



H.D. Vest Advisory ServicesSM®
Advisory Program Services
Wrap Fee Brochure for:

Allocation Advisors
Diversified Managed Allocations
Masters Program
Private Advisor Network
FundSource[®]

SEC File No. 801 - 29892

Investment Advisory Services of H.D. Vest Advisory ServicesSM

March 2012

This wrap fee program brochure provides information about the qualifications and business practices of H.D. Vest Advisory Services, Inc., which uses the trade name H.D. Vest Advisory Services (“H.D. VAS”). If you have any questions about the contents of this brochure, please contact us at (972) 870-6000. This information has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Additional information about H.D. Vest Advisory ServicesSM is also available at www.adviserinfo.sec.gov.

You should review this brochure and consider its contents before investing in one of these Programs.

Securities offered through H.D. Vest Investment ServicesSM, Member: SIPC
Advisory services offered through H.D. Vest Advisory ServicesSM
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ITEM 2: Summary of Material Changes

The following is a summary of material changes since the last updated Brochure Disclosure dated March 2011 (“Disclosure Brochure”). (Please see the “Important Definitions” section for an explanation of defined terms.)

1) Indirect Change in Control

On October 3, 2011, Wells Fargo & Company (“Wells Fargo”) sold its equity interest in H.D. Vest, Inc., the parent company of H.D. Vest Advisory ServicesSM (“HDVAS”), to a group of investors led by Parthenon Capital Partners (“Parthenon”). The transaction resulted in an indirect change in control of HDVAS, the investment adviser on your account. HDVAS has become an indirect subsidiary of HDV Holdings, LLC, a company controlled by Parthenon. Additional information about HDVAS’ ownership is available on the Firm’s Form ADV on file with the SEC at www.adviserinfo.sec.gov.

As a result of this transaction, HDVAS is no longer affiliated with Wells Fargo. Except for the indirect change of ownership, there are no changes to the terms and conditions of this investment advisory program, or your relationship with your Advisory Consultant. First Clearing LLC, a wholly owned subsidiary of Wells Fargo, will continue to serve as the custodian of assets held through your HDVAS investment advisory accounts.

H.D. Vest Advisory Services is not related to or affiliated with Wells Fargo Advisors, LLC (“WFA”) or First Clearing, LLC (the “Clearing Agent”). WFA provides advisory and other services to HDVAS with respect to the following programs: Masters, Diversified Managed Allocations, Allocation Advisors, Private Advisor Network and FundSource. Please review the appropriate WFA Disclosure Documents for a complete description of each program and the Summary of Material Changes.

2) Your Advisory Consultant’s Form ADV- Part 2B Brochure Supplement

Your Advisory Consultant now has a Form ADV-Part 2B Brochure Supplement describing his or her background, credentials and other significant information for your consideration in selecting an Advisory Consultant. Existing advisory clients received a copy of this document in the mail, and Advisory Consultants will provide a copy to all prospective new advisory clients. The Advisory Consultant is also required to provide an updated Brochure Supplement following material changes or events in the required information. You can request a copy of your Advisory Consultant’s Brochure Supplement at any time from your Advisory Consultant or by contacting HDVAS at the address or phone number above.

IMPORTANT DEFINITIONS

“Account(s)” means your Allocation Advisors, Diversified Managed Allocation, Masters, Private Advisor Network, or Fundsource account(s).

“Advisory Consultant” means the HDVAS Advisory Consultant assigned to service your Account.

“Advisory Services Agreement” means the written agreement required to participate in Allocation Advisors, Diversified Managed Allocation, Masters, Private Advisor Network, or Fundsource which governs the terms and conditions of the Program and associated services.

“Brochure Supplement” means Form ADV – Part 2B Supplement Disclosure Document that describes your Advisory Consultant’s background, credentials and other material information.

“Client,” “you,” and “your” means the person(s) or organization(s) that contract with us for Program services.

“Code of Ethics” means the code adopted by HDVAS setting out the ethical principles of the Firm.

“Covered Person” means an individual HDVAS employee or representative covered by the Firm’s Code of Ethics.

“Disclosure Brochure” means this document which provides important information about the selected Program.

“FINRA” means the Financial Industry Regulatory Authority, a self-regulatory organization that regulates broker-dealers.

“Profile” means the questionnaire that collects information about your investment objective, risk tolerance and financial situation and is required to open an Account.

“Program(s)” means your Allocation Advisors, Diversified Managed Allocation, Masters, Private Advisor Network, or Fundsource program.

“SEC” means the U.S. Securities and Exchange Commission.

“SIPC” means the federal program that protects brokerage accounts against the loss in the event of a broker-dealer member’s insolvency and liquidation by replacing missing securities and cash up to a maximum of \$500,000 per client, including \$250,000 for claims of cash. SIPC does not protect against losses from market fluctuations.

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ITEM 4: SERVICES, FEES AND COMPENSATION

HDVAS was established in 1987 and is a wholly-owned subsidiary of H.D. Vest, Inc. HDVAS is an indirect subsidiary of HDV Holding, LLC, a company controlled by Parthenon Capital Partners. HDVAS is an affiliate of H.D. Vest Investment Services (“HDVIS”), which is a broker-dealer registered with the SEC, and a FINRA member firm. HDVAS was created to offer ongoing consultative investment management services through investment advisory programs designed to help our clients meet their financial objectives.

In addition to these Programs, HDVAS offers a number of investment advisory programs that are designed to help clients meet their investment objectives and goals. They include:

- VestAdvisor[®]
- Private Investment Management (“PIM”)
- Financial Planning

Descriptions of the services and fees for other programs are provided in other disclosure documents related to the specific programs, copies of which are available to you upon request.

Services

H.D. Vest Advisory Services, Inc. has entered into an agreement with WFA, pursuant to which WFA provides advisory and/or other services with respect to the Programs. Clients of investment advisory accounts described herein are clients of HDVAS. HDVAS is not related to or affiliated with WFA or First Clearing, LLC (the “Clearing Agent”). Unless otherwise specified, Clearing Agent will maintain custody of client assets. Clearing Agent qualifies as a “qualified custodian” as described by Rule 206(4)-2 of the Investment Advisers Act. WFA and Clearing Agent each reserves the right to reject and not provide services to any client or with respect to any client account for any reason.

WFA provides advisory and other services to HDVAS with respect to the following programs: Masters, Diversified Managed Allocations, Allocation Advisors, FundSource and Private Advisor Network. Please review the appropriate WFA Disclosure Documents for a complete description of services for each program.

Fees and Compensation

All of the Program Accounts described in this brochure are charged a fee on eligible assets that covers advisory, execution, custodial, and reporting services. The fee schedules for each program are set forth below. The fee schedules below may differ than that required by WFA as stated in its advisory program Wrap Fee Brochure or applicable Disclosure Document. You should refer to the chart below, as appropriate, to determine the applicable fee schedule.

Private Advisor Network Fees

There is a minimum quarterly fee requirement of \$375. The following standard fees, which are negotiable, are charged for Private Advisor Network services:

Total Account Value	Equity & Balanced Accounts <i>Annualized Fee</i>	Fixed Income Accounts <i>Annualized Fee</i>
First \$500,000	2.00%	1.00%
Next \$500,000	1.50%	0.75%
Next \$1,000,000	1.00%	0.50%
Over \$2,000,000	Negotiable	Negotiable

Diversified Managed Allocations (DMA) Fees

There is a minimum quarterly fee requirement of \$500. The following standard fees, which are negotiable, are charged for DMA accounts:

Total Account Value	Annualized Fee
First \$500,000	2.75%
Next \$500,000	2.50%
Next \$1,000,000	2.00%
Over \$2,000,000	Negotiable

Allocation Advisors Fees

There is a minimum quarterly client fee requirement of \$250 for the Tactical Portfolios and \$75 or the Strategic Portfolios.

Total Account Value	Tactical Portfolios (CAAP Plus & Laffer) <i>Annualized Fee</i>	Strategic Portfolios (CAAP Foundation, Strategic ETF & Ibbotson) <i>Annualized Fee</i>
First \$500,000	2.25%	1.50%
Next \$500,000	1.75%	1.25%
Next \$1,000,000	1.50%	1.00%
Over \$2,000,000	Negotiable	Negotiable

Masters Program Fees

There is a minimum quarterly fee requirement of \$375. The following standard fees, which are negotiable, are charged for Masters Accounts:

Total Account Value	Equity & Balanced Accounts <i>Annualized Fee</i>	Fixed Income Accounts <i>Annualized Fee</i>
First \$500,000	2.75%	1.50%
Next \$500,000	2.50%	1.25%
Next \$1,000,000	2.00%	1.00%
Over \$2,000,000	Negotiable	Negotiable

The FundSource® Program Fees

Notwithstanding this fee calculation, the minimum fee charged to the Account will be \$75 per quarter. The standard fee schedule, which may be negotiable, is as follows:

Account Asset Value	Annual Fee
First \$500,000	1.50%
Next \$500,000	1.25%
Next \$1,000,000	1.00%
Over \$2,000,000	Negotiable

ITEM 5: Account Requirements and Types of Clients

Account Requirements

The minimum initial Account values for the Programs in this document are listed below. Under certain circumstances, the minimum account size may be waived. WFA may act as sub-adviser for the advisory programs. The minimum and maximum account size required by HDVAS may differ than that required by WFA as stated in its advisory program Wrap Fee Brochure or applicable Disclosure Document. You should refer to the chart below, as appropriate, to determine the minimum account sizes permitted.

Program Name	Minimum Account Size
Masters	\$100,000 subject to Manager's minimum
Diversified Managed Allocation	\$250,000 or portfolio minimum
Private Advisor Network	\$100,000 subject to Manager's minimum
Allocation Advisors	\$50,000
FundSource	\$25,000

Types of Clients

HDVAS provides the advisory services described in this brochure to individuals, pension or profit sharing plans, trusts, estates or charitable organizations, corporations or other business entities, governmental entities and educational institutions, as well as banks or thrift institutions. Please review the appropriate WFA Disclosure Documents for WFA's Types of Clients and the Summary of Material Changes.

ITEM 6: Portfolio Manager Selection and Evaluation

Please review the appropriate WFA Disclosure Documents for a complete description of each program's Portfolio Manager Selection and Evaluation and the Summary of Material Changes.

ITEM 7: Client Information Provided to Portfolio Managers

You must complete an Account Profile with the assistance of your Advisory Consultant. The Account Profile outlines your investment objectives, financial circumstances, risk tolerance and any restrictions you may wish to impose on your investment activities. We will notify you in writing at least annually to update your Account Profile and indicate if there have been any changes in your financial situation, investment objectives or instructions. You agree to inform us in writing of any material change in your financial circumstances that might affect the manner in which your assets should be invested. Your Advisory Consultant will be reasonably available to you for consultation on these matters, and will act on any changes in your Profile deemed to be material or appropriate as soon as practical after we become aware of the change.

ITEM 8: Client Contact with Portfolio Managers

Your contact for information and consultation regarding your program accounts is your HDVAS Advisory Consultant. In certain instances, your Advisory Consultant may coordinate a response with the Portfolio Manager (if applicable) or arrange for you to consult directly with the Portfolio Manager.

ITEM 9: Additional Information

Disciplinary Information

HDVAS is an investment adviser registered with the SEC. In the past 10 years, HDVAS has not been involved in any material disciplinary events as an investment adviser.

To obtain information about HDVAS' disciplinary history, or to verify HDVAS has not been involved in any material disciplinary event, you may visit:

<http://www.adviserinfo.sec.gov/>

For more information on any broker/dealer related disciplinary events of HDVIS or First Clearing you may visit:

<http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/>

Other Financial Industry Activities and Affiliations

HDVAS is a national investment advisory firm providing advisory and other financial services to individuals, pension and profit sharing plans, charitable organizations, corporations or other businesses. Companies affiliated with and/or under the same control with HDVAS include H.D. Vest, Inc., the parent company of HDVAS, HDVIS and H.D. Vest Insurance Agency, LLC “HDVIA”. HDVAS may recommend that clients use HDVIS or HDVIA to implement investment strategies. HDVIS, a registered broker-dealer and member of FINRA and SIPC, provides brokerage services to HDVAS clients. All of HDVAS’s Advisory Consultants are registered representatives of HDVIS and may earn sales commissions when effecting securities transactions for clients in that capacity. Except as specifically noted, HDVIS and HDVAS will not receive a sales load for transactions in your Account. HDVIS will, however, receive 12b-1 fees, networking fees, brokerage fees, expense sharing payments sponsors, and other fees related to your Account.

On October 3, 2011, Wells Fargo & Company (“Wells Fargo”) sold its equity interest in H.D. Vest, Inc., the parent company of HDVAS, to a group of investors led by Parthenon Capital Partners (“Parthenon”). The transaction resulted in an indirect change in control of HDVAS, the investment adviser on your Account. HDVAS has become an indirect subsidiary of HDV Holdings, LLC, a company controlled by Parthenon.

As a result of this transaction, HDVAS is no longer affiliated with Wells Fargo. Except for the indirect change of ownership, there are no changes to the terms and conditions of this investment advisory program, or your relationship with your Advisory Consultant. First Clearing, a wholly owned subsidiary of Wells Fargo, will continue to serve as the custodian of assets held through HDVAS investment advisory accounts.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Clients are entitled to expect high standards of conduct in all of their dealings with HDVAS. To foster a culture of compliance and ethics among its employees and Advisory Consultants, HDVAS developed a Code of Ethics. The Code of Ethics is applicable to HDVAS personnel who have access to material, non-public information regarding client holdings or recommendations given to clients, including directors, officers, employees, and Advisory Consultants (“Covered Person”). The overarching principles of the Code of Ethics are: the fiduciary duty to clients, integrity, competence, professionalism and objectivity.

Any Covered Person is not permitted, in connection with the purchase or sale, directly or indirectly, of a security held or to be acquired by a client to:

- a. Defraud the client in any manner;
- b. Mislead the client, including by making a statement that omits material facts;
- c. Engage in any act, practice or course of conduct that operates or would operate as a fraud or deceit upon the client;
- d. Engage in any manipulative practice with respect to the client; or
- e. Engage in any manipulative practice with respect to securities, including price manipulation.

The Code of Ethics also requires Covered Persons to adhere to procedures related to their personal securities to mitigate conflicts of interest between transactions in Covered Persons' accounts (including Covered Persons' immediate family member account) and client accounts. Certain Covered Persons trading activity is also subject to pre-approval.

A copy of the Code of Ethics can be obtained by contacting your Advisory Consultant or the HDVAS Compliance department at (866) 218-8206, option 1, x4790.

HDVAS maintains policies and procedures to mitigate conflicts of interest between transactions in our associates' personal investment accounts, including accounts of their immediate family members and client accounts. To ensure associate trading requirements are observed, certain associate trading activity is subject to pre-approval. All associates are subject to regular review by their supervisors and independent oversight by HDVAS Compliance department.

Conflicts of Interest

Please review the appropriate WFA Disclosure Documents for disclosure of each program's Conflicts of Interest.

Review of Accounts

The Program maintains investing guidelines, and the Accounts are periodically reviewed for consistency with these guidelines. These guidelines can be modified without advance notice.

Account transactions are reviewed on a daily, monthly, quarterly or annual basis, as applicable, to review not only the broad allocation, but also adherence to any criteria and guidelines on security selection, concentration, diversification and certain restrictions that may apply. These reviews are performed by compliance and sales supervision personnel who provide these services to HDVAS and its affiliates, including HDVIS. Reviews are also conducted by the WFA product management personnel. The compliance, sales supervision and product management personnel are all assisted by various data processing exception reports, as the reviews relate to their supervisory and oversight responsibilities, respectively. Advisory Consultants also conduct periodic reviews of the Account with you to determine if and when rebalancing is needed.

As previously discussed, you will also receive detailed Quarterly Performance Reports which describe Account performance in addition to monthly statements when there is Account activity

during the month, as well as trade confirmations reflecting all transactions in securities. Accounts with no activity receive quarterly statements.

Additionally, an Account review should be completed by your Advisory Consultant at least annually.

Client Referrals and Other Compensation

HDVAS does not compensate people for referrals to the Programs. Please review the appropriate WFA Disclosure Documents for disclosure of each program's Client Referrals, Other Compensation.

Financial Information

HDVAS has no financial condition that is likely to impair our ability to meet our contractual commitments to you. Please review the appropriate WFA Disclosure Documents for complete disclosure of WFA's Financial Information.

Other Disclosures

Your Advisory Consultant is an independent contractor of HDVAS solely for the purpose of providing investment advisory services as described in this Disclosure Brochure. In addition to the investment advisory services provided through HDVAS, he or she may provide legal, tax, accounting, audit, payroll or other products or services that are not affiliated with HDVAS. HDVAS does not support, endorse or supervise any outside activities – the responsibilities of HDVAS and its affiliates relate specifically to offering approved securities and investment advisory services. Some of these outside services may present a conflict of interest with services provided by HDVAS or its affiliates, and to the extent that is the case by entering into the Advisory Services Agreement you acknowledge and agree that you have considered any such conflicts, and have decided to proceed despite their existence. Please ask your Advisory Consultant and refer to the Brochure Supplement for more detailed information.

Any securities investments recommended by your Advisory Consultant must be made through HDVAS or its affiliates, and if you are asked to make any outside investments you should immediately contact the HDVAS compliance department.

HDVAS will not sell client information to other companies for marketing purposes. HDVAS employs security standards and safeguards to protect our Client's personal information and prevent fraud. In addition, HDVAS will continue to protect our Client's privacy even if they cease being our Client. For more information, please read our Privacy Statement or contact your Advisory Consultant or H.D. Vest.