

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

Name of Investment Adviser: <b>Harrison - de Charon, L.L.C.</b>	
Address: (Number and Street) (City) (State) (Zip Code) <b>5151 Shoreham Place, Ste. 200, San Diego, CA 92122-5940</b>	Area Code: Telephone Number: <b>(858) 558-8707</b>

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

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

03/25/2009

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 . . . . .  | 70 % |
| <input checked="" type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services . . . . .  | 10 % |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above . . . . .  | 10 % |
| <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 . . . . .   | 10 % |
| <input type="checkbox"/>            | (8) | Provides a timing service . . . . .   | %    |
| <input type="checkbox"/>            | (9) | Furnishes advice about securities in any manner not described above . . . . .   | %    |

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

- 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 type="checkbox"/> (5) Commissions       |
| <input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input type="checkbox"/> (6) Other             |

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

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

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

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals                      | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/> B. Banks or thrift institutions                | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies                        | <input type="checkbox"/> G. Other (describe on Schedule F)   |
| <input 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).

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Applicant:

Harrison - de Charon, L.L.C.

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Date:

03/25/2009

**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 checked="" 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 checked="" type="checkbox"/> D. Commercial paper                    | <input type="checkbox"/> K. Interests in partnerships investing in:        |
| <input checked="" type="checkbox"/> E. Certificates of deposit             | <input checked="" type="checkbox"/> (1) real estate                        |
| <input checked="" type="checkbox"/> F. Municipal securities                | <input checked="" type="checkbox"/> (2) oil and gas interests              |
|  | <input checked="" type="checkbox"/> (3) other (explain on Schedule F)      |
| <input checked="" type="checkbox"/> G. Investment company securities       | <input checked="" type="checkbox"/> L. Other (explain on Schedule F)       |
| <input checked="" type="checkbox"/> (1) variable life insurance            |  |
| <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 checked="" type="checkbox"/> Cyclical           |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input 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 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)                            | (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 with execution page ( page 1).

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

Applicant:

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

05/01/2008

**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:

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

05/01/2008

**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.)

- 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.

**See Schedule F.**

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

**See 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 6**

Applicant:

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

05/07/2007

**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; 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

☐ ☒

Answer all items. 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**

Adviser:	SEC File Number:	Date:
Harrison - de Charon, L.L.C.	801-67918	03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.	IRS Empl. Ident. No.: 34-2062506
Item of Form (identify)	Answer
<b>Item 1.D</b>	<p><b>Advisory Services &amp; Fees</b></p> <p>Harrison - de Charon, LLC ("the Adviser") provides advisory services under the terms of either an Investment Management Agreement or a Continuing Service Agreement. Fees for such services are based on a percentage of assets under management, a fixed annual fee or an hourly fee. Under all arrangements, the rate or fee is agreed upon in advance and is billed in arrears.</p> <p>Percentage fees follow the guidelines below, and may be modified downward depending upon the composition of the client investment portfolio:</p> <ul style="list-style-type: none"><li>1.50% annually - Portfolios of up to \$249,999</li><li>1.25% annually - Portfolios of \$250,000 to \$499,999</li><li>1.00% annually - Portfolios of \$500,000 to \$999,999</li><li>0.90% annually - Portfolios of \$1,00,000 to \$1,999,999</li><li>0.80% annually - Portfolios of \$2,000,000 to \$2,999,999</li><li>0.70% annually - Portfolios valued at or over \$3,000,000</li></ul> <p>Percentage fees are computed by applying one-fourth of the annual percentage to each end-of-quarter account balance as calculated by the Adviser. Fixed annual fees are negotiated individually with each client, and are dependent on the specific scope and nature of services to be provided.</p> <p>Each party retains the right to terminate an Investment Management Agreement or Continuing Service Agreement at any time by serving written notice to the other party. Prorated fees will apply, with any refunds or additional fees due to be delivered to the appropriate party within 30 days from receipt of notice to terminate.</p> <p>Financial planning services are provided under the terms of either a Financial Planning Agreement or a Continuing Service Agreement. Services may include the provision of analysis and advice in the areas of investments, retirement, cash flow management, tax planning, employee benefits, risk management and estate planning. Analyses and recommendations will be integrated among the areas in which the client chooses to engage financial planning services.</p> <p>Financial planning fees are based upon an hourly rate not to exceed \$300.00. Generally, a fixed fee for written plans is agreed upon in advance. Fixed fees require a deposit of the lesser of one-half the total fee or \$500.00 upon signing of the Financial Planning Agreement, with the balance due and payable upon presentation or delivery of the written financial plan. Financial planning services provided under the terms of a Continuing Service Agreement are typically billed under an hourly rate or fixed fee arrangement. This agreement is usually applicable to consultations or ongoing financial planning services. Hourly billing arrangements will be charged as incurred; annual fees will be billed quarterly in arrears.</p> <p>Fees are not to be collected for services to be performed more than six months in advance. The client may terminate the Agreement without penalty within five business days of client signature on the Agreement. This means a full refund, if any, or no fees due for services which are provided within the first five days. After the first five days, services will continue as specified under services described above.</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**

Adviser:	SEC File Number:	Date:
Harrison - de Charon, L.L.C.	801-67918	03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.	IRS Empl. Ident. No.: 34-2062506
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Item of Form (identify)	Answer
<b>Item 3K(3) &amp; 3.L</b>	<p>Any Agreements between Harrison - de Charon, LLC and the Client(s) may be terminated by either party at any time by written notice. An invoice for unpaid fees will be issued or a refund of the unearned fees will be made within thirty (30) days of receipt of notice of termination.</p>
<b>Item 5</b>	<p><b>Types of Investments</b></p> <p>Other interests in partnerships would include such investments as equipment leasing, cable television, fast food franchising, agriculture, raw land, alternative energy, research/development, and leveraged buy-outs. Other investments may include Real Estate Investment Trusts (REITs) or any other product that the Adviser deems appropriate in order to address the specific needs of the client.</p>
<b>Item 6</b>	<p><b>Education and Business Standards</b></p> <p>The Adviser requires that all employees involved in determining or providing investment or other professional advice possess the following minimum qualifications:</p> <p>A bachelor's degree from an accredited college of business, preferably with a finance specialization, have earned the Certified Financial Planner (CFP) designation, or be actively working towards certification or have at least one year of securities related business experience.</p> <p><b>Education &amp; Recent Business Background</b></p> <p><b>Jeanni Patricia Harrison</b>, CFP was born in 1948. She received an Associate of Science degree with an emphasis in Business Administration from Miramar College in 1996. Ms. Harrison also earned a Bachelor of Science with a major in Business Administration with an emphasis in Financial Services. She Graduated Magna Cum Laude with Distinction in Financial Services from San Diego State University in 1998. She earned the Certified Financial Planner designation in September 1999.</p> <p>Ms. Harrison is currently and has been a principal of Harrison - de Charon, LLC since December 1998. Harrison - de Charon, LLC is a fee-only financial planning, investment management and tax services firm. She was a Vice President and Regional Manager of Norwest Mortgage Corporation, a mortgage banking firm from 1983 to 1994.</p> <p><b>Rene Paul de Charon</b>, CFP was born in 1954. He earned a Bachelor of Science, Business Administration with an emphasis in Financial Services. Graduated Magna Cum Laude with Distinction in Financial Services from San Diego State University in 1998. He earned the Certified Financial Planner designation in August 1999.</p> <p>Mr. de Charon is currently a principal, and has been with Harrison - de Charon, LLC since January 1999. Harrison - de Charon, LLC is a fee-only financial planning, investment management and tax services firm.</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**

Adviser:	SEC File Number:	Date:
Harrison - de Charon, L.L.C.	801-67918	03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.	IRS Empl. Ident. No.: 34-2062506
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Item of Form (identify)	Answer
<b>Item 7</b>	<p><b>Robin Giles</b>, CFP, MsBA was born in 1976. She earned a Master of Science, Business Administration with an emphasis in Financial and Tax Planning from San Diego State University in 2006. She also received a Bachelor of Science degree in Journalism from the University of Colorado in Boulder in 1998. She earned the Certified Financial Planner designation in March 2006.</p> <p><b>Jeffrey S. Platt</b>, JD, CFP, CMFC was born in 1953. He earned his JD degree from Western State University, College of Law in 1980 and his BA degree in Political Science from the University of California, Los Angeles in 1975. He has been in the financial services industry since 1994 and earned the Certified Financial Planner designation in 09/1994.</p> <p>Mr. Platt has been a Financial Planning Consultant of Harrison - de Charon, LLC since April 2008. He worked for Cullington Hill Advisors, Inc. as Director of Research from October 2004 to March 2008. Previously, he was Chairman of the Investment Committee for Blankinship &amp; Foster, LLC, from February 2001 to October 2004.</p> <p><b>Gregory J Richardson</b>, CFP, was born in 1980. He earned his Bachelor of Arts in Economics from the University of California, San Diego in La Jolla, California in 2002. He earned the Certified Financial Planner designation in August 2005, and will receive his Master of Science in Financial Planning in May of 2009.</p> <p>Prior to joining Harrison – de Charon, LLC. in 2008, Mr. Richardson had been a partner and advisor with Cullington Hill Advisors since 2002. He served as the Chief Compliance Officer and as a member of the Investment Committee. Before that, he worked with Lindsay &amp; Brownell, LLP, Certified Public Tax Accountants, in the areas of tax consulting and compliance.</p> <p><b>Other Business Activities</b></p> <p>Investment advisory services and financial planning are the two major services provided by the Adviser. While investment related services are a major business focus, financial planning services may encompass areas not directly related to investments, for example, insurance, income tax, retirement planning, estate planning and business planning. In any event, interrelationships among the various areas are acknowledged, and efforts will be made to inform the client of any ramifications related to investment and other recommendations provided by the Adviser. Services provided in these non-investment areas will, therefore, impact the investment decision-making process.</p>
<b>Item 9</b>	<p><b>Client Transactions</b></p> <p><b>Code of Ethics</b></p> <p>The Adviser has adopted a Code of Ethics for the purpose of instructing its personnel in their ethical obligations and to provide rules for their personal securities transactions. The Adviser and its personnel owe a duty of loyalty, fairness and good faith towards their clients, and the obligation to adhere not only to the specific provisions of the Code but to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include:</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**

Adviser:

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1.	Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.	IRS Empl. Ident. No.: 34-2062506
Item of Form (identify)	Answer	
	<p>general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. The Adviser will provide a copy of the Code of Ethics to any client or prospective client upon request.</p> <p>Associated persons may own an interest in or buy or sell for their own accounts the same securities, which may be purchased or sold in the accounts of advisory clients. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients and their personal transactions are regularly monitored. Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients.</p>	
<b>Item 10</b>	<b>Account Minimums</b>  The Adviser may Impose a minimum account size of \$500,000.	
<b>Items 11 (A &amp; B)</b>	<b>Account Reviews</b>  Investment management accounts are continuously monitored and reviewed. Unless otherwise agreed to by the client, written reviews and performance reports are provided for each calendar quarter and each calendar year.  Financial planning clients subject to a Continuing Service Agreement do not receive continuous monitoring and reviews unless there is a specific request.  Investment management clients are provided with reports issued on a calendar year quarterly schedule unless otherwise agreed to by the client. Reports may include: summaries of financial market performance, client portfolio and individual security performance, comments and recommendations regarding the client's investment portfolio.  Financial planning reports and updated analyses and recommendations are provided according to the terms of the Financial Planning and Investment Management Agreements. Such reports, analyses and recommendations may also be provided under the terms of the Continuing Service Agreement when requested by the client. Reports may include: financial statements, cash flow management analyses, retirement planning analyses, investment plans and insurance needs analyses. Reports are individualized; therefore the nature and frequency are determined by the client.  Account reviews are performed by Jeanni Harrison, CFP, Rene de Charon, CFP, Robin Giles, CFP, Jeffrey Platt, CFP, and Gregory Richardson, CFP. There is no limit on the number of account reviews an individual can perform.	

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**

Adviser:	SEC File Number:	Date:
Harrison - de Charon, L.L.C.	801-67918	03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.		IRS Empl. Ident. No.: 34-2062506
Item of Form (identify)	Answer	
<b>Item 12.B</b>	<p><b>Discretion</b></p> <p>Investment management accounts are managed under a limited power of attorney, as agreed upon by the client. Under this agreement, the Adviser has the authority to determine and execute purchases and sales of securities, but, other than deducting management fees with written authorization from the client, does not have the authority to make withdrawals from client accounts. The Adviser has discretion over investment management accounts; prior authorization for securities purchases or sales is not required from the client. However, if the client has notified the Adviser in writing that he or she wishes to be informed prior to any trades, client authorization will be obtained prior to any trading activities or the account will be a nondiscretionary account with trading authorization limited only to the client. In nearly all cases, the client is only involved at the strategic level of the investment process; however, the level of client involvement in the investment selection and management process varies from client to client, depending primarily upon the client's level of interest.</p> <p>All client accounts are currently managed under limited power of attorney agreements. However, clients are under no obligation to sign limited power of attorney agreements or to effect securities transactions through the Adviser or employees of the Adviser. Clients always retain the ability to purchase or sell securities through any broker of their choice. For clients who choose to conduct trades on their own behalf, several custodians may be identified if the client so desires.</p> <p>For client accounts that are managed under a limited power of attorney agreement, the Adviser will usually recommend discount brokerage firms to execute securities transactions. While minimizing transaction costs is a consideration in discount brokerage selection, other selection criteria include: the financial resources of the brokerage firm, electronic account reporting and trading capabilities, breadth and level of trading and investment advisory services provided by the brokerage firm. The Adviser does not receive commissions or any form of compensation from any brokerage firm.</p> <p>Following completion of a financial plan and review of the plan with the client, the client may elect to have the Adviser implement the investment recommendations in the financial plan. The Adviser and any employees of the Adviser are not registered representatives affiliated with any brokerage firm, and will not receive commissions or compensation of any kind from any brokerage firm. Only fees received from clients compensate the Adviser and any employees of the Adviser.</p> <p>Typically, for mutual fund investment recommendations the Adviser recommends no-load funds. Occasionally, low-load mutual funds may be recommended. However, in these instances the Adviser and any employees of the Adviser will not receive commissions or other compensation from the purchase or sale of any mutual fund.</p> <p>The possibility exists that securities research services conducted on behalf of a current fee-paying client may also benefit other current or future clients of the Adviser.</p>	
<b>Proxy Voting</b>	<p><b>Proxy Voting</b></p> <p>The Adviser has elected to not vote proxies on client securities. The client retains responsibility for voting proxies on securities held.</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**

Adviser:

Harrison - de Charon, L.L.C.

SEC File Number:

801-67918

Date:

03/25/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1.	Full name of Adviser exactly as stated in Item 1A of Part I of Form ADV: Harrison - de Charon, L.L.C.	IRS Empl. Ident. No.: 34-2062506
Item of Form (identify)	Answer	
<b>Item 13</b>	<p><b>Additional Compensation</b></p> <p>The Adviser participates in T.D. Ameritrade's Institutional Services program. While there is no direct linkage between the investment advice given and participation in the program, economic benefits are received which would not be received if the applicant did not give investment advice to clients.</p> <p>These benefits include: receipt of duplicate client confirmations and statements; access to a trading desk serving Institutional Services participants exclusively; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; ability to have investment advisory fees deducted directly from client accounts; receipt of compliance publications; and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors.</p> <p>The benefits received through participation in the T.D. Ameritrade Institutional Services program do not depend upon the amount of transactions directed to T.D. Ameritrade.</p> <p>The Adviser also participates in Charles Schwab's Institutional program. While there is no direct linkage between the investment advice given and participation in the program, economic benefits are received which would not be received if the applicant did not give investment advice to clients.</p> <p>These benefits include: receipt of duplicate client confirmations and statements; access to a trading desk serving Institutional participants exclusively; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; ability to have investment advisory fees deducted directly from client accounts; receipt of compliance publications; and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors.</p> <p>The benefits received through participation in Charles Schwab's Institutional program do not depend upon the amount of transactions directed to Charles Schwab.</p>	

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