

Uniform Application for Investment Adviser Registration

OMB APPROVAL

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Name of Investment Adviser:

Green Pastures Wealth Management LLC

Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone number:
145 Eden Hill Road	Easton	CT	06612	(203) 452-8100

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.

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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.

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 instructions 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 applicant call any of the services it checked above financial planning or some similar term? Yes ☐ No ☒

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

<input checked="" type="checkbox"/>	(1)	A percentage of assets under management	<input type="checkbox"/>	(4)	Subscription fees
<input 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:

- 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			

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

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Equity securities | <input type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | <input type="checkbox"/> I. Options contracts on: |
| <input type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input type="checkbox"/> (3) foreign issuers | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input checked="" type="checkbox"/> L. Other (explain on Schedule F) |
| <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 type="checkbox"/> Cyclical |
| (2) <input type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

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

- | | |
|---|--|
| (1) <input type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases |
| (4) <input type="checkbox"/> Corporate rating services | (8) <input 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 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 checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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

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 advisor 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 in 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).

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.

Please see the disclosures set forth in Schedule F to this Form ADV.

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

Please see the disclosures set forth in Schedule F to this Form ADV.

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

12. Investment or Brokerage Discretion.

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

- | | Yes | No |
|--|-------------------------------------|-------------------------------------|
| (1) securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of the securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <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 product 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 type="checkbox"/> | No <input checked="" 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 (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 <input type="checkbox"/>	No <input checked="" type="checkbox"/>
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Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1)

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

Green Pastures Wealth Management LLC

SEC File Number:

801- 62588

Date:

Nov 2008

(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: Green Pastures Wealth Management LLC		IRS Empl. Ident. No.: 20-0467168
Item of Form (identify)	Answer	
Item 1	<p>Green Pastures Wealth Management, LLC, a Delaware limited liability company (the "Registrant"), provides investment advisory services currently limited to the discretionary management of investment portfolios for individuals, pension profit sharing plans, trusts, and business entities in accordance with investment objective(s) of the client. Prospective clients may include investment limited partnerships, estates, and charitable organizations. The Registrant does not provide financial planning or estate planning services. To the extent specifically requested by a client, the Registrant may provide limited consultation services to its investment management clients on investment and non-investment related matters. Any such consultation services, to the extent rendered, shall be rendered exclusively on an unsolicited basis, for which the Registrant may or may not receive additional compensation, as further discussed below.</p> <p>The Registrant renders investment management services to clients via the "Green Pastures Growth Model MF" that utilizes multiple asset classes and trades among, but is not limited to, the following mutual funds with Rydex SBI, which provides the flexibility needed to carry out an active management strategy: (1) Index Mutual Funds, (2) Sector Mutual Funds, (3) Precious Metals Mutual Funds, and (4) Inverse Index Mutual Funds. The Model is an actively managed investment strategy that utilizes Dynamic Mutual Fund Asset Allocation, a complementary approach to traditional buy and hold mutual fund investing. The Registrant developed the proprietary model based upon the Registrant's technical analysis of various asset classes and sectors (at the macro level) versus individual securities (at the micro level). The Registrant bases its investment decisions on the inner workings of three stand-alone strategies: (1) Tactical Asset Allocation, (2) Style and Sector Rotation and (3) Market Timing.</p> <p>In the event the client desires, the client can engage the Registrant to render investment advisory services under a fee-based arrangement. Under this arrangement, in the event the client desires to implement securities transactions through certain persons associated with the Registrant ("Associated Persons"), in their respective individual capacities as registered representatives of First Allied Securities, Inc. ("FASI"), an SEC-registered broker-dealer and member of the FINRA, brokerage commissions may be charged by FASI to effect these securities transactions. A portion of these commissions may be paid by FASI to such Associated Persons, as applicable. Prior to effecting any transactions, the client will be required to enter into a new account agreement with FASI. The brokerage commissions charged by FASI may be higher or lower than those charged by other broker-dealers. In addition FASI, as well as such Associated Persons (as applicable), may also receive additional ongoing 12b-1 fees for fees for mutual fund purchases from the mutual fund company during the period that the client maintains the mutual fund investment.</p> <p>For accounts covered by ERISA (and others that the Registrant, in its sole discretion deems appropriate), Registrant may modify the foregoing fee-based arrangement to allow for its investment advisory services to be rendered on a fee-offset basis. In this scenario, Registrant may offset its fees by an amount equal to the aggregate commissions and 12b-1 fees earned by its Associated Persons.</p> <p>In the event the client determines to engage Registrant to provide investment management services, Registrant may do so on a fee-only basis. If engaged, the Registrant shall charge an annual investment management fee based upon a</p>	

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	<p>percentage of the market value of the assets being managed by the Registrant. The investment management fee shall be 1.00% of the assets under management. This annual fee shall be prorated and paid quarterly, in arrears, based upon the market value of the Assets on the last day of the current quarter.</p> <p>As further discussed in Item 10 (below), Registrant generally imposes an account minimum of \$25,000 for its investment management services. Registrant's annual investment management fee shall be prorated and paid quarterly, in arrears, based upon the market value of the assets on the last day of the current quarter. Registrant, in its sole discretion, may waive its stated account minimum, negotiate or charge a lesser management fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, etc.).</p> <p>Registrant may render investment management services to qualified clients for a performance-based fee in accordance with the requirements set forth in Rule 205-3 under the Investment Advisers Act of 1940, as amended. For those clients, Registrant shall change an annual investment management fee based upon a percentage of the market value of the assets being managed by Registrant ("base fee") in addition to an annual fee based on the performance of the account ("incentive performance fee"). Registrant's investment management fee shall be no more than 0.50% of the assets under management and up to 20% of the net performance of the account.</p> <p>Registrant's annual investment management base fee shall be prorated and paid quarterly, in arrears, based upon the market value of the assets on the last day of the previous quarter.</p> <p>Registrant's performance fee shall be paid quarterly, in arrears, based on the net gains of the client's portfolio at the end of the calendar quarter. Under this fee arrangement, there is potential for a conflict of interest in that the performance fee may be an incentive for the Registrant to make investments that are riskier or more speculative than would be the case absent a performance fee arrangement.</p> <p>As further discussed in response to Item 12B (below), Registrant shall generally recommend that clients utilize the brokerage services of FASI or the applicable investment company (collectively referred to as "Broker") for investment management accounts. Prior to engaging Registrant to provide investment advisory services, the client will be required to enter into one or more written agreements with the Registrant setting forth the terms and conditions under which the Registrant shall render its services (collectively the "Agreement"), and a separate agreement for brokerage services with either the Broker, any other broker-dealer recommended by the Registrant, and/or the broker-dealer/custodian directed by the client (collectively referred to as "Broker-Dealer").</p> <p>Registrant's agreement and/or separate agreement with Broker-Dealer, may authorize Broker-Dealer to debit the client's account for the amount of the Registrant's investment management fee and to directly remit that management fee to the Registrant as follows: (1) the Registrant shall send to the Broker-Dealer a fee statement (the "Fee Statement") showing the amount of the management fee for the period, and, additionally, shall include in the Fee Statement the specific manner in</p>	

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Item of Form (identify)	Answer	
	<p>which the management fee was calculated and the value of the client's assets on which the fee was based, and (2) Broker-Dealer shall send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to the Registrant.</p> <p>The Agreement between the Registrant and the client will continue in effect until terminated by either party by written notice. Registrant's investment management fee shall be prorated through the date of termination, and any remaining balance shall be charged or refunded to the client, as appropriate, within ninety (90) days.</p> <p>Currently, Registrant intends to primarily allocate its clients' investment management assets, on a discretionary basis, among various no-load mutual fund classes in accordance with the client's investment objectives.</p> <p>As discussed above, unless the client directs otherwise, Registrant shall generally recommend that Broker serve as the broker-dealer for client assets. Clients shall incur brokerage commissions and/or transaction fees from Broker-Dealer for effecting certain securities transactions (e.g., transaction fees are charged for certain no-load mutual funds, commissions are charged for individual equity/debt securities transactions). In addition to Registrant's investment management fee, brokerage commissions and/or transaction fees, the client will also incur, relative to all mutual fund holdings charges imposed at the mutual fund level (i.e., advisory fees and other fund expenses) which are disclosed in the fund's prospectus.</p> <p>The Registrant utilizes an investment strategy referred to as "dynamic asset allocation," whereas it allocates investment management assets of its client accounts among various mutual funds on a discretionary basis. In doing so, Registrant employs its proprietary investment management strategy, whereby Registrant shall exchange and/or transfer mutual funds owned by the client among different asset categories within the same or different mutual fund family ("dynamic asset allocation"). Registrant shall charge an annual investment management fee based upon assets under management and consistent with the policies stated above. Clients may, in writing, place reasonable limitations upon Registrant's discretionary authority. Registrant's dynamic asset allocation investment strategy includes a market timing component and involves an above-average portfolio turnover that could negatively impact upon the net after-tax gain experienced by an individual client. The Registrant does not provide accounting, tax, or legal advice.</p> <p>Registrant's market timing has been designed to comply with the requirements of Rule 3a-4 of the Investment Company Act of 1940, as amended. Rule 3a-4 provides similarly managed investment programs, such as Registrant's market timing program, with a non-exclusive safe harbor from the definition of an investment company. In accordance with Rule 3a-4, the following disclosure is specifically applicable to Registrant's management of client assets under Registrant's market timing program:</p> <ol style="list-style-type: none">1. Initial Interview - an initial interview is conducted with each client (either in person or via a questionnaire) to determine the client's financial circumstances, goals, acceptable levels of risk and other relevant circumstances;2. Individual Treatment - the client's account is managed on the basis of the client's financial circumstances and investment objectives;	

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	<p>3. Monitoring - the client's circumstances shall be monitored through quarterly account reviews and annual interviews;</p> <p>4. Consultation Available - Adviser shall be reasonably available to consult with the client relative to the status of client's account;</p> <p>5. Notice of Transactions - the client shall receive, at least quarterly, notice of all transactions in the client's account;</p> <p>6. Quarterly Statement - the client shall be provided with a quarterly statement containing a description of all activity in the client's account;</p> <p>7. Ability to Impose Restrictions - client shall have the ability to impose reasonable restrictions on the management of his/her/its account, including the ability to instruct the Registrant not to purchase certain mutual funds;</p> <p>8. No Pooling - the client's beneficial interest in a security does not represent an undivided interest in all the securities held by the custodian, but rather represents a direct interest in the securities which compromise the client's account;</p> <p>9. Separate Account - A separate account is maintained for the client with the custodian;</p> <p>10. Ownership - each client retains indicia of ownership of the account (e.g. right to withdraw securities or cash, exercise or delegate proxy voting, and receive transaction confirmations); and</p> <p>11. Adviser's Fee - The Registrant believes that its annual fee is reasonable in relation to: (1) the advisory services provided; and (2) the fees charged by other investment advisers offering similar services/programs. In addition to Registrant's annual fee, the client will also incur charges imposed at the mutual fund level (i.e., advisory fees and other fund expenses).</p> <p>Certain investment opportunities that become available to Registrant's clients may be limited. For example, various mutual funds may, from time to time, limit the number of shares available for purchase or sale by mutual fund market timers, such as the Registrant. In order to meet its fiduciary duties to all of its clients, the Registrant will endeavor to allocate investment opportunities among all clients on a fair and equitable basis. However, except as otherwise provided by federal or state securities laws, Registrant shall not be liable for an adverse decision by a mutual fund to unilaterally restrict and/or prohibit market timing activities.</p> <p>Registrant also may render non-discretionary investment management services to clients relative to: (1) variable life/annuity products that they may own, and/or (2) their individual employer-sponsored retirement plans. In doing so, Registrant either directs or recommends the allocation of client assets among the various mutual fund subdivisions that comprise the variable life/annuity product or the retirement plan. The client assets shall be maintained at either the specific insurance company that issued the variable life/annuity product which is owned by the client, or at the custodian designated by the sponsor of the client's retirement plan.</p>	

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	<p>The client may make additions to and withdrawals from the account at any time subject to the usual and customary securities settlement procedures as well as Registrant's right to terminate an account that falls below its minimum account size of \$25,000. If assets are deposited into an account after the inception of a quarter, the fee payable with respect to such assets will be prorated based on the number of days remaining in the quarter. Clients may withdraw account assets on notice to the Registrant, subject to the usual and customary securities settlement procedures. For partial withdrawals, Registrant shall not refund any of its unearned fee. However, Registrant designs its portfolios as long-term investments and asset withdrawals may impair the achievement of a client's investment objectives. Additions may be in cash or securities, provided that Registrant reserves the right to decline to accept particular securities into a client's account.</p> <p>Registrant's clients are advised to promptly notify the Registrant if there are any changes in their financial situation or investment objectives, or if they wish to impose any reasonable restrictions upon Registrant's management services.</p> <p>Neither the Registrant nor the client may assign the Agreement without the consent of the other party. Transactions that do not result in a change of actual control or management of the Registrant shall not be considered an assignment.</p> <p>A copy of Registrant's privacy policy notice and a written disclosure statement which meets the requirements of Rule 204-3 of the Investment Advisers Act of 1940, as amended, shall be provided to each client prior to or contemporaneously with the execution of the Agreement. Any client who has not received a copy of Registrant's written disclosure statement at least forty-eight (48) hours prior to executing the Agreement shall have five (5) business days subsequent to executing the agreement to terminate the Registrant's services without penalty.</p>	
Item 3L	Registrant may also provide advice about any type of investment held in a client's portfolio at the beginning of the advisory relationship.	
Item 5	All individuals that render investment advisory services on behalf of the Registrant 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.	
Item 6	<p>LEELAND F. GRAY, JR. Born 1962 Post-Secondary Education: University of Texas - 1986 Recent Business Background: Green Pastures Wealth Management LLC, Principal, 12/2003 - Present First Allied Securities, Inc., Registered Representative, 12/2008 - Present First Montauk Securities Corporation, Registered Representative, 3/1995 - 12/2008 Four Seasons Asset Management, Inc., Vice President, C.O.O. and Registered Investment Advisor Agent, 3/1995 - 12/2003 A.G. Edwards & Sons, Investment Consultant, 11/1993 - 3/1995</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

Green Pastures Wealth Management LLC

SEC File Number:

801- 62588

Date:

Nov 2008

(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: Green Pastures Wealth Management LLC		IRS Empl. Ident. No.: 20-0467168
Item of Form (identify)	Answer	
Item 8C	Certain functions requiring the use of a registered broker are performed through First Allied Securities, Inc. ("FASI"). For such purpose the Registrant's agents are registered with FASI. Please see the responses set forth on this Schedule F to Items 1D, 9B, 12A and 12B.	
Item 9B	As discussed above in response to Item 1D (above), the Associated Persons of Registrant, in their individual capacities as registered representatives of FASI, may effect securities brokerage transactions on a fully-disclosed commission basis. Registrant's Associated Persons currently devote approximately seventy-five percent (75%) of their time to securities commission business.	
Items 9B and 13A	Please see the previous responses set forth on this Schedule F to Items 1D relative to commission compensation received by Associated Persons in their individual capacities as registered representatives of FASI.	
Item 9E	<p>Registrant does not buy nor sell for itself securities that it also recommends to clients. However, related persons of the Registrant are permitted to buy or sell securities that it also recommends to clients consistent with the following policies and procedures:</p> <p>Unless specifically defined in the Registrant's procedures (summarized below), none of Registrant's Associated Persons may effect for himself or herself, for his or her immediate family (i.e., spouse, minor children, and adults living in the same household as the Associated Person), or for trusts for which the Associated Person serves as a trustee or in which the Associated Person has a beneficial interest (collectively "Covered Persons"), any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any of Registrant's clients.</p> <p>When Registrant is purchasing or considering for purchase any security on behalf of a client, no Covered Person may effect a transaction in that security prior to the completion of the purchase or until a decision has been made not to purchase such security. Similarly, when Registrant is selling or considering the sale of any security on behalf of a client, no Covered Person may effect a transaction in that security prior to the completion of the sale or until a decision has been made not to sell such security.</p> <p>The foregoing policies and procedures are not applicable to (a) transactions effected in any account over which neither the Registrant nor any advisory representative of the Registrant has any direct or indirect influence or control; and (b) transactions in securities that are: direct obligations of the Government of the United States; bankers' acceptances, bank certificates of deposit, commercial paper, and high quality short-term debt instruments, including repurchase agreements; or shares issued by registered open-end investment companies.</p> <p>This policy has been established recognizing that some securities being considered for purchase and sale on behalf of Registrant's clients trade in sufficiently broad markets to permit transactions by clients to be completed without any appreciable impact on the markets of such securities. Under certain limited circumstances, exceptions may be made to the policies stated above. The Registrant will maintain records of these trades, including the reasons for any exceptions.</p>	

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Item 10

In accordance with Section 204A of the Investment Advisers Act of 1940, as amended, the Registrant also maintains and enforces written policies reasonably designed to prevent the unlawful use of material non-public information by the Registrant or any of its Associated Persons.

As discussed above in Item 1D on this Schedule F, Registrant provides investment supervisory services. As a condition for starting and maintaining a relationship, Registrant shall generally impose a minimum portfolio size of \$25,000. Registrant, in its sole discretion, may accept clients with smaller portfolios based upon certain criteria including anticipated future earning capacity, anticipated future additional assets, account composition, related accounts, and pre-existing clients. Registrant shall only accept clients with less than the minimum portfolio size if, in the sole opinion of the Registrant, the smaller portfolio size will not cause a substantial increase of investment risk beyond the client's identified risk tolerance. Registrant may aggregate the portfolios of family members to meet the minimum portfolio size.

Item 11B

Unless otherwise agreed upon, clients are provided with transaction confirmation notices and regular summary account statements directly from the broker-dealer/custodian for the client accounts. Those clients to whom Registrant provides investment advisory services will also receive a report from the Registrant that may include such relevant account and/or market-related information such as an inventory of account holdings and account performance as clients may request from time to time.

Item 12A and 12B

Please see the previous responses set forth on this Schedule F to Items 1D and 9B.

Factors which the Registrant considers in recommending FASI or any other broker-dealer, to clients include their respective financial strength, reputation, execution, pricing, research, and service. FASI enables Registrant to obtain many no-load mutual funds without transaction charges. FASI charges commission rates that are generally considered discounted from customary retail commission rates. The commissions and/or transaction fees charged by FASI may be higher or lower than those charged by other broker-dealers. In return for effecting securities transactions through FASI or any other designated broker-dealer or custodian, Registrant may receive certain investment research products and/or services that assist the Registrant in its investment decision-making process for the client.

The brokerage commissions and/or transaction fees charged by FASI or any other designated broker-dealer are exclusive of, and in addition to, Registrant's investment management fee. Although the commissions paid by Registrant's clients shall comply with the Registrant's duty to obtain best execution, a client may pay a commission that is higher than another qualified dealer-dealer may charge to effect the same transaction where the Registrant determines, in good faith, that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Registrant will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for the client account transactions.

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Item of Form (identify)	Answer
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Although the investment research products and/or services that may be obtained by Registrant will generally be used to service all of Registrant's clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account.

Transactions for each client generally will be effected independently, unless Registrant decides to purchase or sell the same securities for several clients at approximately the same time. Registrant may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates, or to allocate equitably among Registrant's clients differences in prices and commissions or other transaction costs than might have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among Registrant's clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that the Registrant determines to aggregate client orders for the purchase or sale of securities, including securities in which Registrant's Principal(s) and/or Associated Person(s) may invest, the Registrant shall generally do so in accordance with the parameters set forth in SEC No-Action Letter, SMC Capital, Inc. The Registrant shall not receive any additional compensation or remuneration as a result of the aggregation. In the event that Registrant determines that a pro rata allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include:

(i) when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with smaller mandates; (ii) allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account's assets after an order is placed); (iv) with respect to sale allocations, allocations may be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts. Registrant may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

If a client requests the Registrant to arrange for the execution of securities brokerage transactions for the client's account, Registrant shall direct such transactions through broker-dealers that Registrant reasonably believes will provide "best execution". In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of the broker-dealer's services including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Registrant will seek competitive commission rates, it may not necessarily obtain the lowest possible commission rates for securities transactions.

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Item 13A	<p>Consistent with obtaining best execution, brokerage transactions may be directed to certain broker-dealers in return for research products and/or services which assist the Registrant in its investment decision-making process. Such research generally will be used to service all of Registrant's clients, but brokerage commissions paid by one client may be used to pay for research that is not used in managing that client's portfolio. Clients may pay to a broker-dealer a commission greater than another qualified broker-dealer might charge to effect the same transaction where the Registrant determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received.</p> <p>The client may direct Registrant in writing to use a particular broker-dealer to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that broker-dealer, and Registrant will not seek better execution services or prices from other broker-dealers or be able to "batch" client transactions for execution through other broker-dealers with orders for other accounts managed by Registrant. As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.</p> <p>As discussed above in response to Item 1D (above), Registrant shall generally recommend FASI as the broker-dealer and Pershing as custodian for client accounts. In return for providing certain administrative and supervisory functions, FASI may receive a portion of Registrant's investment management fee. However, at all times Registrant will be acting as the investment adviser to the client and not FASI. Under the rules and regulations of the NASD, FASI, as a registered broker-dealer, has obligations to maintain certain books and records and perform other functions regarding certain aspects of the investment advisory activities of its registered representatives.</p> <p>In certain instances, FASI will collect, as paying agent for the Registrant, the investment advisory fees to be paid to the Registrant by the account custodian, and FASI, will retain a portion of the Registrant's fee as compensation for FASI's administrative and supervisory functions. The portion of Registrant's fee retained by FASI comes directly from Registrant's compensation, and therefore, will not increase execution or brokerage charges to the client or the fee the client has agreed to pay Registrant pursuant to the Agreement. A portion of the fee retained by FASI may be re-allowed to other registered representatives of FASI who, as registered representatives of the broker-dealer, are responsible for the supervision of other representatives and assist the broker-dealer with the functions described above.</p> <p>Although not a material consideration when determining whether to recommend that a client utilize the services of FASI, Registrant may receive from FASI, without cost, computer software and related systems support, which allows Registrant to better monitor client accounts maintained at FASI. Registrant may receive the software and related support without cost, because Registrant renders investment management services to clients that maintain accounts at FASI, whose aggregate total assets at FASI exceed the established minimum required for an investment manager to receive software and related support without cost.</p>	
Item 13B	<p>If a client is introduced to the Registrant by either an unaffiliated or an affiliated solicitor, Registrant may pay that solicitor a referral fee in accordance with the</p>	

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	<p>requirements of Rule 206(4)-3 under the Investment Advisers Act of 1940, as amended, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from the Registrant's investment management fee, and shall not result in any additional charges to client. If the client is introduced to the Registrant by and unaffiliated solicitor, the solicitor shall provide the client with a copy of the Registrant's Form ADV Part II and a copy of the disclosure statement between the Registrant and the solicitor containing the terms and conditions of the solicitation arrangement, including compensation. Any affiliated solicitor of the Registrant shall disclose the nature of his/her relationship to prospective clients at the time of the solicitation and will provide all prospective clients with a copy of the Registrant's Form ADV Part II, including the Schedule F, at the time of the solicitation.</p>	