

**FORM ADV****Part II - Page 1****Uniform Application for Investment Adviser Registration****OMB APPROVAL**

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|   |                  |           |              |                              |
|---|------------------|-----------|--------------|------------------------------|
| Name of Investment Adviser:<br><b>Lifetime Planning, Inc.</b> |                  |           |              |                              |
| Address: (Number and Street)                                  | (City)           | (State)   | (Zip Code)   | Area Code: Telephone Number: |
| <b>1200 Paseo Camarillo, #190</b>                             | <b>Camarillo</b> | <b>CA</b> | <b>93010</b> | <b>( 805) 987-8938</b>       |

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

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

**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.**

**FORM ADV****Part II - Page 2**

Applicant:

**Lifetime Planning, Inc.**

SEC File Number:

**801-68952**

Date:

**5/12/08**

## Definitions for Part II

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

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

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

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

Applicant:

- |                                     |     |   |            |
|-------------------------------------|-----|---|------------|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services . . . . .  | <u>95%</u> |
| <input type="checkbox"/>            | (2) | Manages investment advisory accounts not involving investment supervisory services . . . . .  | <u>%</u>   |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above . . . . .  | <u>4%</u>  |
| <input type="checkbox"/>            | (4) | Issues periodicals about securities by subscription . . . . .   | <u>%</u>   |
| <input type="checkbox"/>            | (5) | Issues special reports about securities not included in any service described above . . . . .   | <u>%</u>   |
| <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 . . . . . | <u>%</u>   |
| <input checked="" type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities . . . . .   | <u>1%</u>  |
| <input type="checkbox"/>            | (8) | Provides a timing service . . . . .   | <u>%</u>   |
| <input checked="" type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above . . . . .   | <u>0%</u>  |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

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

|                                     |                          |
|-------------------------------------|--------------------------|
| Yes                                 | No                       |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |

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

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management      | <input type="checkbox"/> (4) Subscription fees      |
| <input checked="" type="checkbox"/> (2) Hourly charges                               | <input checked="" type="checkbox"/> (5) Commissions |
| <input checked="" 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).

**FORM ADV****Part II - Page 3**

Applicant:

**Lifetime Planning, Inc.**

SEC File Number:

801- **68952**

Date:

**5/12/08****3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

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

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

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

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

**FORM ADV****Part II - Page 4**

Applicant:

**Lifetime Planning, Inc.**

SEC File Number:

**801-68952**

Date:

**5/12/08****5. Education and Business Standards.**

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

Yes No  
☒ ☐

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

**6. Education and Business Background.**

For:

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

On Schedule F, give the:

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

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

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

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

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

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

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

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest? . . . . .
- Yes No  
☐ ☒

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

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

**FORM ADV****Part II - Page 5**

Applicant:

**Lifetime Planning, Inc.**

SEC File Number:

801- **68952**

Date:

**5/12/08****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.

**Refer to Schedule F for complete details.**

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

**Refer to Schedule F for complete details.**

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

Applicant:

Lifetime Planning, Inc.

SEC File Number:

801-68952

Date:

5/12/08

**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

☒ ☐

(2) amount of the securities to be bought or sold ? . . . . .

Yes No

☒ ☐

(3) broker or dealer to be used ? . . . . .

Yes No

☐ ☒

(4) commission rates paid? . . . . .

Yes No

☒ ☐

B. Does applicant or a related person suggest brokers to clients? . . . . .

Yes No

☒ ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

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

**13. Additional Compensation.**

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

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? . . . . .

Yes No

☒ ☐

B. directly or indirectly compensates any person for client referrals? . . . . .

Yes No

☒ ☐

(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:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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:<br><b>Lifetime Planning, Inc.</b> | IRS Empl. Ident. No.:<br><b>48-1294780</b>  |
| Item of Form<br>(identify)  | Answer  |
| Part II, Page 2, #1A  | <p><b>FINANCIAL ADVISORS PROGRAM AND LIFEGUIDE PROGRAM</b></p> <p>The applicant offers investment management services, including giving continuous advice to a client based on the individual needs of client, through Securities America Advisors, Inc.'s (SAA) Financial Advisors Program (FAP) and/or LifeGuide Program (LifeGuide). SAA is an SEC registered investment advisor. SAA's FAP and/or LifeGuide are wrap-fee programs providing investment advisory services and execution of client transactions for which the specified fee (or fees) is not based directly upon transactions in a client's account. Under FAP and LifeGuide, the applicant's advisor representatives will assist the client in establishing an FAP or LifeGuide Account (the Account) with SAA. All brokerage transactions in the Account will be processed by Securities America, Inc. (SAI), an affiliated broker/dealer of SAA, and cleared through National Financial Services, LLC (NFS) pursuant to a clearing arrangement established by SAI with NFS. SAA has also entered into agreements with various insurance companies that allow for the management and valuation of client variable annuity accounts within SAA's FAP and/or LifeGuide. NFS, insurance companies or other custodians will maintain custody of all funds and securities. At no time will SAA, SAI, applicant or its advisor representatives act as custodian of the Account or have direct access to client's funds and/or securities.</p> <p>The annual management fees charged for this service will be negotiated with each client, with 1.5% being the maximum management fee that may be charged to clients. SAA retains up to 20 basis points (0.20%) of the annual management fee for FAP Accounts, and up to 15% of the annual management fee for LifeGuide Accounts.</p> <p>A complete description of the FAP and related fees and charges are described in SAA's Financial Advisor Program Schedule H Disclosure Brochure which will be given to all clients prior to or at the time an FAP Account is established. A complete description of the LifeGuide and related fees and charges are described in SAA's LifeGuide Program Schedule H Disclosure Brochure which will be given to all clients prior to or at the time a LifeGuide Account is established.</p> <p><b>LIFETIME INVESTMENT MANAGEMENT PROGRAM</b></p> <p>The Lifetime Investment Management Program is sponsored by AssetMark Investment Services, Inc., a registered investment advisor. The Lifetime Investment Management Program has two components. The first is an Asset Allocation System the applicant may use to manage client assets made up of model portfolios provided by a number of institutional investment strategists. The portfolios are based on the information, research, asset allocation methodology and investment strategies of these investment strategists. The second component is the Private Managed Account Program where the applicant introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities.</p> <p>Lifetime Investment Management Program client fees are payable quarterly, in advance, based on average assets under management during the previous quarter. Included as part of the client fee paid to applicant, is an amount to be re-allowed to AssetMark Investment Services, Inc., SAA, investment strategists and others as the AssetMark Program fee.</p> <p>The maximum total advisory fees charged to the client may not exceed 2% annually. Fees for services are negotiable at the discretion of the applicant.</p> <p>Custodian fees may be charged separately from the Lifetime Investment Management Program</p> |

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

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

|                                |                  |                |
|--------------------------------|------------------|----------------|
| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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:<br><b>Lifetime Planning, Inc.</b> | IRS Empl. Ident. No.:<br><b>48-1294780</b>   |
| Item of Form<br>(identify)  | Answer   |
| Part II, Page 2, #1A<br>(continued)   | <p>client fees.</p> <p>A complete description of the Lifetime Investment Management Program and related fees and charges are described in the Lifetime Investment Management Program Schedule H Disclosure Brochure which will be given to all clients prior to or at the time an account is established.</p> <p style="text-align: center;"><b>INDEPENDENT MANAGED ASSETS PROGRAM</b></p> <p>The applicant may establish agreements with third-party money managers offering a wide range of advisory services, including asset allocation, market timing and portfolio management. The applicant's advisor representatives may select the services of money managers in SAA's Independent Managed Assets Program (IMAP). The advisor representatives will solicit the services of the recommended third-party money managers. The applicant's advisor representatives will not refer a client to a money manager unless the money manager is registered or exempt from registration as an investment advisor in the client's state of residence. A client may select a recommended money manager based on the client's needs. The advisor representatives will be available to meet with the client on a continuous basis. Clients should be aware that the solicitor or sub-advisor fees paid to the applicant's advisor representatives differ among recommended money manager programs. There are conflicts of interest that may affect the independent judgment of the advisor representative in the recommendation of one money manager program over another. The applicant will be compensated by a solicitor's fee or sub-advisor fee paid to the applicant by the recommended money manager. When the applicant uses an SAA IMAP money manager, SAA will receive a portion of the solicitor fee, a marketing override or an administrative fee for providing administrative and marketing services.</p> <p style="text-align: center;"><b>MANAGED OPPORTUNITIES PROGRAM</b></p> <p>The applicant has established a relationship with SAA, a registered investment advisor, to participate in the Managed Opportunities Program (Managed Opportunities). Managed Opportunities is a wrap-fee program developed by SAA that provides clients with the opportunity to establish Mutual Fund Portfolios, Separate Account Portfolios and Multi Asset Class Portfolios developed by third party money managers that are registered as investment advisors (collectively referred to as Sub-Advisors). The applicant's advisor representatives act as referral parties when referring clients into the Mutual Fund Portfolios, Separate Account Portfolios and Multi Asset Class Portfolios options in Managed Opportunities. The Sub-Advisors that SAA has established relationships with are not affiliates of SAA or the applicant. In addition, Managed Opportunities offers Advisor Directed Portfolios through which the applicant will work and advise clients in the selection of investments constituting a portion of Managed Opportunities.</p> <p>Client portfolios may be managed by SAA or other Sub-Advisors that SAA has established relationships with. Client will grant SAA and the Sub-Advisors limited discretionary authority with respect to the purchase and sale of securities in Mutual Fund Portfolios, Separate Account Portfolios and Multi Asset Class Portfolios and will grant the applicant discretionary authority with respect to the initial Managed Opportunities Master Account and Advisor Directed Portfolios.</p> <p>The applicant will solicit the services of SAA through Managed Opportunities. The applicant will not refer a client to SAA unless SAA and the Sub-Advisors are registered or are exempt from registration as investment advisors in the client's state of residence. Administrative, website, transaction order entry services and other services are provided to SAA by outside service providers</p> |

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



**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

|                                |                  |                |
|--------------------------------|------------------|----------------|
| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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:<br><b>Lifetime Planning, Inc.</b> | IRS Empl. Ident. No.:<br><b>48-1294780</b>   |
| Item of Form<br>(identify)  | Answer   |
| Part II, Page 2, #1A<br>(continued)   | <p>and Sub-Advisors. Clients will grant SAA the discretionary authority to select one or more Sub-Advisors to provide administrative, website, performance reporting, transaction order entry, and other services to SAA and clients. SAA currently has a relationship with Oberon Financial Technology, Inc. (Oberon), a registered investment advisor, to provide these services. Clients establishing Managed Opportunities accounts will receive Oberon's Disclosure Brochure in addition to SAA and the applicant's Disclosure Brochures.</p> <p>The applicant will be available to meet with clients on a continuous basis. Clients should be aware that the applicant will be paid solicitor/referral fees by SAA for recommending Mutual Fund Portfolios, Separate Account Portfolios and Multi Asset Class Portfolios to clients. SAA will also share fees with the Sub-Advisors. The amount of compensation the applicant receives for recommending one Managed Opportunities portfolio over another portfolio may vary. Therefore, a potential conflict of interest may exist because these circumstances may result in the applicant having a financial incentive to recommend one portfolio over another. However, portfolios will be selected and recommended to clients based on each individual client's needs, goals, and objectives.</p> <p>A complete description of Managed Opportunities and related fees and charges are described in SAA's Managed Opportunities Schedule H Disclosure Brochure, which will be given to all clients prior to or at the time a Managed Opportunities Account is established.</p> <p style="text-align: center;"><b>FINANCIAL PLANNING SERVICES</b></p> <p>The applicant offers financial planning services to clients in the forms of consultations and written comprehensive or segmented plans. Financial planning services may include, but are not limited to, advice on insurance, tax issues, college planning, retirement and estate planning and investments.</p> <p><u>Consultations</u></p> <p>The applicant offers consultations concerning a client's specific situation and/or objectives. A non-negotiable \$200 hourly fee will be charged for this service. Fees for services are due after the consultation.</p> <p><u>Comprehensive planning</u></p> <p>The applicant offers comprehensive financial planning services. Clients contracting for this service will receive a written financial plan that focuses on the client's current financial situation, as well as his/her future goals and objectives. Prior to services being provided, the applicant will provide the client with an estimate of the number of hours needed to prepare a written plan. The estimated number of hours will then be multiplied by an hourly rate of \$200 to determine the fixed fee that the client will be charged. If the plan takes longer to prepare than originally estimated, the client will only be responsible for the fixed fee quoted and agreed upon in the client contract. The applicant will generally charge a maximum fee of \$3,000 for comprehensive planning services. One-half of the fee is due upon signing the client contract. The remainder of the fee will be due when the plan is presented or mailed to the client.</p> <p><u>Segmented planning</u></p> <p>Applicant offers segmented planning for one or more topics that a client might desire. Clients contracting for this service will receive a written financial plan that focuses on client's desired</p> |

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

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

|                                |                  |                |
|--------------------------------|------------------|----------------|
| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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:<br><b>Lifetime Planning, Inc.</b> | IRS Empl. Ident. No.:<br><b>48-1294780</b>  |
| Item of Form<br>(identify)  | Answer  |
| Part II, Page 2, #1A<br>(continued)   | <p>topic(s). Prior to services being provided, the applicant will provide the client with an estimate of the number of hours needed to prepare a written plan. The estimated number of hours will then be multiplied by an hourly rate of \$200 to determine the fixed fee that will be charged. The applicant will charge a minimum fee of \$500 for segmented planning services. If the plan takes longer to prepare than originally estimated, the client will only be responsible for the fixed fee quoted and agreed upon in the client contract. One-half of the fee is due upon signing the client contract. The remainder of the fee will be due when the plan is presented or mailed to client.</p> <p><u>Annual updates</u></p> <p>Typically, financial planning services terminate upon completion of the consultation or presentation of the financial plan. Clients who choose to implement applicant's advice through one or more of the applicant's programs described in this disclosure document will receive quarterly or annual updates at no additional charge, unless the work to be done is unrelated to the work previously performed by the applicant. In this instance, the applicant may charge a fee.</p> <p>The applicant recommends that all clients have their financial plans reviewed and, if necessary, updated at least annually. If a client requests a review and update of a plan previously written by the applicant, client will be quoted a fixed fee ranging from \$300 - \$500 prior to meeting with the applicant. The applicant will provide the client with an estimate of the number of hours needed to review and update the plan. The fixed fee will be determined by multiplying the estimated number of hours by an hourly rate of \$200. If the plan takes longer to prepare than originally estimated, the client is only responsible for the fixed fee quoted. One-half of the fixed fee is due at the signing of the client contract with the remaining balance due when the plan is presented or mailed to the client.</p> <p><u>Termination</u></p> <p>Either party may terminate services at any time by providing written notice. If services are terminated within five business days of executing the client contract, services will be terminated without penalty. After the initial five business days, termination will be effective 30 days after receipt of the termination notice. Clients may be responsible for payment of fees for time and effort expended by the applicant prior to the effective date of termination.</p> <p style="text-align: center;"><b>FOX COLLEGE FUNDING</b></p> <p>The applicant has entered into consulting agreements with Fox College Funding, LLC and SAA to assist the applicant and its advisor representatives, who are also consultants with Fox College Funding, LLC (Planners), in providing college funding and planning services to clients. Fox College Funding, LLC will also retain other professionals to assist them in the services Fox College Funding, LLC provides to the applicant. None of these entities are affiliates of the applicant. A Planner will review and analyze financial information relating to a client's current financial circumstances to develop a college funding plan. The Planner will provide a written analysis of the client's college funding and planning situation along with recommendations of academic and financial strategies to increase the client's cash flow, which can be used to reduce college expenses and help maintain the client's retirement goals. The client's college funding and planning data will be updated on an annual basis if the client maintains an ongoing relationship with the applicant and the Planner. The Planner may charge an additional hourly fee for any updates or revisions.</p> <p>The client may choose any party to assist with implementation of the recommendations in the</p> |

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

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

|                                |                  |                |
|--------------------------------|------------------|----------------|
| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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<br>(identify)  | Answer  |  |
| Part II, Page 2, #1A<br>(continued)   | <p>written financial plan and report provided by the Planner. In the event the Planner is selected, the client will be informed of, if applicable, any fees or commissions the client would need to pay for additional services of financial product purchases associated with the implementations as agreed to by the client. The client may choose any insurance company, investment advisor or broker/dealer to implement the recommendations made by the Planner. The client understands that additional fees may be charged upon purchases of insurance and investment products recommended by the Planner in his or her capacity as an advisor representative of the applicant. The client also understands that commissions may be charged upon purchases of insurance and investment products recommended by the Planner in his or her capacity as an independent insurance agent or registered representative of SAI, a full service broker/dealer. All commissions and fees paid shall be disclosed in accordance with federal and state law.</p> <p>Fees for an initial plan and report will not exceed \$5,000, with a minimum fee charged of \$750; however, this minimum is negotiable. All fees are due in advance of the presentation of the college-funding plan. Fees will be determined in advance, based on the complexity of the client's financial situation and the services to be provided.</p> <p>Fees for updates/revisions are charged at an hourly rate of \$125 and are due in advance. The Planner will provide the client with an estimate of time needed to complete the project. If the project takes longer to complete then the original amount of time estimated, the Planner will contact the client for approval prior to continuing services.</p> <p>A consulting agreement may be terminated at any time upon written notice of the applicant, the Planner or the client. Upon termination, the client shall be entitled to a refund of all deposits not already earned by the Planner. If services are terminated within five business days of executing an agreement, services will be terminated without penalty. If services are terminated after the initial five business days, the client will be responsible for payment of fees for the time and effort expended by the Planner prior to receipt of notice of termination.</p> <p>The applicant's Planners are also independent contractors with Fox College Funding, LLC, under which the Planners may provide additional non-advisory college consulting services for non-advisory compensation.</p> |  |
| Part II, Page 3, #3L  | When the applicant uses the Private Account Management Program component of the Lifetime Investment Management Program, the applicant introduces clients to investment managers who provide discretionary management of individual portfolios of equity and/or fixed income securities.   |  |
| Part II, Page 3, #4A(5), #4B(8) & #4C(7)  | Model mutual fund and variable annuity asset allocation portfolio programs, provided by a number of institutional investment managers and strategists, may be used when managing client assets.   |  |
| Part II, Page 4, #5   | The applicant requires its advisor representatives to be employed full-time in financial planning or financial services and to pursue a training program that leads to licensing and/or certification as a registered representative, investment advisor or Certified Financial Planner <sup>™</sup> .  |  |
| Part II, Page 4, #6   | <p><b>David Michael Smith</b> <b>Born 1944</b><br/> BA, California State University at Fresno, 1966. CFP® licensee, 1983. Owner of David M. Smith &amp; Associates, Registered Investment Advisor, 1989-2002. President and Investment Advisor Representative of Lifetime Planning, Inc. since 2003. Registered Principal with Securities America, Inc. since 1991.</p>   |  |

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**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

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| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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<br>(identify)  | Answer   |  |
| Part II, Page 4, #6<br>(continued)  | <p><b>William Matthew Walters</b> <b>Born 1949</b><br/>BS, U.S Naval Academy, Annapolis, 1974. CFP® licensee, 1989. Investment Advisor Representative of David M. Smith &amp; Associates, 1989-2002. Investment Advisor Representative of Lifetime Planning, Inc. since 2003. Registered Representative of Securities America, Inc. since 1991.</p> <p><b>Eric S. Smith</b> <b>Born 1972</b><br/>BA, University California at San Diego, 1995. JD, Pepperdine University, 1997. CFP® licensee, 2002. Investment Advisor Representative of David M. Smith &amp; Associates, 1999-2002. Secretary/Treasurer and Investment Advisor Representative of Lifetime Planning, Inc., since 2003. Registered Representative of Securities America, Inc. since 1999. Contract counsel for County of San Diego, 1998. FINRA (NASD) arbitrator since March 2005.</p> <p><b>Robert S. Harrell</b> <b>Born 1974</b><br/>BS, California State University, Northridge, 2001. Investment Advisor Representative of Lifetime Planning, Inc. since 2005. Planner with Fox College Funding, LLC since October 2005. Registered Representative of Securities America, Inc. since October 2005. Registered Representative of ICM, 2002 - 2005. Registered Representative of Sun America Securities, Inc. from 2002 to 2005. Executive Team Trainer with American Communication Network, 2001 - 2002. Administrative coordinator with Conejo Graphics, 2001 - 2002. Student at California State University, 1998 - 2001.</p> |  |
| Part II, Page 5, #9B  | <p>The applicant and its advisor representatives may buy or sell securities or have an interest or position in a security for their personal account that they also recommend to clients. This could present a potential conflict of interest, because the personal portfolios of the applicant and its advisor representatives might increase in value if investor activity in those securities were to cause a rise in the price of those securities. The applicant and its advisor representatives complete quarterly reports of all their securities transactions to Securities America, Inc. for compliance evaluations. These reports will be made available to clients upon request. The applicant and its advisor representatives shall continue to be in compliance with <i>The Insider Trading and Securities Fraud Enforcement Act of 1988</i>. No associated person shall prefer his/her own interest to that of the client. No person employed by the applicant may purchase or sell any security prior to a transaction or transactions being implemented for an advisory client. Associated persons shall not buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained as a result of his/her employment unless the information is also available to the investing public upon reasonable inquiry.</p>  |  |
| Part II, Page 5, #9E  | <p>According to the <i>Investment Advisers Act of 1940</i>, an investment advisor is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts. In addition, an investment advisor has a duty of utmost good faith to act solely in the best interest of each client. The applicant and its advisor representatives have a fiduciary duty to all clients. The applicant has established a Code of Ethics which all advisor representatives must read and then execute an acknowledgment agreeing that they understand and agree to comply with the Code of Ethics. The fiduciary duty of the applicant and its advisor representatives to clients is considered the core underlying principle for the applicant's Code of Ethics and represents the expected basis for all advisor representatives' dealings with clients. The applicant has the responsibility to make sure that the interests of clients are placed ahead of it or its advisor representatives' own investment interests. All advisor representatives will conduct business in an</p>   |  |

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**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

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| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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<br>(identify)  | Answer  |  |
| Part II, Page 5, #9E<br>(continued)   | <p>honest, ethical and fair manner. All advisor representatives will comply with all federal and state securities laws at all times. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to services being conducted. All advisor representatives have a responsibility to avoid circumstances that might negatively affect or appear to affect the advisor representatives' duty of complete loyalty to their clients. This section is only intended to provide current clients and potential clients with a description of the applicant's Code of Ethics. If current clients or potential clients wish to review the applicant's Code of Ethics in its entirety, a copy may be requested from any of the applicant's advisor representatives. A copy will be provided within five days of the request.</p>   |  |
| Part II, Page 5, #10  | <p>The applicant manages investment advisory accounts on a fee basis. As a general rule, the applicant's minimum account size for all types of managed accounts is \$250,000. Upon request and at the discretion of the applicant, management accounts with less than \$250,000 will be considered on an individual basis. The minimum investment required for the Lifetime Investment Management Program is generally \$250,000. Exceptions may be granted to the minimums at the discretion of AssetMark and the applicant.</p> <p>As a general rule, SAA requires a minimum of \$50,000 to establish and maintain Managed Opportunities Mutual Fund Portfolios, \$100,000 for Separate Account Portfolios, \$250,000 for Multi Asset Class Portfolios and \$50,000 for Advisor Directed Portfolios. All minimums are negotiable at the discretion of the applicant and SAA.</p> <p>The applicant has a minimum fee of \$500 for segmented financial planning services, and a minimum fee of \$300 for annual updating services.</p> <p>The minimum fee for the Fox College Funding Program is \$750. However, this minimum is negotiable.</p>  |  |
| Part II, Page 5, #11A   | <p>At a minimum, managed accounts are reviewed on a quarterly basis and may be reviewed sooner depending on market activity, major client events or at the client's request.</p> <p>The applicant recommends that financial planning clients have their plan reviewed on an annual basis. Clients that choose to implement financial planning advice through one or more of the applicant's programs described in this disclosure document will receive quarterly or annual reviews and updates on their financial plan at no additional charge. However, if clients request additional work or request work that is unrelated to that previously performed by the applicant, then the client may be charged an additional fee.</p> <p>Under the Fox College Funding Program, the client will be provided a written college funding plan, which will be updated on an annual basis if the client maintains an ongoing relationship with the applicant. Client accounts will be reviewed in accordance with their written college funding plan.</p> <p>The applicant's advisor representatives review all accounts.</p> <p>SAA reviews the performance information in Managed Opportunities Accounts to determine its accuracy. Performance information provided by SAA is believed to be accurate but cannot be guaranteed. Fund and other securities values and other information are obtained from third parties. Managed Opportunities accounts are reviewed as needed by SAA supervisors, SAI principals and the applicant's advisor representatives. Triggering factors for reviews may include material market,</p> |  |

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

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| Applicant:                     | SEC File Number: | Date:          |
| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

(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:<br><b>Lifetime Planning, Inc.</b> | IRS Empl. Ident. No.:<br><b>48-1294780</b>  |
|---|---|
| Item of Form<br>(identify)  | Answer  |
| Part II, Page 5, #11B   | <p>economic or political events, changes in a client's personal or financial situations or performance of the accounts in general.</p> <p>Clients will receive statements at least quarterly from the investment company, broker/dealer, clearing firm or money manager where their account is maintained.</p> <p>Clients participating in the FAP and/or LifeGuide Programs may receive quarterly, monthly or on-demand reports showing the investment performance of their accounts from SAA or the applicant.</p> <p>Clients participating in the AssetMark program will receive monthly account statements, transaction ledgers and quarterly reports showing the investment performance of their account from AssetMark.</p> <p>Clients participating in Managed Opportunities will be able to view daily and quarterly performance reports on a web site prepared on behalf of SAA by Oberon, which will describe the performance, holdings, and other activity in the clients' Managed Opportunities accounts. During any month in which there is activity in Managed Opportunities accounts, clients will receive monthly statements from the account custodian or clearing firm showing the activity in the clients' accounts as well as positions held in the accounts at month end. Clients will also receive a confirmation of each purchase and sale transaction that occurs within Managed Opportunities accounts, unless clients provide SAA with written authorization to suppress confirm delivery. If there is no activity in the account, clients will receive statements no less than quarterly from the account custodian or clearing firm.</p> <p>Clients are encouraged to make appointments with the applicant to review their reports, answer questions and to discuss any changes or rebalancing the applicant thinks is warranted.</p>   |
| Part II, Page 6, #12A(1),<br>12A(2) & 12A(4)  | <p>Upon receiving written authorization from the client, the applicant may manage client's assets on a limited discretionary basis in the FAP and LifeGuide Programs and in the Managed Opportunities Advisor Directed Portfolios Program. When it does, discretionary authority is limited in that the applicant will not have the authority to withdraw funds and/or securities from client accounts except when written authorization has been provided to have fees automatically deducted from a client's account and paid directly to the applicant.</p> <p>In the Lifetime Investment Management Program, the applicant offers clients model portfolios composed by a group of independent investment strategists. The independent investment strategists have no direct relationship with the applicant or clients, make no analysis of clients' circumstances or objectives and do not tailor the models portfolios to any specific client's needs. The applicant assists the client in selecting the model portfolio(s) that best suit the client's objectives. The client then specifically directs the account to be invested in accordance with the chosen model portfolio. When the client selects the model portfolio, the client further directs that the account be automatically adjusted to reflect any adjustment in the model portfolio by the investment strategist. This client authorization would result in the purchase and sale of certain mutual funds or transfers between variable annuity sub-accounts without further authorization by the client at such time as the investment strategist changes the composition of the selected model portfolio. The applicant has no authority to cause any purchase or sale of securities in any client account, to change the model portfolio or to direct the account to be invested in any manner other than as previously authorized by the client.</p> |

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**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

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| <b>Lifetime Planning, Inc.</b> | <b>801-68952</b> | <b>5/12/08</b> |

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| Item of Form<br>(identify)  | Answer   |  |
| Part II, Page 6, #12B   | <p>The applicant's advisor representatives are registered representatives of SAI, a full service broker/dealer, member FINRA/SIPC. When selling securities products in this separate capacity, the advisor representatives may earn commissions.</p> <p>The applicant and its advisor representatives recommend SAI for securities sales and for custodial arrangements and securities transactions with no sales charges for wrap accounts. The applicant may also use referred investment managers or advisors who use other brokerage and/or custodial companies. Clients wishing to implement the applicant's advice are free to select any broker they wish and are so informed. If clients wish to have the applicant's advisor representatives implement the advice in their capacity as registered representatives, their broker/dealer, SAI, will be used. SAI has a wide range of approved securities products for which it performs due diligence in selecting. SAI's registered representatives are required to adhere to these products when implementing securities transactions through SAI. Commissions charged for these products may be higher or lower than commissions clients may be able to obtain if transactions were implemented through another broker/dealer.</p> <p>The applicant's Fox College Funding services, due to the nature of its business and client needs, does not include blocking trades, negotiating commissions with broker/dealers or obtaining volume discounts, nor necessarily obtaining the best price. Therefore, clients should understand that if they elect to have plans implemented by the applicant's advisor representatives in their separate capacities as registered representatives of SAI, lower commissions or better execution could be achieved elsewhere (i.e., executing equity trades through a discount broker).</p>  |  |
| Part II, Page 6, #13A   | <p>The applicant's advisor representatives sell securities and insurance products in their separate capacities as registered representatives and independent insurance agents. They may earn sales commissions when selling these products. Some of the advice offered by the advisor representatives involves investments in mutual fund products. Load and no-load mutual funds may pay annual distribution charges sometimes referred to as 12(b)-1 fees. Advisor representatives may receive a portion of the 12(b)-1 fee from some investment companies in their separate capacities as registered representatives. Clients should be aware that these 12(b)-1 fees come from fund assets, and thus, indirectly from client assets. The receipt of these fees could represent an incentive for registered representatives to recommend funds with 12(b)-1 fees or higher 12(b)-1 fees over funds with no fees or lower fees, therefore creating a potential conflict of interest.</p> <p>From time to time, the applicant may receive expense reimbursement for travel and/or marketing expenses from distributors of investment and/or insurance products. Travel expense reimbursements are typically a result of attendance at due diligence and/or investment training events hosted by product sponsors. Marketing expense reimbursements are typically the result of informal expense sharing arrangements in which product sponsors may underwrite costs incurred for marketing such as advertising, publishing and seminar expenses. Although receipt of these travel and marketing expense reimbursements are not predicated upon specific sales quotas, the product sponsor reimbursements are typically made by those sponsors for whom sales have been made or it is anticipated sales will be made.</p> <p>The applicant has established relationships with non-affiliated investment advisors. It may use the services of AssetMark Investment Services, Inc., a registered investment advisor, when managing client assets in the Lifetime Investment Management Program. When doing so, SAA and AssetMark Investment Services, Inc. will receive a portion of the fees charged to the client.</p> |  |

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**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

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| Item of Form<br>(identify)  | Answer  |
| Part II, Page 6, #13A<br>(continued)  | <p>The applicant and its advisor representatives may select and monitor third party money managers to manage client assets, including money managers in SAA's Independent Managed Assets Program (IMAP). Neither the applicant nor its advisor representatives will refer clients to a money manager unless the money manager is licensed or exempt from registration as an investment advisor in the state of California.</p> <p>The applicant may also refer clients to SAA, a registered investment advisor, through Managed Opportunities. SAA will work with Oberon, a registered investment advisor, and other Sub-Advisors when managing client assets. The applicant will not refer clients to SAA unless SAA, Oberon and other Sub-Advisors are registered or exempt from registration as investment advisors in each client's state of residence. SAA will pay the applicant a portion of client fees for referrals. In addition, SAA will share fees with Oberon and other Sub-Advisors.</p>   |
| Part II, Page 6, #13B   | <p>The applicant enters into agreements with solicitors (referring parties) to refer clients to the applicant. If a referred client enters into an investment advisory agreement with the applicant, a cash referral fee is paid to the referring party which is based upon a percentage of the client advisory fees that are generated. The referral agreements between any referring party and the applicant will not result in any charges to clients in addition to the normal level of advisory fees charged. The referral agreements between the applicant and referring parties are in compliance with regulations as set out in 17 CFR Section 275.206(4)-3.</p> <p style="text-align: center;"><b>OTHER BUSINESS ACTIVITIES AND MATERIAL ARRANGEMENTS</b></p> <p>Although the principal business of the applicant is providing investment advice, its advisor representatives are engaged in other activities. They are registered representatives and may also be independently licensed insurance agents. In these separate capacities, they can earn commissions when selling securities and insurance products.</p> <p>Clients needing long term care, health, disability or life insurance may be referred to life and health insurance agents who are not affiliated with the applicant. SAI maintains a restricted approved list of mutual funds, direct participation programs and insurance products available to its registered personnel. Clients' investment selection may be limited to those particular investment products on such list. Clients are under no obligation to implement plans or purchase investments or insurance through the applicant, its advisor representatives or SAI. Clients are free to select any broker/dealer or insurance agent they wish to implement recommendations.</p> <p>David M. Smith and Eric S. Smith spend approximately 15% of their time on investment brokerage services and 5% on life insurance sales. William M. Walters spends approximately 75% of his time on investment brokerage services and 24% on life insurance sales. Robert S. Harrell spends 20% of his time on life insurance sales and 10% on investment brokerage services.</p> <p>In addition, some advisor representatives may also be independent contractors with Fox College Funding, LLC and may provide additional non-advisory college consulting services for non-advisory compensation. The applicant may also use the administrative services of SAA when providing service to clients under the Fox College Funding Program. When doing so, SAA will receive a portion of the fees charged to the client.</p> <p>The applicant and its advisor representatives may use the support services of SAA, an SEC registered investment advisor, when managing client assets through SAA's Financial Advisor's</p> |

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**Schedule F of  
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| Item of Form<br>(identify) | Answer  |
|----------------------------|---|
|                            | <p>Program and LifeGuide Program. When doing so, SAA will receive a portion of the fees charged to clients.</p> <p>Robert Harrell has a referral relationship with ICM Lending, a mortgage broker. Mr. Harrell may refer clients needing assistance with mortgage or real estate matters to ICM Lending. At a minimum, Mr. Harrell will provide administrative services including data gathering, helping complete the loan application, preparation and communication with the client. For providing these administrative services, ICM Lending will pay Mr. Harrell a referral fee for the mortgage business generated. Clients are under no obligation to utilize the services of ICM Lending.</p> <p>Robert Harrell has a referral relationship with the law firm Citadel. Clients in need of an attorney's services for living trusts or estate planning, etc. will be referred to Citadel. Prior to referring clients to Citadel, Mr. Harrell may perform the following services: data gathering, free notary, funding currently held real estate into a trust and providing clients with all necessary documentation and information for funding other assets into the trust. For these services, Mr. Harrell will be paid a referral fee by Citadel. Clients are under no obligation to utilize the services of Citadel.</p> <p style="text-align: center;"><b>PROXY VOTING</b></p> <p>The applicant and its advisor representatives will not vote proxies on behalf of clients. Clients are instructed to read through the information provided with the proxy document and make a determination based on the information. Upon request from the client, the advisor representatives may provide clarifications based on their understanding of issues presented in the proxy materials. Clients are responsible for all proxy voting decisions.</p> <p style="text-align: center;"><b>PRIVACY POLICY</b></p> <p>The applicant is committed to safeguarding the confidential information of each of its clients. The applicant holds all personal information provided to the firm in the strictest confidence. These records include all personal information collected from clients in connection with any of the services provided by the applicant. The applicant has not disclosed such information to non-affiliated third parties, except as described in this Privacy Policy, or as required by law, and does not anticipate doing so in the future. If the applicant were to anticipate such a change in firm policy, the applicant would be prohibited under the law from doing so without advising client first. The applicant uses financial and health information provided by the client to help them meet their personal financial goals while guarding against any real or perceived infringements on the client's rights of privacy. The applicant's policy, with respect to personal information about the client, is contained in the privacy policy below.</p> <ul style="list-style-type: none"><li>• The applicant limits employee and agent access to information only to those who have a business or professional reason for knowing, and only to non-affiliated parties as permitted by law. (For example, federal regulations permit the applicant to share a limited amount of information about the client with a brokerage firm in order to execute securities transactions on their behalf. Other examples would be so that the applicant could discuss the client's financial situation with their accountant or lawyer.)</li><li>• The applicant maintains a secure office and computer environment to ensure that client information is not placed at unreasonable risk.</li><li>• The categories of non-public personal information collected from a client depend upon the scope of the client engagement. It will include information about the client's personal</li></ul> |

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| Item of Form<br>(identify) | Answer   |
|----------------------------|--|
|                            | <p>finances, information about the client's health to the extent that it is needed for the planning process, information about transactions between the client and third parties and information from consumer reporting agencies.</p> <ul style="list-style-type: none"> <li>• For unaffiliated third parties that require access to client personal information, including financial service companies, consultants and auditors, the applicant also requires strict confidentiality in agreements with them and expects them to keep the information private. Federal and state regulators also may review firm records as permitted under law.</li> <li>• The applicant does not provide client personally identifiable information to mailing list vendors or solicitors for any purpose.</li> <li>• Personally identifiable information about the client will be maintained during the time they are clients, and for the required time thereafter that such records are required to be maintained by federal and state securities laws, and consistent with the Certified Financial Planner Board of Standards, Inc. (CFP Board) Code of Ethics and Professional Responsibility. After this required period of record retention, all such information will be destroyed.</li> </ul> <p>The applicant may also share client personally identifiable information with the CFP Board as part of complying with the CFP Board's Code of Ethics and Professional Responsibility. If clients prefer that the applicant not disclose their non-public personal information to the CFP Board, they can simply opt out of this disclosure by visiting the firm's website at <a href="http://www.lifetimplanning.biz">www.lifetimplanning.biz</a> and sending an email.</p> <p>State law prohibits the applicant from sharing any client's personal health information with a third party without the client's permission. If the applicant makes an application to a life insurance company on the client's behalf, the applicant will ask for written permission to share the necessary health information with the insurance company or companies in question.</p> |

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