Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

February 28, 2011 Firm Brochure

Berg Investment Planning
5508 Bohlander Ave.
Berkeley, Illinois 60163

Business Telephone: 1 707 267-6451
Fax: 1 708 540-4505
E-Mail Address: Terrenb@comcast.net

This brochure provides information about the qualifications and business practices of Berg Investment Planning. If you have any questions about the contents of this brochure, please contact us at 1 (708) 267-6451 and/or Terrenb@comcast.net. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Addition information about Berg Investment Planning also is available on the SEC's website at www.advisorinfo.sec.gov.

Item 2 Material Changes

There have been material changes to the information provided in the February 22, 2012 updated annual filing for form ADV part 1 or form ADV part II (this Brochure). Recent legislation concerning Registered Investment Advisor assets under management will require Berg Investment Planning (Applicant) to register with State Security Authorities (Illinois) versus the Securities Exchange Commission (SEC).

Table of Contents

1) Cover Page	Page 1
2) Material Changes	Page 2
3) Table of Contents	Page 3
4) Advisory Business, Education and Business Background	Page 4
5) Fees and Compensation	Page 5
6) Performance-Based Fees and Side-By-Side Management	Page 6
7) Type of Clients	Page 7
8) Methods of Analysis, Investment Strategies and Risk of Loss	Page 8
9) Disciplinary Information	Page 9
10) Other Financial Industry Activities and Affiliations	Page 10
11) Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	Page 11
12) Brokerage Practices	Page 12
13) Review of Accounts	Page 13
14) Client Referrals and Other Compensation	Page 14
15) Custody	Page 15
16) Investment Discretion	Page 16
17) Voting Client Securities	Page 17
18) Financial Information	Page 18
19) Requirements for State-Registered Advisers	Page 19

Advisory Business

Berg Investment Planning is a sole proprietorship operated by its President/Chief Compliance Officer Terren George Berg of 5508 Bohlander Ave. Berkeley, Illinois 60163. The firm was established on 1-1-2008 and started doing business over the next six months. The firm/applicant offers investment planning services to clients with various degrees of investment experience and objectives and seeks to help them achieve their various investment goals based on his explanations, experience and their thorough understanding of the risks and rewards involved. Clients provide detailed financial information that allows the applicant to review existing investments and objectives and suggest other investments to meet their financial goals and risk tolerance. The applicant will suggest modern portfolio theory, fundamental analysis and reliance on trusted research advisors including his forty year history of technical analysis in an attempt to meet clients financial goals.

With rare exceptions, the applicant will only deal with his former retail brokerage clients that he has been working with for the last twenty, thirty or forty years and will not solicit new clients. The applicant will suggest a desired course of action for each based on their particular investment/family history, goals and individual desires but will not force them to accept his ideas once they have been informed of the possible risk's and rewards involved with their choice. Once informed, clients may impose restrictions on the retention of or purchase of various securities that they assume will meet or not meet their requirements for various personal reasons.

As of 2-28-2012, Berg Investment Planning has client assets of 67.0 million dollars according to TD Ameritrade Inc. Client assets managed on a discretionary/trusteeship basis (two family accounts) amount to approximately 2 million dollars and assets managed on a non-discretionary basis amount to approximately 65.0 million dollars.

Terren George Berg is a graduate of Elmhurst College with a liberal arts degree. Majors were Physics, Math and History with post graduate courses and financial industry continuing education courses. He was a Vice president-financial consultant/broker between 1969 and 2007 and a Registered Investment Adviser (RIA) from 1/2008 to present.

Item 5 Fees and Compensation

Fees and Compensation

Fees for accounts will start at !/4 of 1% for assets in their accounts up to $500,000 and go down from there based on activity and time/effort in putting their investment plan in place. A fee of 7/32% of assets between $500,001 and $1,000,000, 5/32% for assets between $1,000,001 and $3,000,000, 3/32% for assets between $3,000,001 and $10,000,000 and 1/32% for assets between $10,000,001 and $20,000,000. There is also the possibility of a transaction fee based structure as mutually agreed upon if desired. Fees may be negotiated (reduced) under certain instances based on a particular situation and needs. In all cases, clients will be made aware in writing, have the right of refusal and agree to all charges prior to any request for payments. Billing for fees will be at least annually or quarterly if desired but in all cases in arrears. No prepayment of fees will be requested or allowed. Upon approval, fees will be deducted automatically from their account unless clients request the ability to make payments via another method.
There will be no other fees associated with their accounts with the exception of the minimal execution fees charged by the discount broker.

Any mutual funds purchased will be "no-load institutional mutual funds" that carry no front, rear or trailing commissions. Insurance products will no longer be suggested as mister Berg has terminated his insurance registration. Existing policies will be addressed with the appropriate companies only with the approval of the clients and the issuing firms..

The applicant will receive no compensation other than the "fee structure" mentioned above and stresses that other than the minimal compensation expected to cover his cost and a small profit, there will be no other compensation expected or received.

Disputes will be handled directly between the client and Berg Investment Planning and resolved within two business days to everyone's satisfaction.

Conflicts of interest will be discussed and explained verbally and in writing so that a client is fully aware of Berg Investment Planning's ownership, intentions and possible inadvertent purchase/sale of a security prior to receiving an unsolicited order for the same or similar issue.

Performance Based Fees and Side-By-Side Management

There will be no performance based fee structure nor will there be side-by-side management.

Item 7 Types of *Clients*

Type of Clients
Berg Investment Planning will provide service for Individuals, Pension, Profit Sharing Plans and Trusts, Estates or Charitable Organizations.

Methods of Analysis, Investment Strategies and Risk of Loss

The applicant will use "Modern Portfolio Theory" and "Asset Allocation" techniques as allowed by clients in applicants attempt to to achieve their investment goals. Though applicants years of experience, he has exhibited a thorough understanding of charting as a backup to fundamental analysis and will use this supplemental information to support most of his investment suggestions if requested. In addition, fundamental research from independent sources and charting sources will be provided as requested.

Item 9 Disciplinary Information

Disciplinary Information

There are no legal or disciplinary events that are material to a clients or prospective clients evaluation of Berg Investment Planning's business or integrity and therefore no material facts to disclose.

Other Financial Industry Activities and Affiliations

Applicant has terminated his licensed as a insurance agent for various companies for long term care policies, fixed, variable and equity index annuities.

Applicant has no relationship or arrangement that is material to Applicants advisory business other than to his relationship with TD Ameritrade Inc. Institutional brokerage division for custody of client assets and the execution of client orders. There is "no" compensation arrangement or remuneration requested or expected between TD Ameritrade and the Applicant.

Applicant formerly worked at Hinsdale Associates Inc of Hinsdale Illinois 60521 as a Vice President and Financial Consultant from 9-2-2005 to 1-1-2008, RBC Dain Rauscher Inc, Chicago, Illinois as a Vice President-Financial Consultant from 1-16-2001 to 8-24-2005, ABN AMRO Inc and subsidiaries, Chicago, Illinois as a Vice President-Financial Consultant from 6/93 to 1/01, Hamilton Investments Inc. and previous companies, Chicago Illinois, as a Senior Vice President-Financial Consultant from 9/71 to 6/93, Hayden Stone Inc, Chicago Illinois as Financial Consultant from 9/69 to 9/71. Applicant was also the Vice President/Secretary-Treasurer of Sky Haven of Aurora, Aurora, Illinois from 1/87 to 6/07.

Item 11 Code of Ethics, Participation or Interest in *Client* Transactions and Personal Trading

Code of Ethics

Applicant, with clients consent and approval will determine investment strategy, suggest investments and initiate security purchases or sales or other related (client approved) investment activities.

Applicant may own or may have sold particular securities held, purchased or sold by clients due to their particular investment strategy's or individual desires which may differ from his. Clients investment strategies and risk tolerance may require different suggested investments from those purchased or sold by the Applicant for his own accounts.

Applicant will on any given day provide clients with his own investment decisions in order to avoid any conflicts of interest. Orders entered within a given four hour time frame will allow Applicant to provide clients with"fills" that are at better prices than he himself will pay or receive. Clients placing unsolicited personal orders will be informed of any possible Applicant orders on similar securities if entered on the same business day. Applicant will not "front Run" trades suggested to clients nor will Applicant liquidate his own positions or those for which he "might" exercise discretion in the face of his recommendations that clients purchase the same securities. Applicant, in spite of the above, will not be hindered in his own trading activity by the procrastinating actions of clients who fail to initiate a trade on the day they are made aware of such recommendation. The Applicants own option writing activities are "not" applicable to his desired client base and therefore should never be a factor in his relationship with them or the authorities governing his actions.

Applicant will suggest other brokerages or brokers to clients expressing the desire to return to a traditional brokerage firm based on his knowledge/experience with individual brokerage concerns or brokers and the nature/experience/desires/needs of a particular client. There are "no" financial arrangements between any brokerages, brokers or other investment advisors for these suggestions which will be based solely on my past experience with their performance and ethics.

Brokerage Practices

Applicant currently uses one of the largest discount brokerage firms to provide the necessary and competitive services required by a registered investment adviser. There is no requirement that clients use the only brokerage firm that I currently deal with which is TD Ameritrade Inc. Clients requesting the use of another brokerage firm will be accommodated to the best of Applicants and clients ability to arrange that relationship. There are "no" financial arrangements or soft dollar benefits between the current brokerage of choice and Applicant and there will be none with any other firm used.

Review of Accounts

Accounts will be reviewed at least quarterly or as market conditions warrant. Client objectives and suitability of investments are reviewed for clients current status in an attempt to meet their stated objectives and investment goals. Reviews are conducted only by Terren George Berg. Clients desiring to use my services to support their own investment decisions will be accommodated to the best of my ability. Information concerning the possible risks and rewards of their decisions will be conveyed but no Applicant liability will be incurred if they choose to ignore Applicants suggestions and follow their own course of action.

Reviews will be as needed but at least annually either verbally or in writing. The capability of providing daily or monthly reports is available for clients requiring that service but it may require additional fees for service provided.

Client Referrals and Other Compensation

Section 11 (Code of Ethics) describes the Client Referral situation and the complete lack of compensation for this service. Other than the possible commissions associated with the previous mention of insurance product products (now terminated), there are no financial arrangements or compensation arrangements in affect now or expected in the future.

Item 15 *Custody*

Custody

The Applicant does not have and will not have custody of a clients funds or securities. That service will be provided solely by the discount brokerage firm handling Applicants and or client orders. All cash and securities will be sent directly to the discount brokerage firm selected to handle the clients account. Applicant will not personally receive cash or securities from clients for any reason as clients will deliver such directly to the discount firm selected.

Clients should carefully review the paperwork, confirmations and monthly statements provided by the broker-dealer, bank or other qualified custodian. Monthly statements (quarterly if no activity takes place) as well as year end tax documents will be provided by your custodian and should be reviewed carefully by the client. Client understanding, concerns or possible disputes should conveyed immediately to the Applicant or the custodian of their account.

Item 16 Investment Discretion

Investment Discretion

With the exception of a few family accounts for which Applicant is a trustee, no discretion will be accepted as all orders will require a prior conversation with the client. Clients can verbally authorize that Applicant use discretion only in regards to time and price of an order. Clients issuing orders for a third party will be required to provide a power of attorney prior to entry/execution.

Item 17 Voting *Client* Securities

Voting Client Securities

Authority for voting client securities will rest with the clients but in general I recommend/suggest that they go along with management in the normal voting for officers and directors and basic mundane events associated the normal running of a corporation. This action is basically accomplished by a non response being assumed to be a vote for managements recommendations. In regards to special events requiring a definite response from investors, legal, voting or proxy information will be mailed, e-mailed or verbally given to the client in order that they might be able to cast their own vote. Verbal instructions will be relayed directly to the custodian and with an electronic record of such action maintained by the custodian. The above actions will remove any conflicts of interest between Applicant and clients as the client will be voting as he see's fit in all cases. Requests for direct involvement in every vote casting situation will be accommodated by the custodian and/or Applicant by mailing the proxy material directly to the client.

Applicant does not have the authority to vote client securities unless directed to do so. Questions concerning vote casting situations can be directed to the Applicant or Custodian as desired.

Financial Information

Applicant does not and will not require or solicit prepayment of management fees. All fees will be in arrears and subject to client approval. Payment can be made as client desires but Applicant suggests that he would prefer a direct deduction from the clients account at the custodian firm for record keeping purposes. Upon receipt of a written request for payment of fees, the client will have five business days to approve or disapprove of the deduction and or make no or other payment arrangements.

Requirements for State-Registered Advisers

Applicant is currently registered with the Securities Exchange Commission (SEC) as a Registered Investment Adviser (RIA) but new legislation concerning assets under management will require registration with State Securities Authorities (Illinois) during calender year 2012.