

Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

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

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Item of Form (identify)	Answer	
	<p>for themselves than for Clients.</p> <p>Adviser will contact Clients at least annually, or at Client's request, to discuss Client's investment portfolio and to update Client's financial information should any changes have occurred.</p> <p><u>Financial Planning</u> Adviser offers financial, estate, tax, and retirement planning services. Adviser will gather financial information and history from Client including, but not limited to: retirement and financial goals, investment objectives, investment horizon, financial needs, cash flow analysis, cost of living needs, education needs, savings tendencies, and other applicable financial information required by Adviser in order to provide the investment advisory services requested. Based upon Client's financial situation, Adviser will prepare a written financial plan addressing Client's needs.</p> <p>Financial plans are based on Client's financial situation at the time and are based on financial information disclosed by Client to Adviser. 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. Adviser cannot offer any guarantees or promises that Client's financial goals and objectives will be met. Further, Client must continue to review any plan and update the plan based upon changes in Client's financial situation, goals, or objectives or changes in the economy. Should Client's financial situation or investment goals or objectives change, Clients must notify Adviser promptly of the changes.</p> <p>Adviser offers advisory services on an hourly and/or fixed fee basis. Fees are negotiable and are charged in accordance with the fee schedules below.</p> <p><u>Hourly Fee:</u> up to \$300 per hour – payable as invoiced by Adviser. Generally, Adviser will invoice Client for all time spent each month. Client may terminate hourly 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, Client may terminate upon Adviser's receipt of Client's written notice to terminate. Client will be responsible for any time spent by Adviser in providing the Client advisory services or analyzing the Client's situation.</p>	

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

Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

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

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Item of Form (identify)	Answer
	<p><u>Fixed Fee:</u> \$250 - \$5,000 depending on the nature and complexity of each Client's circumstances and the scope of the project. One half (1/2) of the fee is payable at the signing of the Client Agreement with the remaining payable as invoiced by Adviser or Client may pay the full fee up front. Generally, Adviser will invoice Client at the completion of the project. Client may terminate fixed fee 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, Client may terminate upon Adviser's receipt of Client's written notice to terminate. Client will be responsible for any time spent by Adviser in providing Client advisory services or analyzing Client's situation.</p> <p>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 allocation and portfolio monitoring or products purchased such as securities or insurance.</p> <p><u>Special Projects</u> In addition to the above noted services, Client may engage Adviser to provide guidance and assistance for special projects. Special projects may include services such as The Discovery Process and Asset Review. The Discovery Process is a consulting process designed to help Clients gain clarity about the issues they face. Asset Review is a review of all Client assets, including those held outside of the management services of Adviser, such as in corporate retirement plans, family trusts, etc. Due to the flexible nature of special project services, fees are determined on a per project basis and will be outlined in detail in the Client Agreement. Client may terminate such 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, Client may terminate upon Adviser's receipt of Client's written notice to terminate. Client will be responsible for any time spent by Adviser in providing Client special project services.</p> <p><u>General</u> 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. Fees paid to Adviser or any investment advisory representative for advisory services are separate from the fees and expenses charged to shareholders of mutual fund shares by the mutual fund companies. A complete explanation of fees and expenses charged by mutual</p>

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

Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.	IRS Empl. Ident. No.: 20-5303069
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Item of Form (identify)	Answer
	<p>funds is contained in each mutual fund's prospectus. Clients are advised that Advisory Representatives are Registered Representatives of Financial Network Investment Corporation ("FNIC"), a registered broker/dealer, member of the Financial Industry Regulatory Authority ("FINRA") and SIPC. Therefore, when implementing a financial plan outside of a managed account, 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 Adviser and/or its Advisory Representatives and the interests of Client, in that Adviser and Advisory Representatives offer financial planning and investment advisory services for a fee and also offer various securities products for which they may be paid a commission. The securities products available through Adviser may be limited to certain products that have been reviewed and made available for offering through FNIC, 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 that could cause the Adviser or Advisory Representatives to not render unbiased and objective advice have been disclosed to the Client in writing via the Form ADV, Part II. Adviser does not maintain custody of Client funds or securities, with the exception of deduction of its fees from Clients' accounts, provided the Client has authorized fee deductions.</p> <p>Client is advised that the investment recommendations and advice offered by Adviser 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 Adviser promptly with respect to any changes in the Client's financial situation and investment goals and objectives. Failure to notify Adviser of any such changes could result in investment recommendations not meeting the needs of the Client.</p> <p>The level of experience of Advisory Representatives will vary.</p> <p>PRIVACY NOTICE Total Clarity Wealth Management gathers a variety of nonpublic information from Clients in order to provide advisory products and services. Total Clarity Wealth Management does not share nonpublic information with nonaffiliated</p>

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

Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.		IRS Empl. Ident. No.: 20-5303069
Item of Form (identify)	Answer	
	<p>third parties except for the following or if required by law - Financial Network Investment Corporation in its capacity as broker/dealer; Pershing, LLC; in its capacity as custodian; Interactive Advisory Software for portfolio reporting; and Docupace for electronic document storage. This information is shared not only with the Advisory Representative of record but with Adviser and various staff members with a need to know such information because of their role in either managing the account, providing oversight or administering compliance responsibilities, bookkeeping, and other duties and responsibilities that assist in the maintenance of Adviser. Clients will be provided with a copy of Total Clarity Wealth Management's privacy policy upon establishment of a Client relationship with Total Clarity Wealth Management and annually thereafter as long as Client remains an active Client.</p> <p>WARRANTEES/REPRESENTATIONS Adviser does not represent, warrantee or imply that the services or methods of analysis used by Adviser 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 Adviser will provide a better return than other investment strategies.</p> <p>PROXY VOTING Adviser does not vote proxy material for Clients. Each Client is responsible for voting all proxy materials.</p>	
Item 3 L	Adviser may also provide investment advice on Real Estate Investment Trusts (REITs), Exchange Traded Funds (ETFs), 529 college savings plans and other investment vehicles that may fit Clients' investment objectives and risk tolerance.	
Item 5	Advisory Representatives must have obtained a passing score (generally, 70%) on the securities examinations required by the jurisdictions in which investment advisory business will be offered. Additionally, all associates of Adviser that perform research functions or monitor Client accounts must have a college degree or equivalent work experience in the investment, financial services or accounting arena.	

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Item of Form (identify)	Answer
Item 6	<p>Terrance (Terry) P. Murphy Year of Birth: 1962</p> <p><u>Education:</u> State University of New York, Albany, NY – attended from 1986 to 1990, graduated in 1990 with a BS degree in Political Science and History.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: President 07/2006 to Present/Advisory Representative – 04/2007 to Present. Wall Street Financial Advisors, Inc. a financial services firm – position: President – 11/2000 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 11/2000 to Present. Met Life and Met Life Securities, a broker/dealer and insurance company – position: Registered Representative/Insurance Agent – 03/1991 to 10/2000.</p> <p>Brent D. Fields Year of Birth: 1972</p> <p><u>Education:</u> Western Illinois University, Macomb, IL – attended from 1990 to 1992. University of Illinois at Urbana-Champaign, Champaign, IL – attended from 1992 to 1994, graduated in 1994 with a BS degree in Accounting. Ozark Christian College, Joplin, MO – attended from 1996 to 1997.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Advisory Representative – 04/2007 to Present. Fields Financial Services, Inc. a financial services firm – position: President – 06/2004 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 10/2001 to Present. Waddell & Reed – position: Financial Advisor – 1998 to 2001 Ernst & Young, LLP – position: Staff Accountant – 1994 to 1996</p>

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	<p>Douglas E. Glick Year of Birth: 1968</p> <p><u>Education:</u> Cornell University, Ithaca, NY – attended from 1986 to 1990, graduated in 1990 with a BA degree in Economics and Asian Studies. University of Chicago, Chicago, IL – attended from 1992 to 1995, graduated in 1995 with a JD degree in Law.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Advisory Representative – 04/2007 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 06/2005 to Present. Humint Solutions, LLC, a business intelligence consultancy firm – position: General Counsel – 07/2003 to Present. Latham & Watkins, a law firm – position: Attorney – 11/2000 to 05/2003.</p> <p>John D. Lederleitner Year of Birth: 1964</p> <p><u>Education:</u> University of Illinois, Chicago, IL – attended from 1984 to 1987, graduated in 1987 with a degree in Management.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Advisory Representative – 01/2009 to Present Financial Network Investment Corporation, a broker/dealer – position: Registered Representative – 08/2007 to Present General Binding Corporation, a product manufacturer – position: Credit Manager - 11/1996 to 01/2009</p> <p>Janis S. Sleeter Year of Birth: 1948</p> <p><u>Education:</u> Vanderbilt University, Nashville, TN – attended from 1966 to 1970, graduated in 1970 with a BA degree in Mathematics. Karl Franzen University Medical School, Granz, Austria – attended from 1971 to 1973. Northwestern University Kellogg School of Management, Evanston, IL – attended from 1975 to 1976, graduated in 1976 with an MBA in Management.</p>

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Item of Form (identify)	Answer
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	<p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Advisory Representative – 04/2007 to Present. Heartland Capital Resources, a financial services firm – position: Chairman – 10/1992 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 07/1998 to Present. Allied Van Lines, a moving and storage company – position: Manager, Corporate Financial Services – 05/1984 to 08/1992.</p> <p>Tom H Sleeter Year of Birth: 1948 <u>Education:</u> Michigan State University, Lansing, MI – attended from 1966 to 1970, graduated in 1970 with a BA degree in Economics. University of Chicago, Chicago, IL – attended from 1970 to 1973, graduated in 1973 with an MBA in Finance.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Chief Investment Officer/Advisory Representative – 04/2007 to Present. Heartland Capital Resources, a financial services firm – position: President – 01/1993 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 01/1999 to Present. Health Directions, a healthcare consulting firm – position: Vice President/CFO – 09/1991 to 06/1992. USG Corporation – position: Director of Investor Relations – 1984 to 1991 USG Corporation – position: Director of Pension Investments – 1988 to 1991</p> <p>Michael G. Stuart Year of Birth: 1951 <u>Education:</u> Northeastern University, Boston, MA – attended from 1969 to 1971. Pace University, Pleasantville, NY – attended from 1971 to 1973, graduated in 1973 with a BBA degree in Accounting, EDP. Pace University School of Law, White Plains, NY – attended from 1976 to 1980, graduated in 1980 with a JD in Law.</p>
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Item of Form (identify)	Answer
	<p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Advisory Representative – 04/2007 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 02/2005 to Present. The Stuart Legacy Alliance, LLC, a law firm – position: attorney – 07/2004 to Present. Anthony Madonian & Assoc., a law firm – position: attorney – 07/2001 to 07/2004. AXA Advisors, LLC, a broker/dealer – position: Registered Representative – 07/1999 to 09/2004.</p> <p>Jeanne M. Tackett Year of Birth: 1962</p> <p><u>Education:</u> University of Wisconsin-Madison, Madison, WI – attended from 1980 to 1984, graduated in 1984 with a BS degree in Chemical Engineering. Xavier University, Cincinnati, OH – attended from 1991 to 1993, graduated in 1993 with an MBA degree.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Operations Manager/ Shareholder/Advisory Representative – 04/2007 to Present. Wall Street Financial Advisors, Inc. a financial services firm – Operations Manager 01/2006 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative – 12/2006 to Present. Moving Made Easy, Inc., a moving coordination company – position: President, – 11/2004 to 03/2006. Homemaker, – 12/1995 to 11/2004. Intec Corp., an injection molder company – position: Project Manager, – 03/1994 to 12/1995. General Motors., an automotive manufacturing company – position: Project Manager – 10/1981 to 03/1994.</p>

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	<p>Frederick Wayne Walschot Year of Birth: 1953</p> <p><u>Education:</u> University of Illinois, Champaign, IL – attended from 1972 to 1976, graduated in 1976 with a BS degree in Chemistry. Northwestern University Kellogg School of Management, Evanston, IL – studied Executive Management Training in 1995.</p> <p><u>Business Background:</u> Total Clarity Wealth Management, Inc., an investment adviser – position: Vice President/Shareholder/Advisory Representative – 04/2007 to Present. American Capital Management, a financial services firm – position: President – 01/2005 to Present. Financial Network Investment Corporation, a broker/dealer – position: Registered Representative/Advisory Representative – 09/2001 to Present. Waddell & Reed, a broker/dealer – position: Registered Representative – 11/1999 to 09/2001. American Electric Power, a power supply company – position: Corrective Action Manager – 06/1998 to 07/1999. Commonwealth Edison, a power supply company – position: Senior Supervising Engineer – 08/1976 to 05/1998.</p>	
Item 7 C	<p>Adviser's principal business is that of an investment adviser. However, Advisory Representatives are Registered Representatives of Financial Network Investment Corporation, a registered Broker/Dealer, member FINRA and SIPC. Clients are under no obligation to purchase or sell securities through the Advisory Representatives. However, if they choose to implement the plan, commissions may be earned in addition to any fees paid for advisory services. Commissions may be higher or lower at FNIC than at other broker/dealers. Advisory Representatives may have a conflict of interest in having Clients purchase securities and/or insurance-related products through FNIC in that the higher their production with FNIC the greater potential for obtaining a higher pay-out on commissions earned. Further, Advisory Representatives may be restricted to only offering those products and services that have been reviewed and approved for offering to the public through FNIC. Advisory Representatives spend approximately 15% of their time offering securities products on a commission basis.</p> <p>In addition, Advisory Representatives may offer various investment advisory programs and receive compensation thorough FNIC. This accounts for 5% of their time.</p>	
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	<p>Advisory Representatives may be licensed with various insurance companies. Commissions may be earned if the insurance products are purchased through Advisory Representatives. Clients are not obligated to purchase insurance products or services through Advisory Representatives. They spend approximately 5% of their time offering insurance products.</p> <p>The remainder of the time is spent acting in the capacity as an Advisory Representative for Client.</p>	
Item 8 C (7), 8 C (8)	<p>Adviser has a relationship with The Stuart Legacy Alliance, LLC, and its owner Michael Stuart who is also an Advisory Representative. Mr. Stuart is available to provide legal and estate planning services to Clients. Clients are under no obligation to utilize the services of Mr. Stuart or The Stuart Legacy Alliance, LLC. However, should Client choose to utilize those services, fees for such services are separate and distinct from any advisory services offered by Adviser and Mr. Stuart in his capacity as an Advisory Representative. Adviser will not share in any compensation derived from The Stuart Legacy Alliance, LLC or Michael Stuart when acting in a legal capacity.</p> <p>Principal owners and officers of Total Clarity Wealth Management, Inc. are also owners of Allicino Partners, LLC, an accounting firm. Advisory Representatives may refer Clients to Allicino Partners, which may result in a conflict of interest, whereby owners may benefit from Clients utilizing services of both companies.</p>	
Item 9 B, E	<p>Please refer to disclosure under Item 7C.</p> <p>Advisory Representatives who are Registered Representatives with FNIC must execute securities transactions through FNIC, unless Advisory Representatives obtain authorization to execute securities transactions through another broker/dealer.</p> <p>Advisory Representatives may buy or sell securities identical to those securities recommended to clients. Therefore, Advisory Representatives may have an interest or position in certain securities that are also recommended and bought or sold to Clients. Advisory Representatives will not put their interests before Client's interest. Advisory Representatives may not trade ahead of Clients or trade in such a way as to obtain a better price for themselves than for Clients. Adviser 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</p>	
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Item of Form (identify)	Answer
	<p>information. Clients have the right to decline any investment recommendation. Adviser 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>Adviser has established the following restrictions in order to ensure its fiduciary responsibilities:</p> <ol style="list-style-type: none"> 1) Advisory Representatives shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her affiliation with Adviser, unless the information is also available to the investing public on reasonable inquiry. No person shall prefer his or her own interest to that of the advisory Client. ⁽¹⁾ ⁽²⁾ 2) All Clients are fully informed that certain individuals may receive separate compensation when effecting transactions during the implementation process. 3) Adviser emphasizes the unrestricted right of Client to decline to implement any advice rendered, except in situations where a Third Party Advisory Service is granted discretionary authority in Client's account. 4) Adviser requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. 5) Any individual not in observance of the above may be subject to termination. <p><u>Footnotes</u></p> <ol style="list-style-type: none"> (1) This investment policy has been established recognizing that some securities being considered for purchase and sale on behalf of Adviser's Clients trade in sufficiently broad markets to permit transactions by Clients to be completed without an appreciable impact on the markets of the securities. Under certain circumstances, exceptions may be made to the policies stated above. Records of these trades, including the reasons for the exceptions, will be maintained with the Adviser's records in the manner set forth above. (2) Open-end mutual funds and/or the investment sub-accounts which may comprise a variable insurance product are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase of redemption. As such, transactions in mutual funds and/or variable insurance products by Advisory Representatives are not likely to have an impact on the prices of the fund shares in which Clients invest, and are therefore not prohibited by the Adviser's Investment policies and procedures.

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Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.	IRS Empl. Ident. No.: 20-5303069
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Item of Form (identify)	Answer
	<p>In accordance with Section 204A of the Investment Advisers Act of 1940, Adviser also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Adviser or any person associated with Adviser.</p> <p>CODE OF ETHICS</p> <p>Adviser has a fiduciary duty to Clients to act in the best interest of Client and always place Client's interests first and foremost. Adviser takes seriously its compliance and regulatory obligations and requires all staff to comply with such rules and regulations as well as Adviser's policies and procedures, which Adviser maintains. Further, Adviser strives to handle Clients' non-public information in such a way as to protect information from falling into hands that have no business reason to know such information and provides Clients with Adviser's Privacy Policy. As such, Adviser maintains a Code of Ethics for its Advisory Representatives, supervised persons and staff. The Code of Ethics contains provisions for standards of business conduct in order to comply with federal securities laws, personal securities reporting requirements, pre-approval procedures for certain transactions, code violation reporting requirements, and safeguarding of material non-public information about Client transactions. Further, Adviser's Code of Ethics establishes Adviser's expectation for business conduct. A copy of our Code of Ethics will be provided to any Client or prospective Client upon request.</p>
Item 10	<p>Adviser generally requires a minimum amount of assets be deposited to an account for the purpose of obtaining asset management services. As further disclosed in Item 1D, Adviser will generally require Clients to deposit a minimum of \$10,000 (cash or securities) to a brokerage account(s) in order to participate in investment advisory services offered by Adviser. However, under certain circumstances, Adviser may waive the minimum investment size requirement and accept Clients with less than \$10,000. Such circumstances may include but not be limited to situations in which additional assets will soon be deposited or when Client has other accounts with Adviser. Clients are advised that performance may suffer due to difficulties with diversifying smaller accounts and due to risk controls potentially being compromised. Performance of smaller accounts may vary from the performance of accounts with more dollars invested since fluctuations in the market may affect smaller accounts more.</p>

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:
Total Clarity Wealth Management, Inc.	801- 67755	03/22/2010

(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: Total Clarity Wealth Management, Inc.		IRS Empl. Ident. No.: 20-5303069
Item of Form (identify)	Answer	
Item 12 B	<p>Refer to disclosure under Item 7C.</p> <p>Advisory Representatives may be Registered Representatives of Financial Network Investment Corporation, a registered broker/dealer, member FINRA and SIPC. They may have limited access to certain product sponsors where selling agreements have been executed by FNIC. Commissions may be higher or lower at FNIC than at other broker/dealers. Clients are advised that account maintenance fees and transaction charges may be higher or lower at FNIC than at other broker/dealers offering similar services.</p> <p>Advisory Representatives who are Registered Representatives of FNIC are subject to FINRA Conduct Rule 3040 which may restrict such registered individuals from conducting securities transactions away from FNIC unless FNIC provides the Representative with written authorization. Therefore, Clients are advised that Advisory Representatives may be limited to conducting securities transactions through FNIC and its clearing firm, Pershing, LLC.</p>	
Item 13 A	<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 FNIC 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.</p> <p>Adviser may receive research and other products designed to help it grow and manage its business from FNIC and/or other outside vendors selected. None of these are paid for in soft dollars and the research may be used for all Clients of Adviser whether or not Client is paying for the service/research. Advisory Representatives may also receive benefits such as assistance with conferences and educational meetings from product sponsors.</p>	

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