

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

OMB APPROVAL	
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Name of Investment Adviser: Resolute Financial LLC						
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number
	50 Water Street, The Tannery Mall -	Newburyport	MA	01950		978-463-8771

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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(Schedule 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 person who are to respond to the collection of informatin contained in this form
are not required to respond unless the form displays a currently valid OMB control number.

Applicant:
Resolute Financial LLC

SEC File Number:
801-

Date:
10/13/2006

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 type="checkbox"/> (1) Provides investment supervisory services..... | _____ % |
| <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..... | 25 % |
| <input type="checkbox"/> (4) Issues periodicals about securities by subscription..... | _____ % |
| <input type="checkbox"/> (5) Issues special reports about securities not included in any service described above..... | _____ % |
| <input type="checkbox"/> (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices
which clients may use to evaluate securities..... | _____ % |
| <input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities..... | 70 % |
| <input type="checkbox"/> (8) Provides a timing service..... | _____ % |
| <input checked="" type="checkbox"/> (9) Furnishes advice about securities in any manner not described above..... | 5 % |

(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

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

- | | |
|--|--|
| <input 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 |
| <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 | |

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

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

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

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

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Charting | (4) <input checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input 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 type="checkbox"/> Company press releases |
| (4) <input 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
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options, uncovered
options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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

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5. Education and Business Standards.

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?

☒ ☐

(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? ☐ ☒

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

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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 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 Yes No
and impose a minimum dollar value of assets or other conditions for starting or maintaining an account? ☐ ☒

(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.

The Advisor uses Fidelity Investments (Fidelity Institutional Brokerage Group) and TD Ameritrade as the custodians to assist in monitoring client portfolios and provide access to institutional funds for client assets. As the firm will not have discretionary authority over client funds, the client may always use other custodians of his/her choice. However, the advisor may not be able to monitor a client portfolio nor offer access to institutional funds where the advisor does not have a relationship with the particular custodian involved.

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

Reviews are held quarterly, semi-annually or annually, depending on the client's needs and the nature of the engagement. In any event, every retained client account is reviewed annually. All reviews will be performed by the principal members of the advisor's staff, namely Robert T. Ryan, Thomas G. Dwyer and Charles M. Johnson.

NOTICE: Interested parties are encouraged to enquire of the Massachusetts Securities Division, at One Ashburton Place, Room 1701, Boston, MA (Tel: 617-727-3548) as to the Disciplinary History of a Registered Investment Advisor

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12. Investment or Brokerage Discretion.

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

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

B. Does applicant or a related person suggest brokers to clients? Yes ☐ No ☒

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions.

If the value of products, research and services given to the applicant or a related person is a factor, describe:

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

13. Additional Compensation.

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

- | | Yes | No |
|--|--------------------------|-------------------------------------|
| (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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (B) directly or indirectly compensates any person for client referrals? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

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

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

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- | | Yes | No |
|--|--------------------------|-------------------------------------|
| Has applicant provided a Schedule G balance sheet? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant Resolute Financial LLC	SEC File Number: 801-	Date: 10-13-2006
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Resolute Financial LLC		IRS Empl. Ident. No.: 16-1651825
Item 1 A (1),(2), & (3)	<p>DESCRIPTION OF SERVICES The firm provides financial and investment advice to individuals, pension & profit sharing plans, trusts, estates, small businesses, state and municipal government entities and corporations on a fee-only basis. Advice is provided through consultation with the client on a regular basis in the areas of financial planning and investment services.</p> <p>PERSONAL FINANCIAL PLANNING The firm provides personalized, confidential, financial planning services to individuals. Advice is provided through consultations with the client and may include:</p> <ul style="list-style-type: none">• Determination of financial objectives• Identification of financial problems• Cash flow analysis and management• Tax planning & preparation• Objective insurance review• Investment design• Retirement planning• Estate planning <p>The first half-hour of an initial consultation whether by telephone or in person is complimentary, and without charge. This interview is an opportunity for the client, and the firm, to explore the extent to which financial planning will be of benefit to the client.</p> <p>The firm provides the personal financial planning services listed above in two main forms:</p> <p>Comprehensive Financial Planning: This service coordinates all aspects of a client's financial situation covering the areas listed above. The actual scope of work will vary according to the individual client's circumstances.</p> <p>Wealth Management Services: This service involves continuing Financial Planning coupled with periodic portfolio oversight and allocation services. The service is offered on an annual fixed-fee basis, with quarterly billings. The firm conducts a strict fee-only financial planning and investment advisory practice and therefore does not sell any financial products. No commissions, or remunerations from any third party, are accepted.</p> <p>CORPORATE & SMALL BUSINESS SERVICES The firm provides a variety of services to corporations and small businesses, their executives and employees. These services vary according to the companies circumstances but may include:</p> <p>Retirement Plan Consulting: We assist clients in the design, changes to, and implementation of qualified retirement plans, including the selection of administrative vendors. We also offer investment advisory services to qualified plans, including employee education.</p> <p>Early Retirement Consulting: We provide the employees of companies offering early retirement with individual retirement planning advice.</p> <p>FEE SCHEDULES AND METHODS Engagements incorporate a negotiated fixed retainer fee for a prescribed and agreed upon amount of service. Services also are offered on a project-by-project basis. Consequently, services and their resulting fees will vary due to the nature of the individual client's objectives and goals. One-half of the stated fee for a Personal Financial Plan is required at the commencement of the project, with the balance due upon completion. Wealth Management Service clients pay an annual fixed fee, billed quarterly, in advance.</p>	

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	<p>Following is a description of these services:</p> <p>A. PERSONAL FINANCIAL PLANNING SERVICES: We will perform one or more of the following services, and develop a written course of action or financial plan which addresses the issue(s); determination of financial objectives, identification of financial problems, cash flow analysis and management, tax planning and preparation, insurance review, investment review and portfolio design, retirement planning, estate planning. This service includes personal interviews and meetings with each client establishing their current financial situation, goals, future obligations, investing experience and risk aversion. Fees are proposed to clients on a flat fee basis.</p> <p>B. WEALTH MANAGEMENT SERVICES: This service provides ongoing comprehensive financial planning review and advice in the areas of retirement planning, employee benefits analysis, income tax preparation and planning, estate tax, portfolio design/asset allocation, risk management & insurance review, education funding, and cash flow. This service usually is coupled with investment oversight through Advisor custodial arrangements with Fidelity or TD Ameritrade. This flat annual fee is billed quarterly, or as otherwise arranged with the client. All fees are negotiable. Wealth Management Service contracts may be terminated by either party, in writing.</p> <p>C. HOURLY CHARGES: Services may also be provided to a client on an hourly basis, billed at a rate of \$200/hour.</p> <p>D. STRATEGIC MARKET PORTFOLIO (SMP ACCOUNT) FEE SCHEDULE: Advisor offers a limited service investment account (SMP Account) to clients who have investment balances under \$100,000. Following is the schedule of fees applicable to the SMP Account:</p> <table> <tr> <td><u>Account Balance</u></td><td><u>Quarterly Fee</u></td></tr> <tr> <td>Less than \$50,000</td><td>\$60.⁰⁰</td></tr> <tr> <td>Between \$50,000 and \$75,000</td><td>\$125.⁰⁰</td></tr> <tr> <td>Between \$75,000 and \$100,000</td><td>\$250.⁰⁰</td></tr> </table> <p>Accounts greater than \$100,000 will be transferred to a Retainer Advisory Services Account described above.</p>	<u>Account Balance</u>	<u>Quarterly Fee</u>	Less than \$50,000	\$60. ⁰⁰	Between \$50,000 and \$75,000	\$125. ⁰⁰	Between \$75,000 and \$100,000	\$250. ⁰⁰
<u>Account Balance</u>	<u>Quarterly Fee</u>								
Less than \$50,000	\$60. ⁰⁰								
Between \$50,000 and \$75,000	\$125. ⁰⁰								
Between \$75,000 and \$100,000	\$250. ⁰⁰								
Item 3L	The Advisor may also render investment advice relative to any other asset the client may already own								
Items 4 B (8)	<p>METHODS OF ANALYSIS Client portfolio construction is based on the principles of Modern Portfolio Theory, incorporating historical returns from a variety of markets, and weighting the amount to be invested in each by how it impacts the aggregate risk-return characteristics of the portfolio. Sources include historical returns compiled by the Center for Research on Stock Prices (CRSP), Ibbotson charts, materials provided by index mutual fund providers, including Dimensional Fund Advisors (DFA), Barclays Global Investors (BGI), academic research on market returns, etc. While it is not anticipated that future returns will mirror past patterns, historical market returns provide some element of measuring each market's average return, range of returns (i.e., volatility – a major element of risk), and its relationship to the return patterns of other markets (i.e., market correlation).</p>								
Item 5	<p>EDUCATION AND BUSINESS STANDARDS All individuals that give investment advice on behalf of the Advisor must have earned a college degree and/or have substantive investment-related experience. In addition, all such individuals shall have attained all required investment-related licenses and/or designations.</p>								

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

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Item 6	<p>Name: Robert Thomas Ryan Born: August 2, 1950 Education: Tufts University, BA, New England School Of Law, JD Bentley College, MSPFP, Master of Science in Personal Financial Planning Business background for preceding five years: 2001 – 9/2003 – Principal, Robert T. Ryan, JD, CFP, Wakefield, MA 2000 – 2001 Back Bay Financial Group, Boston, MA - Associate</p> <p>Name: Thomas G. Dwyer Born: November 15, 1958 Education: Lawrence University, BA – Political Science Keefe Tech – Certificate in Programming Boston University – CFP Program Business background for preceding five years: 1998-2003 Principal, Thomas G. Dwyer CFP, Newburyport, MA</p> <p>Name: Charles M. Johnson Born: December 15, 1954 Education: Worcester Polytechnic Institute, BS – Engineering Cornell University – MBA Boston University – CFP Program</p> <p>Business background for preceding five years: 2000-2005 CFO, CIO and Principal, Everett Pattern & Manufacturing, Inc., Middleton, MA</p>
Item 7 C	<p>The principal activity of the advisor is providing personal financial planning services to clients, on a fee-only basis. While investment advice is a major and integral part of the firm's practice, it is not the principal activity of the firm.</p>
Item 8 C (1)	<p>The Advisor uses Fidelity Investments (Fidelity Institutional Brokerage Group) and TD Ameritrade as custodians for monitoring Wealth Management and Strategic Market Portfolio (SMP Account) portfolios and providing access to institutional funds. Clients always maintain direct access to their accounts. The firm does not maintain discretionary authority over client funds.</p>
Item 9 E	<p>The Advisor limits its equity investment practice to working with mutual funds, exchange traded funds (ETFs) and similar highly-diversified investment structures, and may invest in such vehicles that it also recommends to clients. The Advisor may recommend specific fixed-income securities, such as Certificates of Deposit, Treasury obligations and/or specific state or corporate obligations, but will not have discretionary authority over client funds. If the Advisor feels it necessary to instruct the Client in the purchase or sale of an asset in which it has an interest (other than a mutual funds, ETFs or Certificates of Deposit), to avoid any conflict of interest, it will assist the Client in the execution of the recommended transaction prior to making any personal transactions.</p>
Item 12 B	<p>See Item 8 C (1) above. The client may always choose to use other custodians or brokers other than those custodians preferred by the Advisor. However, the Advisor may not be able to monitor a client portfolio or offer access to institutional funds where the Advisor does not have a relationship with the particular custodian involved.</p>

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

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NOTICE

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