

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

OMB Number: 3235-0049

Expires: August 31, 2012

Estimated average burden

Hours per response....4.32

Name of Investment Adviser:

Work Optional, Inc.

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

3360 B Annapolis**Plymouth****MN****55447****(952) 475-7000****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 governmental authority.****Table of Contents**

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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.)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM ADV
Part II - Page 2

Applicant:	SEC File Number:	Date:
Work Optional, Inc.	801-	5/20/09

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 | <u>50%</u> |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | <u>%</u> |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | <u>5%</u> |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | <u>%</u> |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | <u>%</u> |
| <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 | <u>%</u> |
| <input checked="" type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | <u>45%</u> |
| <input type="checkbox"/> | (8) | Provides a timing service | <u>%</u> |
| <input type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | <u>%</u> |

(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 applicant call any of the services it checked above financial planning or some similar term?	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>
----	---	---	-----------------------------

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

- | | | | | | |
|-------------------------------------|-----|--|-------------------------------------|-----|-------------------|
| <input checked="" type="checkbox"/> | (1) | A percentage of assets under management | <input type="checkbox"/> | (4) | Subscription fees |
| <input checked="" type="checkbox"/> | (2) | Hourly charges | <input checked="" type="checkbox"/> | (5) | Commissions |
| <input checked="" type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input type="checkbox"/> | (6) | Other |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. **Types of clients** - Applicant generally provides investment advice to: (check those that apply)

- | | | | | | |
|-------------------------------------|----|----------------------------------|-------------------------------------|----|---|
| <input checked="" type="checkbox"/> | A. | Individuals | <input checked="" type="checkbox"/> | E. | Trusts, estates, or charitable organizations |
| <input type="checkbox"/> | B. | Banks or thrift institutions | <input type="checkbox"/> | F. | Corporations or business entities other than those listed above |
| <input type="checkbox"/> | C. | Investment companies | <input type="checkbox"/> | G. | Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> | D. | Pension and profit sharing plans | | | |

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

FORM ADV**Part II - Page 3**

Applicant:

Work Optional, Inc.

SEC File Number:

801-

Date:

12/30/07**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 | I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | J. Futures contracts on: |
| | <input type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | K. Interests in partnerships investing in: |
| | <input checked="" type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input checked="" type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| G. Investment company securities: | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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

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

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

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

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

Work Optional, Inc.

SEC File Number:

801-

Date:

12/30/07**5. Education and Business Standards.**

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

Yes No
☒ ☐

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

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

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

Yes No
☐ ☒

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

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

FORM ADV**Part II - Page 5**

Applicant:

Work Optional, Inc.

SEC File Number:

801-

Date:

12/30/07**9. Participation or Interest in Client Transactions.**

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

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

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

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes No
☐ ☒

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

See Schedule F for response.

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

See Schedule F for response.

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

Applicant:

Work Optional, Inc.

SEC File Number:

801-

Date:

12/30/07

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

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

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

Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form (identify)	Answer
Part II, Page 2, #1D	<p>WORK OPTIONAL COACHING</p> <p>Work Optional, Inc. ("Advisor") offers a Work Optional Coaching consulting services program. The initial consulting process will usually involve three meetings. The initial meeting is conducted free of charge and involves discussing the client's current situation as well as the client's goals and objectives. During this meeting, the Advisor will begin gathering information and documentation required to provide the agreed upon consulting services. Additional sessions may be necessary to collect all required data. If the client wishes to proceed with consulting services with the Advisor, an agreement for services will be signed at the initial meeting. Typically, consulting services can include, but are not limited to, one or more of the following:</p> <ul style="list-style-type: none">• Goal Planning• Retirement Planning• Investment Planning• Protection Planning• Estate Planning <p>Approximately three to six weeks after all required information and documentation has been received, one of Advisor's associated persons will schedule a second meeting, the presentation meeting. At the presentation meeting, the associated person will go over the suggested plan of action with client and discuss any of Advisor's recommendations.</p> <p>At the end of the second meeting, the client will be asked to schedule a third appointment with the Advisor. The third meeting's purpose is to discuss the various courses of action that may be taken by the client going forward as well as any decisions made regarding the implementation of the plan recommendations.</p> <p>Consulting services will automatically continue after the third meeting on an annual retainer basis based on the individual needs of the client. Advisor recommends that clients have their financial plans reviewed and updated on a regular basis. The first review is recommended to be held 3 months after the implementation meeting for the original plan is held and then every twelve to eighteen months after that.</p> <p>If clients do not wish to contract with Advisor for consulting services through its Work Optional Coaching Program, the client may contract with Advisor for a limited scope engagement focusing on a specific area of client concern.</p> <p>The client will have the sole responsibility for determining whether to implement the consulting recommendations. Clients are not obligated in any manner to act upon the recommendations provided by the Advisor. If clients elect to implement Advisor's consulting recommendations, Advisor recommends that the client work closely with his/her attorney, accountant, insurance agent, broker or dealer and/or investment advisor. Advisor may suggest that the client use Advisor to implement the recommendations. This situation presents a conflict of interest between the interests of the investment advisor and the interests of the client in that if the client elects to implement Advisor's recommendations through Advisor, additional fees will be earned by Advisor pursuant to a separate agreement executed between Advisor and the client. Clients are not obligated in any manner to act on any recommendations provided by Advisor and clients are free to choose any broker, dealer or advisor they wish if they choose to implement the recommendations. Clients are not under any obligation to effect transactions through Advisor.</p> <p>Typically, the initial fees for consulting services are charged on a fixed fee basis ranging from</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

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

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

Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form (identify)	Answer
Part II, Page 2, #1D (Continued)	<p>\$1,500 up to \$5,000. This fee will cover only the initial consulting services provided in the second and third meeting with the Advisor. Upon conclusion of the third meeting Advisor will begin charging an annual retainer fee that will typically be charged as a fixed fee ranging from \$1,500 to \$5,000. In some instances, the initial and annual retainer fee may exceed \$5,000 when more complex services are required and/or the client has a higher income and/or net worth. At the request of the client, Advisor may charge an hourly fee of up to \$500 per hour for consulting services.</p> <p>Initial and annual retainer consulting fees are negotiable and determined based on the client's income, net worth, and the complexity of the services that will be provided. The initial fee is due at the time the agreement for services is signed (the initial meeting). Upon conclusion of the third meeting with Advisor, the annual retainer fee will begin being charged monthly in advance. If the client elects to have fees billed at an hourly rate, Advisor will provide the client with an estimated number of hours needed to complete the project. This estimate will be used to determine the initial fee that will be paid. If more time is needed than the original estimate, the associated person will contact the client to discuss the additional time needed and to obtain authorization to continue with the planning process. When billing hourly, the client will always be charged for the actual time spent preparing the requested plan. Any adjustment to the estimated fee (refund to the client or additional fees due from the client) will be computed and paid at the implementation meeting. Although the Advisor feels that fees charged are fair and reasonable considering the services provided, clients should be aware that lower fees for comparable services may be available from other sources. Fees of more than \$500 will never be charged more than six months in advance.</p> <p>Clients have the option to pay the initial payment by check, credit card, or electronic funds transfer (EFT) at the first meeting. The on-going annual retainer fee payments will be paid via automatic deduction from an existing account, through a direct credit card payment authorization or via an electronic funds transfer (EFT). In order to have fees paid in these manners, clients will be required to provide the account custodian with written authorization to deduct fees from the account, to be charge the payment to the authorized credit card or to transfer funds and to pay such fees direct to Advisor. Although payment of fees to Advisor via direct deduction of client fees may be deemed custody of client funds by some regulators, client assets will be maintained by an outside custodian not affiliated with Advisor and Advisor will not have direct access to the client's funds and securities.</p> <p>Work Optional Coaching Services will continue until written notice is received by one of the parties to the advisory services agreement. Limited scope engagements will terminate upon conclusion of the project. Either party may terminate services at any time by providing written to the other party. Termination will be effective upon receipt of the notice. If services are terminated within five business days of signing the advisory services agreement, services will be terminated without penalty. After the initial five business days, if services are terminated prior to the completion of the three initial meetings, Advisor will charge the client a prorated fee based on the time expended and the level of completion of the initial project by Advisor's associated persons prior to receiving notice of termination. A prorated refund or a pro-rated charge will be determined based on the time expended by Advisor's associated persons prior to receiving notice of termination. For annual retainer services, if notice of termination is received after the completion of the initial project, Advisor will charge the client a prorated fee based on the number of days that services were provided prior to receipt of notice of termination. Any unearned fees will be promptly refunded to the client. Whether a prorated refund or a prorated charge, the client will receive a statement summarizing the charges.</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

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

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

Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form (identify)	Answer																						
Part II, Page 2, #1D (Continued)	<p><u>Seminars</u></p> <p>Advisor may periodically offer seminars or workshops on educational and informational topics. Attendees can include current clients, referrals and the general public. There is no charge for attending the sessions.</p> <p style="text-align: center;">ASSET MANAGEMENT</p> <p>Advisor provides investment supervisory services defined as giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. A specific investment strategy and investment policy is crafted to focus on the specific client's goals and objectives.</p> <p>Advisor and its associated persons may provide asset management services through accounts maintained at a qualified custodian recommended by Advisor. If clients wish to use Advisor to manage assets, clients will be required to custody assets through Fidelity Institutional Wealth Services ("FIWS"). FIWS is affiliated with National Financial Services, LLC ("NFS") or Fidelity Brokerage Services, LLC ("FBS"). Because of this affiliation, NFS or FBS may provide clearing, custody, or other brokerage services to FIWS. Advisor is independently owned and operated and not affiliated with FIWS, NFS or FBS.</p> <p>When executing an asset management agreement for services, Advisor will be granted trading authorization on the client's account and may also be provided with discretionary authority to determine the securities and quantity of securities to be bought and sold, the time of execution and the price at which the trades will be executed. At the time of executing the agreement for services, the client can place reasonable limitations and restrictions in relation to the discretionary authority. At no time will Advisor ever have direct access to client funds and securities. The client's qualified custodian will maintain custody of all funds and securities.</p> <p>Clients are charged for Advisor's investment supervisory services based on a percentage of assets under management. Typically, fees will be charged pursuant to the following fee schedule:</p> <table> <thead> <tr> <th><u>Amount of Assets Under Management</u></th><th><u>Annual Percentage</u></th></tr> </thead> <tbody> <tr> <td>\$0 to \$100,000</td><td>1.95%</td></tr> <tr> <td>\$100,001 to \$250,000</td><td>1.85%</td></tr> <tr> <td>\$250,001 to \$500,000</td><td>1.75%</td></tr> <tr> <td>\$500,001 to \$1,000,000</td><td>1.65%</td></tr> <tr> <td>\$1,000,001 to \$5,000,000</td><td>1.55%</td></tr> <tr> <td>\$5,000,001 to \$10,000,000</td><td>1.45%</td></tr> <tr> <td>\$10,000,001 to \$25,000,000</td><td>1.35%</td></tr> <tr> <td>\$25,000,001 to \$50,000,000</td><td>1.25%</td></tr> <tr> <td>\$50,000,001 to \$100,000,000</td><td>1.15%</td></tr> <tr> <td>\$100,000,000+</td><td>1.05%</td></tr> </tbody> </table> <p>In some instances, fees may be negotiable based on factors such as the complexity of the client's financial situation and circumstances, the amount of assets under management, whether Advisor will have discretionary trading authorization over the client's account, and the overall complexity of the services provided. The exact services and fees will be agreed upon and disclosed in the agreement for services prior to services being provided.</p>	<u>Amount of Assets Under Management</u>	<u>Annual Percentage</u>	\$0 to \$100,000	1.95%	\$100,001 to \$250,000	1.85%	\$250,001 to \$500,000	1.75%	\$500,001 to \$1,000,000	1.65%	\$1,000,001 to \$5,000,000	1.55%	\$5,000,001 to \$10,000,000	1.45%	\$10,000,001 to \$25,000,000	1.35%	\$25,000,001 to \$50,000,000	1.25%	\$50,000,001 to \$100,000,000	1.15%	\$100,000,000+	1.05%
<u>Amount of Assets Under Management</u>	<u>Annual Percentage</u>																						
\$0 to \$100,000	1.95%																						
\$100,001 to \$250,000	1.85%																						
\$250,001 to \$500,000	1.75%																						
\$500,001 to \$1,000,000	1.65%																						
\$1,000,001 to \$5,000,000	1.55%																						
\$5,000,001 to \$10,000,000	1.45%																						
\$10,000,001 to \$25,000,000	1.35%																						
\$25,000,001 to \$50,000,000	1.25%																						
\$50,000,001 to \$100,000,000	1.15%																						
\$100,000,000+	1.05%																						

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

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

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

Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form (identify)	Answer
Part II, Page 2, #1D (Continued)	<p>Fees for Advisor's services are billed monthly in advance within the first ten days of each month and will be calculated based on the average daily balance of the account on the last calendar day of the previous month. The initial fee will begin on the day the account is initially funded and will be prorated based on the number of days services were provided. The initial fee will be charged in arrears with the first full billing cycle's fee that is charged in advance. If the initial account assets are transferred in at different times during the first billing period, fees will be prorated based on the number of days services were provided on those assets. Clients must provide the account custodian with written authorization to have fees deducted from the account and paid to Advisor. Although payment of fees to Advisor via direct deduction of client fees may be deemed custody of client funds by some regulators, client assets will be maintained by an outside custodian not affiliated with Advisor and Advisor will not have direct access to the client's funds and securities.</p> <p>Brokerage commissions and/or transaction ticket fees charged by the custodian will be billed directly to the client. Advisor will not receive any portion of such commissions or fees from the custodian or client. In addition, clients may incur certain charges imposed by third parties other than Advisor in connection with investments made through the account, including but not limited to, mutual fund sales loads, 12(b)-1 fees and surrender charges, variable annuity fees and surrender charges, and IRA and qualified retirement plan fees. Management fees charged by Advisor are separate and distinct from the fees and expenses charged by investment company securities that may be recommended to clients. A description of these fees and expenses are available in each investment company security's prospectus.</p> <p>Either party may terminate the agreement for services at any time by providing written notice to the appropriate party. Termination will be effective upon receipt of such notice of termination. If services are terminated within five (5) business days of executing the agreement, services will be terminated without penalty and no fees will be due or a refund of any fees paid in advance will be given to the client. If services are terminated after the initial five day period, the client will receive a prorated refund of any fees paid in advance based on the number of days that services were provided prior to receipt of notice of termination.</p> <p style="text-align: center;">BENEFIT PLAN CONSULTING</p> <p>Advisor offers consulting services to corporate benefit plan sponsors that can include the following:</p> <ul style="list-style-type: none">• Assist the client with establishing a qualified plan by working with the client and a selected third party administrator. If the client has not already selected a third party administrator, the Advisor can assist with reviewing and selecting an administrator for the plan.• Provide the client with recommendations for suitable investments that may be held within the plan.• Provide educational presentations to plan participants. Presentations are informational in nature and are intended to provide an overview of the plan and the plan's investment selections. Presentations will not take into account the individual circumstances of each participant and individual recommendations will not be provided unless otherwise agreed upon.• Provide, at the client's request, periodic due diligence reviews of the plan and the plan's investment options.

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

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

1. Full name of Advisor exactly as stated in Item 1A of Part I of Form ADV: Work Optional, Inc.		IRS Empl. Ident. No.: 81-0641196
Item of Form (identify)	Answer	
Part II, Page 2, #1D (Continued)	<ul style="list-style-type: none"> Support the client with plan participant enrollments. <p>Clients can select any or all of the available services. Services are provided for a one-year period and some of the services contracted for may actually be provided on an as-needed basis only. At no time will Advisor or its associated persons act as plan administrators or trustees for any corporate benefit plan. In addition, at no time will Advisor or its associated persons act as custodian for any client account or have direct access to the client's funds and/or securities.</p> <p>The annual fee charged for these services will not exceed 1.95% of the plan assets. Fees are negotiable based on the actual services requested, the size of the plan and the complexity of the situation. Fees are billed quarterly in arrears and calculated based on the plan asset value as of the end of the quarter. If services are contracted for at any time other than the beginning of a quarter, fees will be prorated based on the number of days in the quarter that the agreement for services is in effect. Fees will be automatically deducted from accounts.</p> <p>Benefit plan consulting services continue for a one-year period unless sooner terminated by the parties. Either party can terminate the agreement for services with 60 days written notice to the other. Termination will be effective at the end of the 60 days unless a sooner date is agreed to by the parties. Advisor will continue to provide services until the effective date but will not begin any new work without specific instructions from the client. If services are terminated within five business days of signing the client agreement, services are terminated without penalty. After the initial five business days, fees will be prorated and the client is responsible for fees until termination is effective. Clients receive a billing statement detailing the prorated fees that are due and payable. The agreement of services will also terminate if the client fails to pay Advisor's fees pursuant to the terms set forth in this Form ADV and in the agreement for services.</p>	
Part II, Page 4, #5	<p>Advisor requires all persons providing investment advisory services to clients to have obtained and maintain the minimum required state licenses. In addition, Advisor will typically require all persons to have a college degree and have or be working towards a professional designation such as a CFP® or ChFC. In some instances, Advisor's president may waive these requirements based on other qualifications or past business experience.</p>	
Part II, Page 4, #6	<p>Marc Langva was born in 1972. He attended North Hennepin Community College from 1990-1992 and in 1997 when he earned an Associate of Arts Degree. He was a finance and accounting major at St. Cloud State University in 1992-1994 and in 1996-1997, and a 1997 graduate of St. Cloud Technical College with an Associate of Applied Science Degree. Mr. Langva attended Mankato State University from 2000-2006, in the Financial Planning Certificate Program. He earned designation as a Certified Financial Planner™ in 2006. Mr. Langva was a registered representative with Securities America, Inc. from June 2000 to December 2007. He was an investment advisor representative of Securities America Advisors, Inc. from July 2000 to October 2007 when he became an investment advisor representative of Financial Freedom, Inc. He was an investment advisor representative of RJL Financial Network, LLC from May 2004 to February 2006, when he joined Raymond J. Lucia Companies, Inc. as an investment advisor representative. He has been the president of and an insurance agent with Work Optional, Inc. (f/k/a Financial Freedom, Inc. and also f/k/a Family Financial Partners, Inc.) since November 2001. He has been an owner and member of OnEdge, LLC since July 2004. In June 2003, he created Financial Freedom, Inc. and became the owner, president, secretary, treasurer, and chief compliance officer at that time.</p> <p>Jaime Langva was born in 1976. She attended Gogebic Community College and Augsburg College. Mrs. Langva attended Mankato State University, in the Financial Planning Certificate Program. She</p>	

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

1. Full name of Advisor exactly as stated in Item 1A of Part I of Form ADV: Work Optional, Inc.		IRS Empl. Ident. No.: 81-0641196
Item of Form (identify)	Answer	
Part II, Page 4, #6 (Continued)	<p>earned designation as a Certified Financial Planner™ in 2006. Mrs. Langva has earned her Series 7, Series 24, Series 66 and Minnesota State Insurance Licenses. She has been an owner and member of MJLOL, LLC since July 2005. She has been the Vice-President of Work Optional, Inc. (f/k/a Financial Freedom, Inc. and also f/k/a Family Financial Partners) since November 2001. Mrs. Langva was a registered representative with Securities America, Inc. from November 2004 to September 2005 and was an OSJ from September 2005 to December 2006.</p> <p>Travis Bezella was born in 1982. He attended the University of Minnesota Twin Cities majoring in Economics. Mr. Bezella has earned his Series 7, Series 66, and Minnesota State Insurance Licenses. He has been an assistant with Work Optional, Inc. (f/k/a Financial Freedom, Inc.) since November 2004. Prior to that he was in sales at Southwestern Company from May 2001 to November 2004. In addition, Mr. Bezella was a registered representative with Securities America, Inc. from September 2005 to December 2006.</p> <p>Jason Clark was born in 1973. He attended the University of Wisconsin LaCrosse majoring in Finance. Mr. Clark earned his MBA from University of Wisconsin LaCrosse in 2003. Mr. Clark has earned his Series 7, Series 63, and Minnesota State Insurance Licenses. He has been an assistant with work Optional Inc. (f/k/a Financial Freedom, Inc.) since March 2005. Prior to this he was a manager trainee with Cintas Corporation from September 2003 to March 2005 and a broker's assistant with Smith Barney from August 2002 to September 2003.</p> <p>Marc Langva and Jaime Langva are Certified Financial Planner™ certificants or CFP® certificants and, according to CFP® Rules of Conduct, Mr. Langva and Mrs. Langva must provide their clients with contact information, information about the services they provide, any conflicts of interest that they may have related to the provision of services, and the costs to clients associated with the services being provided. These important disclosures are contained in this Schedule F document. Descriptions of the specific advisory and financial planning services provided to each client are contained in each client's agreement with Advisor.</p> <p>Marc Langva and Jaime Langva have acknowledged their responsibilities as CFP® certificants to adhere to the standards that have been established in the CFP® Board's Standards of Professional Conduct. If a client believes Marc Langva or Jaime Langva's conduct may violate the Standards of Professional Conduct, the client may file a complaint with the CFP® Board at www.CFP.net/complaint. Please contact Marc Langva or Jaime Langva if you have any questions regarding their CFP® certificants or these disclosures.</p>	
Part II, Page 5, #9E	<p>Advisor or its associated persons may buy or sell securities or have an interest or position in a security for their personal account that they also recommend to clients. Advisor is and shall continue to be in compliance with <i>The Insider Trading and Securities Fraud Enforcement Act of 1988</i>. As these situations may represent a potential conflict of interest, it is a policy of Advisor that no associated persons will prefer his or her own interest to that of the advisory client. No person employed by Advisor may purchase or sell any security prior to a transaction or transactions being implemented for an advisory account. Associated persons will not buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained as a result of his/her employment unless the information is also available to the investing public upon reasonable inquiry.</p>	
Part II, Page 5, Item 9	<p>According to the <i>Investment Advisers Act of 1940</i>, an investment advisor is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts. In addition, an investment advisor has a duty of utmost good faith to act solely in the</p>	

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Continuation Sheet for Form ADV Part II

Advisor:	SEC File Number:	Date:
Work Optional, Inc.	801-	12/8/10

1. Full name of Advisor exactly as stated in Item 1A of Part I of Form ADV: Work Optional, Inc.		IRS Empl. Ident. No.: 81-0641196
Item of Form (identify)	Answer	
Part II, Page 5, Item 9 (continued)	<p>best interest of each client. Advisor and its associated persons have a fiduciary duty to all clients. Advisor has established a Code of Ethics which all associated persons must read. They must then execute an acknowledgment agreeing that they understand and agree to comply with the Code of Ethics. The fiduciary duty of Advisor and its associated persons to clients is considered the core underlying principle for Advisor's Code of Ethics and represents the expected basis for all dealings with clients. Advisor has the responsibility to make sure that the interests of clients are placed ahead of it or its associated persons' own investment interests. All associated persons will conduct business in an honest, ethical and fair manner. All associated persons will comply with all federal and state securities laws at all times. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to services being conducted. All associated persons have a responsibility to avoid circumstances that might negatively affect or appear to affect the associated persons' duty of complete loyalty to their clients. This section is only intended to provide current clients and potential clients with a description of Advisor's Code of Ethics. If current clients or potential clients wish to review Advisor's Code of Ethics in its entirety a copy may be requested from any of Advisor's associated persons and it will be provided promptly.</p>	
Part II, Page 5, #11A & B	<p>Managed accounts are reviewed at least monthly. While the calendar is the main triggering factor, additional account reviews may be conducted due to a request from the client, a change in the client's financial circumstances or unusual market activity. Absent specific instructions from the client, reviews are conducted to check that portfolio holdings and performance continue to work toward each client's goals and objectives. Each associated person is responsible for reviewing his or her own accounts.</p> <p>Advisor will not prepare any on-going position or performance reports for clients. Clients will receive confirmations and statements from the client's account custodian.</p>	
Part II, Page 6, #12A(1) & 12A(2)	<p>For asset management services, the client will provide the account custodian with written notice that Advisor will have trading authorization on the client's account. In addition, upon receiving written authorization from the client, Advisor may be provided with discretionary authority. When discretionary authority is granted, Advisor will have the ability to determine the securities and quantity of securities to be bought and sold, the time of execution and the price at which the trades will be executed without obtaining prior consent from the client. The client can place reasonable limitations and restrictions in relation to the discretionary authority. At no time will Advisor ever have direct access to client funds and securities. The client's qualified custodian will maintain custody of all funds and securities.</p>	
Part II, Page 6, #12B & #13A	<p>Clients wishing to implement the advice of Advisor are free to select any broker/dealer or investment advisor they wish. Clients that wish to implement Advisor's advice through Advisor will be required to select Fidelity Institutional Wealth Services ("FIWS") for custody and trade execution services due to Advisor's arrangements for such services with FIWS. Fidelity Institutional Wealth Services ("FIWS") is affiliated with National Financial Services, LLC ("NFS") or Fidelity Brokerage Services, LLC ("FBS"). Because of this affiliation, NFS or FBS may provide clearing, custody, or other brokerage services to FIWS.</p> <p>While there is no direct linkage between the investment advice given to clients and Advisor's participation in the FIWS program, FIWS provides economic benefits to Advisor that would not be provided if Advisor did not provide advisory services to clients on the FIWS platform. These benefits may include: negotiated costs for transaction implementation, a credit or refund of certain costs associated with closing accounts maintained at another broker/dealer to transfer them to FIWS, a dedicated trade desk that services FIWS participants exclusively, a dedicated service group</p>	

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Continuation Sheet for Form ADV Part II

Advisor:

Work Optional, Inc.

SEC File Number:

801-

Date:

12/8/10

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

Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form
(identify)

Answer

Part II, Page 6, #12B
& #13A (Continued)

and an account services manager dedicated to Advisor's accounts, access to a real-time order matching system, ability to "block" clients' trades, electronic download of trades, balances and position information, access, for a fee, to an electronic interface with FIWS software, duplicate and batched client statements, confirmations and year-end summaries, the ability to have advisory fees directly debited from client accounts (in accordance with federal and state requirements) availability of third-party research and technology through "soft dollar" arrangements, a quarterly newsletter, access to Fidelity mutual funds, access to AdvisorChannel.com (internet access to statements, confirmation and transfer of asset status), access to Account View (through which clients may access their account information over the internet via Advisor's web site), access to a number of mutual funds that are not affiliated with Fidelity, of which some may have no transaction fees, ability to have loads waived for Advisor's clients who invest in certain Fidelity loaded funds when certain conditions are met and maintained, and the ability to have custody fees waived (when negotiated by Advisor and allowed under certain circumstances). Some of the benefits previously mentioned may be based on the amount of assets maintained and trading activity with FIWS.

The primary factor in suggesting a broker/dealer is that the services of the broker/dealer are provided in a cost-effective manner. Best execution of client transactions is an obligation Advisor takes seriously and is a catalyst in the decision of suggesting a broker/dealer. While quality of execution at the best price is an important determinant, best execution does not necessarily mean lowest price and it is not the sole consideration. The trading process of any broker/dealer suggested by Advisor must be efficient, seamless, and straight-forward. Overall custodial support services, trade correction services, and statement preparation are some of the other factors determined when suggesting a broker/dealer. While as a fiduciary, Advisor endeavors to act in its clients' best interests, Advisor's recommendation that clients maintain their assets in accounts at certain broker-dealers may be influenced in part on the benefit to Advisor of the availability of some of the foregoing products and services, which may create a conflict of interest.

Advisor's associated persons may, from time to time, receive commissions and other incentive awards for the recommendation/sale of annuities and other insurance products. The receipt of this compensation may affect the judgment of Advisor's associated persons when recommending products to its clients. While Advisor's associated persons endeavor at all time to put the interest of the clients first as a part of Advisor's fiduciary duty, clients should be aware that the receipt of commission and additional compensation itself creates a conflict of interest, and may affect the judgment of these individuals when making recommendations.

OTHER BUSINESS ACTIVITIES AND MATERIAL ARRANGEMENTS

Although the main business of Advisor is providing investment advice, Advisor's associated persons are engaged in other activities. The associated persons may also be licensed insurance agents. When acting in these capacities, they are able to sell insurance products to any client and earn a commission. Advisor currently has arrangements where it will refer clients to other insurance agents when there is a recommendation for purchasing additional insurance as part of the consulting services. When doing so, Advisor's associated persons that are properly licensed as insurance agents may receive a portion of the insurance commission earned by the outside insurance agent. The ability to earn a commission in addition to the fees charged for advisory services presents a conflict of interest in that Advisor could receive fees for recommending insurance products the associated persons could sell and then receive a commission in addition to the fee. Only a small amount of the associated persons' workweek will be spent on these activities.

Mr. Langva, president of Advisor, also spends a small amount of his time on his corporate activities

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Work Optional, Inc.

IRS Empl. Ident. No.:

81-0641196

Item of Form (identify)	Answer
	<p>for his other business, OnEdge, LLC, which is commercial building leasing entity. No clients are invested or solicited to invest in this entity.</p> <p>Mrs. Langva, vice-president of Advisor, spends a small amount of her time on her corporate activities for MJLOL, LLC, which is a residential leasing entity. No clients are invested or solicited to invest in this entity.</p> <p style="text-align: center;">PROXY VOTING</p> <p>Advisor and its associated persons will not vote proxies on clients' behalf. All proxy voting materials will be delivered directly to the client. Clients are instructed to read through the information provided with the proxy voting document and make a determination based on the information provided. Clients will be solely responsible for all proxy voting decisions.</p> <p style="text-align: center;">CUSTOMER PRIVACY NOTICE</p> <p>This Privacy Notice is from Work Optional, Inc. (f/k/a Financial Freedom, Inc.) ("Advisor"), a registered investment advisor in the business of providing investment advisory services to customers.</p> <p>Advisor is committed to safeguarding the confidential information of its clients. Advisor holds all personal information provided in the strictest confidence. Advisor may have relationships with other nonaffiliated investment advisor firms, insurance companies, trust companies, custodians and other financial institution entities. Except as required or permitted by law, Advisor does not share confidential information about client with non-affiliated third parties. In the unlikely event there were to be a change in this fundamental policy that would permit additional disclosures of client's confidential information, Advisor will provide written notice to client and client will be given an opportunity to direct as to whether such disclosure is permissible.</p> <p style="text-align: center;">AN IMPORTANT NOTICE CONCERNING CUSTOMERS' PRIVACY</p> <p><u>Customer Information Collected.</u> The Advisor may collect and develop personal information about its customers, and some of that information is non-public personal information (Customer Information). The essential purpose for collecting Customer Information is to provide and service the financial products and services obtained from its firm. The categories of Customer Information collected depend upon the scope of the engagement and are generally described below. As an investment adviser, the Advisor collects and develops Customer Information about its clients in order to provide investment advisory services. Customer Information Advisor collects includes:</p> <ul style="list-style-type: none">• Information Advisor receives on client's financial inventories through consultation with its representatives. This Customer Information may include personal and household information such as income, spending habits, investment objectives, financial goals, statements of account, and other records concerning client financial condition and assets, together with information concerning employee benefits and retirement plan interests, wills, trusts, mortgages and tax returns.• Information developed as part of consultation services, analyses or investment advisory services.• Information concerning investment advisory account transactions, such as wrap account transactions.• Information about client's financial products and services transactions with the Advisor.

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Item of Form (identify)	Answer
	<p>Data Security. Advisor restricts access to Customer Information to those representatives and employees who need the information to perform their job responsibilities within the firm. Advisor will maintain agreements, as well as physical, electronic and procedural securities measures that comply with federal regulations to safeguard Customer Information.</p> <p>Use and Disclosure of Customer Information to Provide Customer Service for Accounts. To administer, manage and service customer accounts, process transactions and provide related services for client accounts, it may be necessary for Advisor to provide access to Customer Information within the Advisor's firm and to non-affiliated companies, such as other investment advisors, other broker-dealers, trust companies, custodians and insurance companies. Advisor may also provide Customer Information outside of the firm as permitted by law, such as to government entities, consumer reporting agencies or other third parties in response to subpoenas.</p> <p>Former Clients. If customers close an account with Advisor, Advisor will continue to operate in accordance with the principles stated in the Notice.</p> <p>Requirements of Federal Law. In November of 1999, Congress enacted the <i>Gramm-Leach-Bliley Act</i> (GLBA). The GLBA requires certain financial institutions, including broker-dealers and investment advisors, to protect the privacy of Customer Information. To the extent a financial institution discloses Customer Information to non-affiliated third parties other than as permitted or required by law, customers must be given the opportunity and means to opt out (or prevent) such disclosure. Please note that Advisor does not disclose Customer Information to non-affiliated third parties except as permitted or required by law (e.g., disclosures to service client accounts or to respond to subpoenas).</p>

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