

## Uniform Application for Investment Adviser Registration

## Part II - Page 1

OMB APPROVAL

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response . . . 4.07

Name of Investment Adviser:

Financial Directions LLC

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code Telephone Number

1228 E. Prince Road

Tucson

AZ

85719

520 408-7777

**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 not 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.

Applicant:  
Financial Directions LLC

SEC File Number:  
801- 56919

Date:  
12/31/08

**1. A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

**Applicant:**

- |   |         |
|---|---------|
| <input checked="" type="checkbox"/> (1) Provides investment supervisory services  | 90 %    |
| <input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services   | _____ % |
| <input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above                                    | 5 %     |
| <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 client may use to evaluate securities | _____ % |
| <input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities                                   | 5 %     |
| <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.)

Yes No

B. Does applicant call any of the services it checked above financial planning or some similar term?

☐ ☒

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

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

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

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

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

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> A. Individuals           | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/> B. Banks or thrift institutions     | <input 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 type="checkbox"/> D. Pension and profit sharing plans |  |

12/31/2008

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

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

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

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

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

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

- |   |   |
|---|---|
| (1) <input type="radio"/> Financial newspapers and magazines    | (5) <input type="radio"/> Timing services   |
| (2) <input type="radio"/> Inspections of corporate activities   | (6) <input type="radio"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input type="radio"/> Research materials prepared by others | (7) <input type="radio"/> Company press releases  |
| (4) <input type="radio"/> Corporate rating services             | (8) <input type="radio"/> 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="radio"/> Long term purchases (securities held at least a year) | (5) <input type="radio"/> Margin transactions   |
| (2) <input type="radio"/> Short term purchases (securities sold within a year)  | (6) <input type="radio"/> Option writing, including covered options, uncovered options, or spreading strategies |
| (3) <input type="radio"/> Trading (securities sold within 30 days)              | (7) <input type="radio"/> Other (explain on Schedule F)   |
| (4) <input type="radio"/> Short sales   |   |

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

Applicant: Financial Directions LLC	SEC File Number: 801- 56919	Date: 12/31/2008
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<b>5. Education and Business Standards.</b>	Yes No
Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?.....	<input type="radio"/> <input checked="" type="radio"/>
(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 checked="" type="radio"/> (1) broker-dealer	<input type="radio"/> (7) accounting firm
<input type="radio"/> (2) investment company	<input type="radio"/> (8) law firm
<input type="radio"/> (3) other investment adviser	<input type="radio"/> (9) insurance company or agency
<input type="radio"/> (4) financial planning firm	<input type="radio"/> (10) pension consultant
<input type="radio"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant	<input type="radio"/> (11) real estate broker or dealer
<input type="radio"/> (6) banking or thrift institution	<input type="radio"/> (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.)

Yes No

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

☐ ☒

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

Applicant: Financial Directions LLC	SEC File Number: 801- 56919	Date: 12/31/2008
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**9. Participation of 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.

- |  |                                     |                          |
|--|-------------------------------------|--------------------------|
| <b>10. Conditions for Managing Accounts.</b> Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services <i>and</i> impose a minimum dollar value of assets or other conditions for starting or maintaining an account? | Yes                                 | No                       |
|  | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

(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 triggers 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.

Reviews of investment advisory accounts are conducted on an on-going basis. The investment advisor representative(s) has primary responsibility for reviewing accounts with clients. Firm Principal(s) or Chief Compliance Officer further review account transactions and suitability at initial setup and on an ongoing basis. Accounts are chosen monthly on a random basis for review and forwarded to investment advisor representative if further client followup/updates needed.

Investment products are monitored via news articles, rating services, and prospectus for significant changes. Changes that may impact accounts are relayed among investment advisor representatives for individual discussion with each client and appropriate action.

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

For each month in which there is activity, or at least quarterly, the client receives an account statement via regular mail from the custodial or brokerage firm holding the account. Statement includes a summary of transactions and an inventory of holdings and valuations. Clients may also receive a confirmation statement after each transaction, i.e. a buy, sell, exchange, transfer of assets, etc., is completed or at least quarterly. Confirmation statement can be either via mail or electronic version at the client's election. Web account access is available to any client who makes the request through their investment advisor representative. Setup of web account access typically overrides the receipt of paper copies.

**12. Investment or Brokerage Discretion.**

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

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

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 commission higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

**13. Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- |   |                       |                       |
|---|-----------------------|-----------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? ..... | Yes                   | No                    |
|   | <input type="radio"/> | <input type="radio"/> |
| B. directly or indirectly compensates any person for client referrals? .....  | Yes                   | No                    |
|   | <input type="radio"/> | <input type="radio"/> |

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

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

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
  - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet? ..... ☐ Yes ☐ No

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

Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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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 Form ADV: Financial Directions LLC	IRS Empl. Ident. No.: 86-0853241
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Item of Form (identify)	Answer										
Page 2, Item 1D	<p align="center"><b>FINANCIAL SERVICES</b></p> <p>Financial Directions, LLC, Registered Investment Advisor, hereafter referred to as "The Company" or "RIA", offers financial services to clients encompassing the following:</p> <p>Investment Supervisory Services such as: Portfolio management including recommendation, selection and monitoring of Investments, Account Management, Trading</p> <p>Investment Advisory Services such as: Retirement Analysis, Education Funding, Survivor Needs Analysis, Estate and Insurance Planning, Pension Distribution, Debt/Mortgage Analysis, Asset Allocation, Tax Services</p> <p>Financial information will be obtained through personal interviews with each client concerning the client's current financial status, future goals and attitudes toward risk. Related documents completed by the client are carefully reviewed, along with data gathered from the client.</p> <p align="center"><b>PAYMENT FOR SERVICES</b></p> <p>Fees for any services are charged via a percentage of assets under management, hourly fee, or retainer. Fee structure is negotiable when services are defined. All fees are payable in advance of service, but not more than six months in advance. Client shall authorize The Company to automatically deduct all applicable fees from the account. Notification of fees debited will be sent to the client. In the event the account does not contain a sufficient cash balance to cover the fee, The Company may at its discretion liquidate sufficient investment shares held in the account to cover the same, or adjust fee accordingly.</p> <p>Fee schedule based on assets under management is per the following schedule:</p> <table> <tr> <td>PORTFOLIO VALUE</td><td>MAXIMUM ALLOWABLE FEE</td></tr> <tr> <td>\$0 - 250,000</td><td>1.50%</td></tr> <tr> <td>\$250,001 - 500,000</td><td>1.25%</td></tr> <tr> <td>\$500,001 - 1,000,000</td><td>1.00%</td></tr> <tr> <td>\$1,000,001 +</td><td>Negotiable</td></tr> </table> <p>The Account will be charged the applicable fee every calendar quarter. This fee will be based on the fair market value of the account at the quarter's end or if the quarter ends on a weekend or holiday then the last Friday of the quarter, whichever comes first. The fee is payable in advance and will be deducted directly from the account. If initial funding or new transfers occur into the account in the interim of the quarter no fees are charged or accrued for the current quarter. Likewise if transfers out</p>	PORTFOLIO VALUE	MAXIMUM ALLOWABLE FEE	\$0 - 250,000	1.50%	\$250,001 - 500,000	1.25%	\$500,001 - 1,000,000	1.00%	\$1,000,001 +	Negotiable
PORTFOLIO VALUE	MAXIMUM ALLOWABLE FEE										
\$0 - 250,000	1.50%										
\$250,001 - 500,000	1.25%										
\$500,001 - 1,000,000	1.00%										
\$1,000,001 +	Negotiable										

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

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

Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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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 Form ADV: Financial Directions LLC	IRS Empl. Ident. No.: 86-0853241
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Item of Form (identify)	Answer
	<p>occur in the interim of the quarter after fees have been deducted then no fees are pro-rated or refunded. No fee adjustment is mandated for partial withdrawals within a billing period.</p> <p>The Investment Advisory Agreement may be terminated by The Company or client at any time upon written notice. If the client terminates the agreement within five business days after the agreement has been initially signed by the client and The Company the client will receive a full refund of any advisory fees charged. If the agreement is terminated after five business days of its initial signing, the client will not be entitled to any refund of any prepaid quarterly fees. Termination of the agreement shall not affect liabilities or obligations incurred or arising from transactions initiated under this agreement prior to such termination, including the provision regarding arbitration which shall survive any expiration or termination of the agreement.</p> <p>Upon termination the client will issue written instructions to the custodian of the client's account as to disposition of all assets held. Disposition can be to liquidate and/or deliver in-kind any eligible securities and funds held in the account, or that the account be liquidated and distributed. If the instructions are to liquidate and distribute as a result of a termination notice, proceeds will be payable to client upon settlement of all transactions in the account. Once the agreement has been terminated, transactions will be processed at prevailing brokerage rates. The client understands that, upon termination, it is the client's responsibility to monitor the assets and The Company will have no further obligation to act or advise with respect to those assets.</p> <p style="text-align: center;"><b>FIDELITY INSTITUTIONAL BROKERAGE</b></p> <p>Fidelity Institutional Brokerage (Fidelity) offers a comprehensive investment platform in which the client pays a fee to RIA to obtain asset allocation services, continuous portfolio supervision, and investment recommendations. The Company will maintain either a discretionary or a non-discretionary master account with Fidelity. Recommendations for client accounts are executed directly through their Fidelity account at client expense by The Company, but only after client has signed an authorization allowing discretionary or non-discretionary execution. In most cases no-load mutual funds or load waived mutual funds will be purchased through the facilities of Fidelity or National Financial Services, LLC , a division of Fidelity Institutional Brokerage. In those cases where there are transaction charges involved when transacting the funds, the client will be notified of potential charges prior to initial purchase. In some cases this includes paying account transfer fees or other charges that clients may have to pay when changing custodians or service providers.</p> <p>Fidelity provides The Company with a range of services and other benefits to help The Company conduct business and serve clients. For instance, Fidelity provides technology solutions to help facilitate integration with Fidelity's brokerage system and streamline operations. These include Fidelity's proprietary integrated analysis, trading, and reporting system known as AdvisorChannel that allows advisors to communicate electronically with Fidelity. Fidelity may assist The Company in joining the platform and in completing documentation to enroll clients to receive services.</p> <p>Fidelity and The Company agree to pricing (including commissions, transaction, account and service fees) for client accounts at Fidelity, based on the nature and scope of business The Company does with Fidelity, including the current and future expected amount of assets under custody, the types of</p>



**Schedule F of  
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Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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Item of Form (identify)	Answer								
	<p>securities managed by The Company , and expected frequency of trading. Fidelity may change this pricing and the services and other benefits provided if the nature or scope of business of The Company changes or does not reach certain levels, in which case pricing for client accounts may be amended to an amount Fidelity decides but not to exceed standard pricing for advisors that custody with Fidelity.</p> <p style="text-align: center;"><b>TDAMERITRADE</b></p> <p>The Company has established a retirement trust entitled Financial Directions LLC 403(b) (the program). The program is a platform of no-load or load waived mutual funds selected and monitored by The Company. The current program custodian is TDAMERITRADE, who acquired Fiserv*. Professional Capital Services, LLC (PCS) is the current program recordkeeper (TPA). PCS was founded by the tax and ERISA attorneys at Dilworth Paxson, LLP, a 70-year old Philadelphia-based law firm, to provide sophisticated retirement programs for the corporate, professional, and governmental market. PCS specializes in creating customized 401(k) plans, 403(b) plans, profit sharing arrangements, money purchase pension plans and executive level non-qualified deferred compensation programs.</p> <p>*See attached Bridge Letter from TDAmeritrade at the end of this document.</p> <p>Advisory, administrative, and custodial fees may be charged to each account on a quarterly basis. A quarterly administrative fee may be assessed by PCS on accounts under a pre-determined minimum account value at the quarter ending date. Current administrative fee is \$7.50 per quarter for any account value at or below \$50,000. This fee is deducted directly from affected accounts. Other administrative and custodial fees are currently paid by The Company. Any fees recouped from mutual fund investments are directly offset against accrued account fees.</p> <p>The advisory fee is payable in advance and is negotiable as set forth in the Account Application and Management Agreement. The Account will be charged an inclusive fee every calendar quarter. This fee will be based on the fair market value of the account at the quarter's end or the last Friday of the quarter, whichever comes first. The fee is payable in advance and will be deducted directly from the account. If initial funding or transfers-in occur in the account in the interim of the quarter no fees are charged or accrued for the current quarter. Likewise if transfers-out occur in the interim of the quarter after fees have been deducted then no fees are pro-rated or refunded.</p> <p>The maximum amount of the annualized advisory fee is as follows:</p> <table> <tr> <td>PORTFOLIO VALUE:</td><td>MAXIMUM FEE:</td></tr> <tr> <td>\$0 - \$250,000</td><td>1.50%</td></tr> <tr> <td>\$250,001 - \$500,000</td><td>1.25%</td></tr> <tr> <td>\$500,001 - \$1,000,000</td><td>1.0%</td></tr> </table>	PORTFOLIO VALUE:	MAXIMUM FEE:	\$0 - \$250,000	1.50%	\$250,001 - \$500,000	1.25%	\$500,001 - \$1,000,000	1.0%
PORTFOLIO VALUE:	MAXIMUM FEE:								
\$0 - \$250,000	1.50%								
\$250,001 - \$500,000	1.25%								
\$500,001 - \$1,000,000	1.0%								

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

Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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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 Form ADV: Financial Directions LLC	IRS Empl. Ident. No.: 86-0853241
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Item of Form (identify)	Answer
Page 3 Item 3K	<p>\$1,000,000 + Negotiable</p> <p>PCS will provide account statements not less than quarterly to the client. Additionally, client has online account access with daily valuations and transaction updates.</p> <p>Upon termination notice, PCS will liquidate the account and deliver funds held in the account as instructed by the client. In addition, the client understands that, upon termination, it is the client's responsibility to monitor the assets and neither the Company nor PCS has further obligation to advise or act on the assets.</p> <p style="text-align: center;"><b>TRIAD ADVISORS</b></p> <p>The Company has the ability to offer certain investment advisory services through various accounts as offered through Triad Advisors, Inc. These accounts include Pinnacle, Summit, and Apex. All transactions in these accounts are effected through Triad Advisors, Inc., a registered broker-dealer. The trades are then cleared through National Financial Services, LLC (NFS), pursuant to the Triad clearing agreement with NFS. Custody of funds and securities are maintained by NFS, not Triad or The Company. For full account descriptions, qualifications, and fees refer to the Triad Advisors, Inc. Form ADV.</p> <p style="text-align: center;"><b>Private Managed Account</b></p> <p>Triad Advisors, Inc. also offers a wide selection of Private Investment Managers available to clients. The Company assists the client with the selection of independent Private Investment Managers that Triad has pre-selected. The client may grant Private Investment Managers discretionary authority to buy and sell securities. The Private Managed Account will be charged an inclusive fee every calendar quarter and the Private Investment Manager whom the client selects will be responsible for decisions for the account.</p> <p>Reg D and private offerings with interests in limited partnerships involved in real estate, oil and gas, and commodities trading are offered to qualified or accredited investors as designated in the subscription documents. Initial suitability of offerings is screened through Triad Advisors. After initial suitability screening it is incumbent on The Company and its advisors to review specific qualifications and risks with an individual client prior to investment. These investments may be offered either via the broker/dealer relationship on a commission basis or through the fee-based account managed by The Company. It has been determined that only investments that offer current valuation processes are suitable as fee-based offerings.</p> <p>REIT offerings include Behringer Harvard, Inland Real Estate, Grubb &amp; Ellis, Wells Real Estate, USA Self-Storage, Hines Real Estate. Oil and Gas offerings include Atlas Energy, Catalyst Energy, Royale Energy, Ridgewood Energy, Vista Energy. Commodities trading offerings include Steben and Company, Superfund. Equipment Leasing offerings include ATEL Securities, Leaf Equipment Financing.</p>

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

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1. Full name of applicant exactly as stated in Item 1A of Form ADV: Financial Directions LLC	IRS Empl. Ident. No.: 86-0853241
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Item of Form (identify)	Answer
Page 4 Item 6	<p>Representatives of these companies meet with The Company on an ongoing basis to keep advisors apprised to current developments and risk management.</p> <p>Stanton William Spackeen DOB: 1963</p> <p>Education: BS Finance, University of Arizona, Tucson, AZ 1985. Securities industry examinations: Series 6, 7, 24, 63, 65.</p> <p>Last five years' experience: Principal, OSJ Manager for Triad Advisors branch office since 1998; and Partner at Financial Directions, LLC in Tucson, AZ since 1996.</p> <p>Frank Bertram Griffith, Jr. DOB: 1936</p> <p>Education: BS Physics, University of Texas at El Paso 1962. Securities industry examinations: Series 6, 7, 24, 63.</p> <p>Last five years' experience: Principal and Partner in Financial Directions, LLC, Tucson, AZ since 1996.</p> <p>Mary Lee Cherba DOB: 1954</p> <p>Education: BSBA University of Arizona 1995; licensed as Certified Public Accountant 1996. Securities industry examinations: Series 7, 24, 63, 65.</p> <p>Last five years' experience: Advisor at Financial Directions, LLC; registered rep at Triad Advisors, Inc 1998 to current; Principal and Chief Compliance Officer at Financial Directions, LLC since 2005.</p> <p>Other advisors working for The Company have extensive experience in the securities industry and are properly licensed for the services provided.</p>
Page 4 Item 7	<p>The Company is not, but associated persons of The Company are licensed as registered representatives of Triad Advisors, Inc. As registered reps these associated persons of The Company are in the business of selling investment products which can include mutual funds, alternative investments, variable annuities, and insurance. The sale of these products accounts for approximately 20% of associated persons' time. These investment products are placed with commissions, including front-end sales charges and 12b-1 payments.</p> <p>Triad Advisors, Inc. is a diversified financial services broker-dealer engaged in the sale of specialized investment products. Recommended securities or insurance products may be offered through Triad. If a client purchases these products through associated persons of The Company, normal</p>

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

Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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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 Form ADV: Financial Directions LLC		IRS Empl. Ident. No.: 86-0853241
Item of Form (identify)	Answer	
Page 4 Item 8	<p>commissions will apply. Thus, a conflict of interest exists between the advisor and the client. The client is under no obligation to purchase products that are recommended or to purchase products through the registered representative or through Triad Advisors.</p> <p>Stan Spackeen and Frank Griffith individually are minority shareholders of Triad Advisors, Inc.</p> <p>Mary Cherba, CPA, and John Anderson offer tax advice and tax preparation services for clients of The Company and other individuals and entities for a fixed fee. In some cases tax advice and investment advice may impose a conflict of interest or suggest preferential treatment. Clients are advised when such a conflict arises so that full disclosure can be assessed for a resolution in the best interest of the client. The Company does not participate in any revenues generated through these services.</p> <p>Stan Spackeen and Mary Cherba are members of Retirement Plan Solutions, LLC, which offers a managed investment platform to independent advisors in the retirement plan market. This offering is independent of The Company.</p>	
Page 5 Item 9	<p style="text-align: center;"><b>INSIDER TRADING</b></p> <p>The Insider Trading and Securities Fraud Enforcement Act of 1988 (ITSFEA) requires that RIAs establish, maintain, update and enforce written procedures reasonably designed to prevent and detect the misuse of non-public information. Although ITSFEA does not specify the procedures to use, the following measures are undertaken in order to prevent insider trading:</p> <ol style="list-style-type: none"> <li>1. Restrict who has access to files.</li> <li>2. Provide education programs to employees and agents.</li> <li>3. Restrict or monitor trading of securities for persons, agents and employees who may have access to inside information.</li> <li>4. Require that all agents and employees report all securities transactions to the firm.</li> </ol> <p>Therefore, it is The Company's policy to prohibit any employee or associated person from acting upon, misusing or disclosing any material non-public information, known as inside information. It is illegal to use or pass on to others material, non-public information or enter into transactions while in possession of such information. Any instances or questions regarding possible inside information must be immediately brought to the attention of the designated Compliance Office or senior management, and any violations of this policy will result in disciplinary action and/or termination.</p> <p style="text-align: center;"><b>CODE OF ETHICS</b></p> <p>The Company maintains a written Code of Ethics a copy of which is available on our website</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 6

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

Applicant:  Financial Directions LLC	SEC File Number:  801- 56919	Date:  12/31/2008
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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 Form ADV: Financial Directions LLC	IRS Empl. Ident. No.: 86-0853241
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Item of Form (identify)	Answer
Page 6 Item 12	<p><a href="http://www.financialdirectionsllc.com">www.financialdirectionsllc.com</a> or upon request.</p> <p style="text-align: center;"><b>PROXY VOTING</b></p> <p>As a matter of policy The Company will vote proxies only on behalf of the "Financial Directions Retirement Savings Trust" portfolio securities. The Company will not accept or vote proxy materials or instructions on behalf of any other client or account. In those instances it is the client's responsibility to accept proxy material at the account address of record.</p> <p>By written authorization the client may authorize The Company as his agent with full discretion, power, authority to sell, purchase, exchange, convert, tender, trade or otherwise acquire or dispose of stocks, bonds, and any other securities. Client authorizes The Company to automatically deduct all applicable fees from the account. Notification of fees debited will be sent to the client. In the event the account does not contain a sufficient cash balance to cover the fee, The Company may at its option liquidate sufficient investment shares held in the account to cover same.</p> <p>If the client chooses to utilize the services and investments available through the Company then the client implicitly agrees to the broker dealers or investment managers through which the Company has current selling agreements and the associated fees/commissions. See Fidelity Investments above. Standard pricing schedules are set by the custodial firms and subject to review periodically.</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 7

October 31, 2008

To Whom It May Concern:

This letter pertains to the internal control environment of TD AMERITRADE Trust Company (TDATC) formally known as Fiserv Trust Company. (1) The controls applicable to the trust and custodial services business are described in RSM McGladrey's Service Auditor's report for Fiserv Trust Company for the period January 1, 2007 through December 31, 2007, hereafter referred to as the "SAS 70 Report".

The SAS 70 Report has upon request, been made available to the clients of TDATC that were clients of Fiserv Trust Company prior to the merger. The SAS 70 Report for Trust and Custodial Service was prepared in accordance with the guidance contained in the American Institute of Certified Public Accountants Statement of Auditing Standard No. 70, entitled Services Organizations (SAS70)

We have reviewed the internal control environment described in the above mentioned SAS 70 report for TD AMERITRADE Trust Company for the period of January 1, 2008 through August 18, 2008. To the best of our knowledge, there have been no changes to the company's internal controls as described in the SAS 70 Report for TDATC.

We did not perform procedures to determine the operating effectiveness of the internal controls for the period of January 1, 2008 through August 18, 2008. Accordingly, we express no opinion on the operating effectiveness of any aspects of external controls, individually or in the aggregate. Because of inherent limitation in any control, non-compliance due to error or fraud may occur and not be detected, including the possibility of the circumvention or overriding of controls. In addition, even effective controls can provide only reasonable assurance with respect to the achievement of any control objectives. Further, because of changes in conditions, the effectiveness of controls may vary over time.

Best Regards,



John Newman, Executive Vice President and COO  
TD AMERITRADE Trust Company  
Managing Director, TD AMERITRADE



Chuck Price, Vice President, Technology  
TD AMERITRADE Trust Company  
Director, TD AMERITRADE, ThinkTech (2)

(1) Fiserv Trust Company was purchased by TD AMERITRADE Holding Corporation on February 4, 2008. On August 18, 2008, Fiserv Trust Company, a Colorado chartered Trust Company, merged with TDATC, A Maine chartered Trust Company.