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FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

| | | | | |
|--|-------------------------|---------------|---------------------|--|
| Name of Investment Adviser: Pacific Pointe Advisors LLC | | | | |
| Address: (Number and Street) 523 Chapala #1 | (City) Santa Barbara | (State) CA | (Zip Code) 93101 | Area Code: Telephone Number: (805) 252-9447 |

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

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

FORM ADV**Part II - Page 2**

| | | |
|-----------------------------|------------------|------------|
| Applicant: | SEC File Number: | Date: |
| Pacific Pointe Advisors LLC | 801- | 06/15/2010 |

Definitions for Part II

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

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

| | | | |
|---|---|---|--|
| 1. A. Advisory Services and Fees. (check the applicable boxes) | | For each type of service provided, state the approximate % of total advisory billings from that service. Approx. (See instruction below.) | |
| Applicant: | | | |
| <input checked="" type="checkbox"/> | (1) Provides investment supervisory services | | 100% |
| <input type="checkbox"/> | (2) Manages investment advisory accounts not involving investment supervisory services | | % |
| <input type="checkbox"/> | (3) Furnishes investment advice through consultations not included in either service described above | | % |
| <input type="checkbox"/> | (4) Issues periodicals about securities by subscription | | % |
| <input type="checkbox"/> | (5) Issues special reports about securities not included in any service described above | | % |
| <input type="checkbox"/> | (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities | | % |
| <input type="checkbox"/> | (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities | | % |
| <input type="checkbox"/> | (8) Provides a timing service | | % |
| <input type="checkbox"/> | (9) Furnishes advice about securities in any manner not described above | | % |
| (Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.) | | | |
| B. Does the applicant call any of the services it checked above financial planning or some similar term? | | Yes <input type="checkbox"/> | No <input checked="" 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 type="checkbox"/> | (2) Hourly charges | <input type="checkbox"/> | (5) Commissions |
| <input 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: | | | |
| <ul style="list-style-type: none"> 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 checked="" 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 | | |

FORM ADV**Part II - Page 3**

Applicant:

Pacific Pointe Advisors LLC

SEC File Number:

801-

Date:

06/15/2010

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

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

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

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

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

- | | |
|---|---|
| (1) <input 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 type="checkbox"/> Long term purchases (securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input 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 checked="" type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

FORM ADV**Part II - Page 4**

Applicant:

Pacific Pointe Advisors LLC

SEC File Number:

801-

Date:

06/15/2010

5. Education and Business Standards.

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

Yes No
☒ ☐

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

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

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

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

Yes No
☐ ☒

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

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Part II - Page 5

| | | |
|-----------------------------|------------------|------------|
| Applicant: | SEC File Number: | Date: |
| Pacific Pointe Advisors LLC | 801- | 06/15/2010 |

9. Participation or Interest in Client Transactions.

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

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

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

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.

Greg Van Wyk, Member, Tim Morton Smith, Member, and Gary Dorfman, Managing Member/Chief Compliance Officer, review all accounts on at least a quarterly basis. More frequent reviews may be necessary due to the client's individual circumstances, economic conditions, general factors affecting the stock market, etc.

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

Clients will receive transaction confirmations and/or statements monthly or at least quarterly from their account custodians. Collectively, these reports will list client's account holdings, transactions and fees paid to Pacific Pointe Advisors LLC

FORM ADV**Part II - Page 6**

| | | |
|-----------------------------|------------------|------------|
| Applicant: | SEC File Number: | Date: |
| Pacific Pointe Advisors LLC | 801- | 06/15/2010 |

12. Investment or Brokerage Discretion.

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

- | | | |
|---|---------------------------------|---|
| (1) securities to be bought or sold? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (2) amount of the securities to be bought or sold ? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (3) broker or dealer to be used ? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (4) commission rates paid? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |

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 <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
| B. Directly or indirectly compensates any person for client referrals? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |

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

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

- has custody of client funds or securities; or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- | | | |
|--|---------------------------------|---|
| Has applicant provided a Schedule G balance sheet? | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
|--|---------------------------------|---|

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

Applicant:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

(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:

Pacific Pointe Advisors, LLC

IRS Empl. Ident. No.:

Item of Form
(identify)

Answer

Item 1.D

Advisory Services and Fees.

PACIFIC POINTE ADVISORS, LLC (hereinafter "PPA", "Advisor" or the "Firm") is a limited liability company formed under the laws of the State of California. PPA offers investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other organizations. This Schedule F narrative provides clients with information regarding PPA and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of the Firm.

Please contact Gary Dorfman, Managing Partner & Chief Compliance Officer, if you have any questions about this Schedule F narrative. Additional information about PPA is available on the Internet at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for PPA is 149892.

Individuals associated with PPA will provide its investment advisory services. These individuals are appropriately licensed, qualified, and authorized to provide advisory services on behalf of the Firm. Such individuals are known as Investment Advisor Representatives (IARs).

DESCRIPTION OF SERVICES PROVIDED

PPA provides ongoing and continuous investment supervisory services to its clients by utilizing Sub-Advisers. PPA's advisory fee to clients may be charged annually at the rate of up to 1% of assets under management.

Portfolio Management Services Utilizing Sub-Advisers

1. Client Accounts: PPA hereby employs Sub Advisers ("Sub-Advisers"). Sub-Advisers undertake to provide the duties and functions as are hereinafter set forth.
2. Duties of Sub-Advisers: Subject to the direction and supervision of PPA, Sub-Advisers undertake as follows:

In the performance of its duties, Sub-Advisers may:

- (a) grant PPA access to Sub-Advisers manager research and selection platform, wherein it recommends multiple investment management firms or mutual funds to individuals and institutional clients;
- (b) provide PPA with asset allocation for making decisions for its client investment portfolios;

Item 4.A(5)

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:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

(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: Pacific Pointe Advisors, LLC | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

| | |
|-------------------------|--|
| Item 1.D (Continued) | (c) assists PPA with opening new accounts for its clients; |
| | (d) create an interface with custodian to provide institutional quality quarter reports, and billing; and |
| | (e) permit PPA to create a web site link from its site to Beacon Pointe's web site. |
| Item 4.C(7) | <p>Sub-Advisers may provide the above services pursuant to the policies or guidelines established by PPA that have been furnished, in writing, to Sub-Advisers. All investment decisions will be made by PPA and no investment advice will be given to individual clients. Sub-Advisers shall use their best judgement and shall act in conformity with all federal and state laws/regulations in the performance of Sub-Advisers duties hereunder.</p> <p>Sub-Advisers shall cooperate with PPA in coordinating the investment management services provided hereunder with the custodial services provided elsewhere in order to provide for the for the efficient management of PPA client assets.</p> <p>3. Other services provided by Sub-Advisers: Subject to PPA's written request, Sub-Advisers may also participate in periodic meetings to review investment performance and suitability. In the performance of their duties hereunder, Sub-Advisers may:</p> <p>(a) provide to PPA performance market updates and such other information as Sub-Advisers believe appropriate to keep PPA informed of important developments materially affecting its client accounts;</p> <p>(b) bill PPA, on a quarterly basis, the fees established in paragraph 6 of this disclosure;</p> <p>(c) coordinate with and report to the custodian for client accounts with regard to all investments and portfolio transactions involving client accounts assets. The custodian shall have responsibility for the safekeeping of the assets of the client accounts, settling transactions of the client accounts, collecting income and distributions and performing similar functions;</p> <p>(d) make available through an interface with custodian to provide PPA information necessary to prepare periodic statements of portfolio holdings and any required regulatory filings; and</p> <p>(e) make available to PPA -Sub-Advisers disclosure brochure and other licensing or regulatory forms or filings upon request.</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**

Applicant:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

(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: Pacific Pointe Advisors, LLC | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

Item 1.D
(Continued)

4. Authority of Sub-Advisers: In carrying out Sub-Advisers duties hereunder, Sub-Advisers shall not have the authority:
- (a) to purchase and sell securities for client accounts;
 - (b) to employ or deal with such members of securities exchanges, brokers or dealers ("broker-dealers"), including affiliated broker-dealers, as that term is defined in the Act, as may in its best judgement, implement the policy of client accounts to obtain, at reasonable expense, the best execution of the portfolio securities of client accounts. Sub-Advisers will not select broker-dealers to effect portfolio transactions; and
 - (c) to effect the purchase and sale of securities in private transactions.
5. Duties of PPA: PPA may provide or may cause the custodian to provide Sub-Advisers with the following information:
- (a) any changes to the respective investment objectives, long and short term liquidity needs if any and any restrictions on the investment of assets of client accounts;
 - (b) notice of any change in the custodian of client accounts; and
 - (c) all other information and documents reasonably necessary for Sub-Advisers to perform their responsibilities hereunder.
6. Fees: In consideration of the services rendered, PPA agrees to pay an advisory fee for the performance of all functions and duties assumed by Sub-Advisers and may be pursuant to the following fee schedule:
- (a) 20% of the fees generated by PPA from each client account for which Sub-Advisers use their investment managers primarily for asset allocation or selection of independent managers in accordance with the investment objectives of the client and any reasonable restrictions the client may wish to place on the account;
 - (b) 7.5% of the fees generated by PPA from each client account for which Sub-Advisers provide those consulting services stated in their disclosure brochures, but does not use their investment managers for asset allocation or selection of independent managers in managing client assets.

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:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

(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:

Pacific Pointe Advisors, LLC

IRS Empl. Ident. No.:

Item of Form
(identify)

Answer

Item 1.D
(Continued)

PPA may pay Sub-Advisers the above advisory fees, quarterly, within 30 days of Sub-Advisers billing PPA, each calendar quarter. Clients' accounts may be valued as of the last day of the preceding calendar quarter for billing by Sub-Advisers to PPA.

FEE SCHEDULE: Portfolio Management**Assets under Management Annual Advisory Fee**

1.00% annually on assets up to \$5 million
0.80% annually on assets \$5 million - \$10 million
0.70% annually on assets \$10 million - \$25 million
0.60% annually on assets \$25 million and above

The fee for investment management will be based on the value of the account at quarter end and is payable quarterly in arrears. The first advisory fee will be assessed on a pro-rata basis taking into account the time for which the account was not managed by PPA and the time left in the quarter.

Pacific Pointe - Incentive Based Pricing

As an alternative to traditional portfolio management fees, and in a further effort to align our interests with our clients; we offer incentive - based pricing. This pricing option ensures that our fees are specifically tied to our ability to outperform industry standard indices that mirror the allocation of each client's portfolio. Simply put, if we underperform our benchmarks, our fee will decline, and if we out perform, our fees will increase.

Fee Structure – Base Fees (all accounts have a base fee for our core investment management services)

0.85% annually on assets up to \$5 million
0.75% annually on assets \$5 million - \$10 million
0.65% annually on assets \$10 million - \$25 million
0.55% annually on assets \$25 million and above

Adviser primarily manages accounts for high-net worth clients. Such clients are qualified investors since they have a minimum net worth of \$1.5 million dollars or have placed at least \$750,000 under management with Adviser. High-net worth clients are charged a performance fee as follows:

Performance Incentive Component:

For every 1.00% we out - or underperform our benchmark, our fees will increase or decline by 0.10%.

This performance fee applies for all profits accrued on December 31st of each year.

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:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

(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:

Pacific Pointe Advisors, LLC

IRS Empl. Ident. No.:

Item of Form
(identify)

Answer

Item 1.D
(Continued)

The aforementioned performance fee is calculated as follows:

Example:

If we outperform our benchmark by 2% our fee would increase .20%. On a \$5 million portfolio, our total fee would be 1.05% (.85% our base fee + .20% our performance fee for outperforming by 2%). Using this same example, if we underperform by 2% our fee would decline from .85% to .65%.

Since our ability to either outperform, or underperform will most likely occur in portfolios that have a greater weighting to equity strategies, we offer our incentive based pricing for those accounts that have a minimum of 60% of their assets allocated to equities.

The performance fee is payable only if and to the extent that the net capital appreciation of the clients account exceeds any net capital depreciation accumulated in prior years (as adjusted for withdrawals of capital). Advisor in its discretion may waive all or any portion of the performance fee as to any client or may agree with a client to other changes to the performance fee as to such client.

In the event that the client terminates the managed account before the end of the year, the client shall be billed by an increase or decline of 0.10% performance fee for every 1.00% we outperform or underperform our benchmark on assets under management for all profits accrued year to date. All performance based fees will comply with California State statutes and rules as applicable.

The fee structure for clients who are not qualified investors is as follows:
Adviser shall charge:

0.85% annually on assets up to \$5 million
0.75% annually on assets \$5 million - \$10 million
0.65% annually on assets \$10 million - \$25 million
0.55% annually on assets \$25 million and above

On December 31st or thereabout, all non-qualified accounts will be reviewed to see whether the client has become a qualified account or vice-versa, whether a qualified account has become a non-qualified account based on California State statutes and rules. To the extent that a client's status has changed, the appropriate fee schedule will apply for the next advisory fee assessed to the client.

For billing purposes, each account will be assessed our base fee, and then re-adjusted at the end of the year, once the final performance numbers have been compiled.

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**

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Date:

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(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: Pacific Pointe Advisors, LLC | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

Item 1.D
(Continued)**ADDITIONAL INFORMATION CONCERNING FEES**

In certain circumstances, advisory fees and account minimums may be negotiable based upon prior relationships as well as related account holdings.

All fees paid to Advisor for investment advisory services are separate from the fees and expenses charged by mutual funds and exchange traded funds to their shareholders. These fees and expenses are described in each fund's prospectus. Such fees will generally include a management fee, other fund expenses and a possible distribution fee.

A client could invest in a mutual fund directly, without the services of Advisor. In that case, the client would not receive the services provided by Advisor which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to the client's financial condition, goals, and objectives. Accordingly, the clients should review both the fees charged by the funds and the fees

charged by Advisor to fully understand the total amount of fees to be paid by the clients and to thereby evaluate the advisory services being provided.

Advisory recommendations are based on the client's financial situation at the time the services are provided and are based on financial information disclosed by the client to Advisor. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. As the client's financial situation, goals, objectives, or needs change, the client must notify PPA promptly.

Advisor shall never have custody of any client funds or securities, as the services of a qualified and independent custodian will be used for these asset management services.

Fees will be automatically deducted from the account. Clients will be provided with a quarterly statement reflecting deduction of the advisory fee. PPA sends a copy of Client invoice to the custodian or trustee at the same time that PPA sends a copy to the client. The custodian sends quarterly statements to PPA's clients showing all disbursements for the custodian account, including the amount of the advisory fees. Clients provide written authorization permitting PPA to be paid directly for their accounts held by the custodian or trustee.

Pursuan to CCR Section 260.238(j), PPA hereby discloses that Clients may receive the same or comparable services from other Financial Advisors at a lower fee.

Pursuant to California Code of Regulations, 10 CCR Section 260.235.2, Advisor discloses that it may utilize various firms for the execution of securities transactions and to custody assets.

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:

Pacific Pointe Advisors, LLC

SEC File Number:

801-

Date:

06/15/2010

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

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| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Pacific Pointe Advisors, LLC | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

| | |
|-------------------------|---|
| Item 1.D (Continued) | <p>The fees charged are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds, or any portion of the funds of an advisory client (15 U.S.C. §80b-5(a)(1)).</p> <p>Advice offered by Advisor may involve investments in stocks, ETF's, hedge funds, private equities, managed futures, master limited partnerships, and some mutual funds. Clients are hereby advised that all fees paid to Advisor for investment advisory services are separate and distinct from the fees and expenses charged by stocks, ETF's, hedge funds, private equities, managed futures, and some mutual funds (described in each fund's prospectus) to their shareholders. These fees may include, but are not limited to, a management fee, upfront sales charges, and other fund expenses. The client should review all fees charged by money market funds, Advisor, and others to fully understand the total amount of fees to be paid by the client.</p> |
| Item 5 | <p><u>EDUCATION AND BUSINESS STANDARDS</u></p> <p>All individuals that render investment advisory services on behalf of PPA must have earned a college degree and/or have substantive investment-related experience. In addition, all such individuals shall have attained all required investment-related licenses and/or designations.</p> |
| Item 6 | <p>Education and Business Background.</p> <p><u>Gary K. Dorfman</u></p> <p>Y.O.B: 1960</p> <p>Education: University of California, Santa Barbara, Santa Barbara, CA, 1983, Bachelor of Arts - Emphasis in Business Economics & Political Science</p> <p>Business Background last 5 years: Pacific Pointe Advisors, LLC, Santa Barbara, CA - 07/09 to Present, Managing Member & Chief Compliance Officer Manchester Capital Management, 03/08 to 04/09, Managing Director Ecopod Corp., 2004 to 2008, CEO & President</p> <p><u>Greg Van Wyk</u></p> <p>Y.O.B: 1976</p> <p>Education: University of California, Santa Barbara, Santa Barbara, CA, 1997, Bachelors in Business Economics & Accounting</p> |

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| Item 6 (Continued) | <p>Licensing: Certified Public Accountant in 2001</p> <p>Business Background last 5 years: Pacific Pointe Advisors, LLC, Santa Barbara, CA - 07/09 to Present, Member, Investment Adviser Representative</p> <p>Manchester Capital Management, Senior Investment Advisor for 5 years</p> <p><u>Timothy Stuart Morton-Smith</u></p> <p>Y.O.B: 1983</p> <p>Education: University of Southern California, Los Angeles, CA, 1997, Bachelors in Business Administration & Entrepreneurship</p> <p>Business Background last 5 years: Pacific Pointe Advisors, LLC, Santa Barbara, CA - 07/09 to Present, Member, Investment Adviser Representative</p> <p>Santa Barbara Bank and Trust, Santa Barbara, CA – 07/07 to 07/09, Securities Trader and Research Analyst</p> |
| Item 9.E | <p>Participation or Interest in Client Transactions.</p> <p>Advisor's Investment Advisor Representatives, buy or sell for themselves securities that they also recommend to clients.</p> |
| Miscellaneous | <p>Code of Ethics.</p> <p>Advisor and/or its representatives may buy or sell for their personal account(s) investment products identical to those recommended to clients. It is the expressed policy of Advisor that neither Advisor, nor its representatives may purchase or sell any individual stock or bond prior to a transaction(s) being implemented for an advisory account. This policy is meant to prevent Advisor and/or its representatives from benefiting as a result of transactions placed on behalf of advisory accounts. Advisor has established the following restrictions in order to ensure its fiduciary responsibilities to clients are met:</p> <p>1) Advisor's representatives shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by their role as an Investment Advisory Representative of Advisor, unless the information is</p> |

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Miscellaneous
(Continued)

also available to the investing public on reasonable inquiry. In no case, shall Advisor's representatives prefer their own interest to that of their advisory clients(1,2).

2) Advisor emphasizes the unrestricted right of its clients to decline to implement any advice rendered.

3) Advisor recognizes it must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.

Footnotes

(1) This investment policy has been established recognizing that some securities being considered for purchase and sale on behalf of Advisor'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 Advisor'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 or redemption. As such, transactions in mutual funds and/or variable insurance products by Advisor are not likely to have an impact on the prices of the fund shares in which clients invest, and are therefore not prohibited by Advisor's Investment policies and procedures.

The disclosure is provided to give all Clients a summary of Advisor's Code of Ethics. However, if a Client or a potential Client wishes to review PPA's Code of Ethics in its entirety, a copy will be provided promptly upon request.

Insider Trading

In accordance with California State statutes and rules, Advisor also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Advisor.

Proxy Voting

Advisor does not vote proxies.

Conflicts of Interest

All material conflicts of interest under CCR Section 260.238(k) are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.

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| Items 12.A.(1), (2), (3) & (4) | Investment or Brokerage Discretion. Advisor does not have discretionary authority to determine for each Client account the securities to be bought or sold, amount of securities to be bought or sold, broker or dealer to be used, or commission rates paid. |
| Item 12.B | Recommended Broker-Dealers. PPA may execute or recommend that clients execute their securities transactions through the Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab"), registered broker-dealers with FINRA/SIPC. Schwab may charge commissions (ticket charges) for executing PPA's transactions. PPA does not receive any part of these separate charges which are assessed directly to PPA. Schwab does not have a role with respect to PPA's investment advisory accounts, however they may serve as the broker-dealer in cases where clients wish to execute recommendation as part of the implementation of a financial plan. It is important to note that Schwab does not maintain supervisory relationships with respect to PPA or its representatives nor are they in any way affiliated with it. PPA is independently owned and operated. PPA may recommend/require that clients establish accounts with Schwab to maintain custody of clients' assets and to effect trades for their accounts. Schwab may provide PPA with access to their institutional trading and custody services, which are typically not available to /or Schwab retail investors. Schwab's services include brokerage custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment. For PPA's Clients' accounts maintained in their custody, Schwab does not charge separately for custody but are compensated by account holders through commissions or other transaction-related fees or securities trades that are executed through Schwab or that settle into Schwab. Schwab also makes available to PPA other products and services that may benefit PPA but which may not benefits its clients. These types of services will help PPA in managing and administering client accounts. These include software and other technology that provide access to client account data (i.e. trade confirmations and account statements); facilitate trade executions; provide research, pricing information, and other market data; facilitate in the payment of PPA's fees from its clients' accounts; and assist with back-office functions, record-keeping, and client reporting. Many of these services may be used to service all or a substantial number of PPA's accounts. |

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| Item 12.B (Continued) | <p>From time-to-time Adviser may make an error in submitting a trade order on a client's behalf. When this occurs, Adviser may place a correcting trade with the broker-dealer which has custody of the client's account. If an investment gain results from the correcting trade, the gain will remain in the client's account unless the same error involved other client account(s) that should have received the gain, it is not permissible for the client to retain the gain, or Adviser confers with the client and the client decides to forego the gain (e.g., due to tax reasons). If the gain does not remain in the client's account and Charles Schwab & Co. Inc. ("Schwab") is the custodian, Schwab will donate the amount of any gain \$100 and over to charity. If a loss occurs greater than \$100, Adviser will pay for the loss. Schwab will maintain the loss or gain (if such gain is not retained in the client's account) if it is under \$100 to minimize and offset its administrative time and expense. Generally, if related trade errors result in both gains and losses in the client's account, they may be netted.</p> |
| Item 13.A | <p>Additional Compensation.</p> <p>PPA may receive research and execution related services from the parties mentioned in Item 12B of Schedule F to assist PPA in managing its accounts. These services and products would include financial publications, pricing information and other products or services. Such research and execution related services are offered to all investment advisors who utilize these firms. However, the commissions charged by these parties may be higher than those charged by a broker who does not provide the aforementioned research and execution related services.</p> |
| Miscellaneous | <p><u>Privacy Statement</u></p> <p>The PPA is committed to safeguarding the confidential information of its clients and holds all personal information provided to it in the strictest confidence. These records include all personal information that PPA collects from its clients or receives from other firms in connection with any of the financial services they provide. PPA also requires other firms with whom they deal to restrict the use of client's information. PPA's Privacy Policy is available upon Client's engagement of PPA's services or by prior request of the Client.</p> |
| Item 13B | <p><u>USE OF UNAFFILIATED SOLICITORS</u></p> <p>PPA may pay referral fees (non-commission) to independent solicitors (non-registered representatives) for the referral of their Clients to PPA in accordance with California State statutes and rules. Such referral fee represents a share of PPA's investment advisory fee. This arrangement will not result in higher costs to the Client. In this regard, PPA maintains <i>Solicitors Agreements</i> in compliance with California State statutes and rules and applicable state and federal laws. All Clients referred by Solicitors to PPA will be given full written disclosure describing the terms and fee arrangements between PPA and its Solicitor(s).</p> |

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