

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

Applicant: Red Rock Wealth Management, LLC	SEC File Number: 801-	Date: 04/29/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Red Rock Wealth Management, LLC	IRS Empl. Ident. No.: 20-2667360
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Item of Form (identify)	Answer
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Item 1.D.

Red Rock Wealth Management, LLC ("RRWM") is a financial services firm that provides investment advisory services and financial planning services. The information contained in this document refers to both the investment advisory services and financial planning services. These services are provided by experienced financial advisors, who are registered or licensed, as required, to provide these advisory services.

FINANCIAL PLANNING SERVICES

The firm provides financial planning services to the majority of our clients. Depending on the individual client's preference and request, financial planning services may be provided on a modular basis or comprehensive basis. A comprehensive plan involves a more detailed review of the client's overall financial position, objective, and goals; a modular plan focuses on a specific area(s) that the client has requested the advisor provide input and review. In the event that a client selects a modular plan, the firm's services will be expressly limited to the modules identified by the client.

Information is obtained through personal interviews with the client, including information regarding each client's goals, objectives, attitudes toward risk, and investment experience. In the event that information contained in documents (such as account statements) are obtained or provided by the client, that information will be reviewed and, to the extent it is pertinent, will be incorporated into the financial plan prepared for the client. The results of the review and analysis by the advisor are put into a written financial plan that is provided to the client.

Unless otherwise agreed upon, the fee charged for the consultation and preparation of a financial plan is a fixed annual fee or based on an hourly rate, as determined pursuant to discussions with the client. The fee will be determined by a combination of factors including, but not limited to the client's net worth, the complexity of the client's particular situation, and the involvement on the part of the financial advisor to implement the financial plan. Fees are usually determined by estimating the hourly rate and costs associated with producing a plan. The hourly rate charged by the firm for financial planning services is \$250. Planning fees, either on a per hour or on a flat fee basis range from a minimum quarterly fee of \$250 to as much as \$5,000 depending on the complexity of the plan and services requested. Fees for individual plans generally cost approximately \$1,500 - \$3,000.

Typically 50% of financial planning fees are due upon entering into a service agreement with RRWM, and the balance due upon final plan presentation. In some cases, financial planning fees may be discounted for clients who retain RRWM's investment advisory services in addition to financial planning services. Either party may terminate the agreement with 5 days written notice. \$100 will be charged to Client for missing an appointment. This policy will account for RRWM's lost time and is not a penalty. The firm bills the client for any work completed up through the effective date of termination of the agreement.

Item 1.D.
(continued)**INVESTMENT ADVISORY SERVICES**

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

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Items 4.A.5, 4.B.8	SECURITY ANALYSIS AND SOURCES OF INFORMATION In conducting the analysis of securities, the firm uses a number of tools, including commercially available software technology, securities rating services, general market and financial information, due diligence reviews and specific investment analysis requested by the client. The principal sources of information include financial newspapers, various reports of mutual fund performance, prospectuses, and various financial and business magazines, periodicals and issuer-prepared information, including filings with the Securities and Exchange Commission and financial statements. RRWM may also use outside consultants in certain circumstances to provide expertise as to particular areas of information or analysis. RRWM's investment strategy used to implement its investment advice includes the purchase or sale of specific securities and non-securities products and/or, in certain circumstances, the recommendation as to the retention by the client of a separate account manager. RRWM's advice is primarily based upon long-term investment strategies that incorporate the principles of modern portfolio theory. RRWM's investment approach is firmly rooted in the belief that markets are "efficient", and that investors' returns are determined principally by asset allocation decisions, not market timing or stock picking. RRWM develops diversified portfolios, primarily through the use of less actively managed, asset class mutual funds that are available generally to institutional investors and clients of a network of carefully selected advisors and separate account managers who follow a disciplined asset class investment approach.
Items 4.A.5, 4.B.8 (Continued)	
Item 5.	EDUCATION AND BUSINESS STANDARDS The firm's financial advisors must have a satisfactory personal and regulatory background (which is verified by the firm), secure appropriate examination or professional designations, and become registered or licensed as appropriate in the states where they have a place of business. The professional designations held by the firm's financial advisors include, but are not limited to the Series 6 or 7, 63, 65 or 66 examinations and the CFP designation. In addition financial advisors also must have a minimum of three years of financial services experience to work directly with clients or supervise financial advisor assistants.

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Item 6.

EDUCATION AND BUSINESS BACKGROUND

The following individual(s) comprise officers responsible for the financial planning services, investment advisory services, and the investment committee of RRWM:

Greg Phelps, President & Financial Advisor.

The firm's Investment Committee reviews the financial products and services offered to the firm's investment advisory clients on a regular basis. The Investment Committee does not provide advice whether the securities or investments are appropriate for a particular client. The appropriateness of a security for a particular client is determined by the investment advisor.

For each individual, the year of birth, education after high school and the employment history for the last five years is provided:

Greg Phelps
YOB: 1973

Education Background:

BA, Business Administration, 1994 California State University, San Bernardino, San Bernardino, CA;
CERTIFIED FINANCIAL PLANNER(TM) (CFP(R)) & Accredited Asset Management Specialist (AAMS) - coursework and designations attained through the College for Financial Planning, Denver, CO;
Chartered Life Underwriter (CLU) - coursework and designation attained through The American College, Bryn Mawr, Pennsylvania.

Item 6.
(continued)**Business Background:**

Red Rock Wealth Management, LLC - 04/05 to present, President, Chief Compliance Officer & Financial Advisor, Member, Manager,
RSM McGladrey Inc., 02/02 to 04/05, Regional Manager & Financial Advisor; Not employed 11/01 to 02/02;
Goldman Sachs & Co - 10/00 to 11/01
Morgan Stanley - 03/95 to 10/00

Item 7.A. and B.

OTHER BUSINESS ACTIVITIES

Mr. Phelps is the Principal of Loanexa.com. Loanexa is an online home loan rate quote service where borrowers find home loan advisors. In his capacity as Principal of Loanexa, he may provide advisory Clients the service of finding home loan rate quotes matched with the home loan advisor for which he may receive compensation. This business constitutes 15% of Mr. Phelps' time.

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Item 9.E.	<p>PARTICIPATING OR INTEREST IN CLIENT TRANSACTIONS:</p> <p>Because of the types of services offered and the securities typically recommended (mutual funds, Exchange Traded Funds or ETF's, or fixed income securities) it is unlikely that any security holding by the firm or any associated person would have an impact on the market and would not likely have any influence on any recommendation.</p> <p>General policies and procedures:</p> <p>It is the expressed policy of RRWM that no person employed by the firm may benefit, either directly or indirectly from recommendations made to or transactions placed by or on behalf of advisory accounts.</p> <p>Employees of the firm are generally precluded from buying or selling securities for their personal portfolio(s) if their decision is substantially derived, from information obtained through his or her employment unless the information relating to the investment decision is also available to the investing public on reasonable inquiry.</p> <p>RRWM expressly prohibits any employee from placing his or her interests ahead of its advisory clients.</p> <p>RRWM monitors personal trading activity and this activity is reviewed quarterly to ensure compliance with the firm's policies and procedures.</p> <p>RRWM emphasizes the unrestricted right of the client to decline to implement any advice rendered.</p>
Item 9.E. (continued)	<p>RRWM emphasizes the unrestricted right of the client to select and choose any broker or dealer and/or insurance company they wish. RRWM directs its employees that they must abide by and act in accordance with all applicable Federal and State regulations. Individuals who fail to comply with the firm's policies and procedures may be subject to sanctions and disciplinary action, including termination of employment.</p>
Item 10.	<p>CONDITIONS FOR PROVIDING ADVISORY SERVICES:</p> <p>RRWM generally places a \$500,000 household minimum with a minimum annual fee of \$5,500 on accounts for which it provides advisory services. Such minimums may be adjusted at the discretion of RRWM.</p>

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Item 11.A.

REVIEW AND REVIEWERS OF ACCOUNT:

Financial planning services: Financial plans are reviewed by the financial advisor that prepared the plan. RRWM recommends that financial planning clients have between two and four meetings per year, depending on the complexity of the client's situation, to address new issues as they arise and to review the existing plan.

Non-discretionary and discretionary investment advisory services: Accounts for which investment advisory services are provided by firm personnel are reviewed on a periodic basis, not less than annually. The review is conducted by the investment professional responsible for the account, in association with the client. There is no minimum number of accounts assigned to the reviewer. The review process consists of each of the following elements: a comparison of the portfolio to the client's goals and objectives as outlined in the client's investment policy statement; an evaluation of the investment strategy in light of any change in client circumstances; a review of the assets in the portfolio; and discussion with the client as to rebalancing the portfolio, if and as necessary. Clients may request that their accounts be reviewed more often than on a semi-annual basis. Any additional review may be subject to additional charges.

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Item 12.A. and B.

RECOMMENDATION OF A BROKER:

Clients will establish an account at a broker for execution of securities transactions and custodial services. RRWM may in various circumstances decide to utilize or recommend the use of Charles Schwab and TD Ameritrade, national discount brokerage firms, as broker and custodian.

Item 12.A. and B.
(continued)

RRWM participates in the institutional customer program offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member NASD/SIPC ("TD AMERITRADE"), an unaffiliated SEC-registered broker-dealer and NASD member. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. RRWM receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 13.A. below.)

RRWM participates in the Schwab Institutional (SI) services program offered to independent investment advisers by Charles Schwab & Company, Inc., a NASD registered broker-dealer. Clients in need of brokerage and custodial services may have Charles Schwab & Company recommended to them. As part of the SI program, RRWM receives benefits that it would not receive if it did not offer investment advice. (Please see the disclosure under Item 13.A. below.)

Charles Schwab and TD Ameritrade have access to no load mutual funds as well as individual securities at discounted transaction costs. This arrangement allows the client to have access to mutual funds at a generally lower cost and permits the client's investments to be maintained in one location (minimizing administrative burdens for the client and the Advisor). We believe Charles Schwab's and TD Ameritrade's transaction costs are very competitive, however, the client may pay more or less with other brokerage firms. In light of the services available through Charles Schwab and TD Ameritrade, RRWM might in certain circumstances be deemed to be receiving a benefit in the form of research, market information, and/or administrative services. When appropriate, research obtained from Charles Schwab and TD Ameritrade may be used to service all of RRWM's clients. The client is free to select the broker or other service provider of his or her choosing. While the firm believes the service providers used by the firm provide benefits to the client, each client is expressly advised to evaluate any recommended broker or other service provider to ensure that the broker or service provider meets the clients' needs and to evaluate the rates or charges so that they are acceptable to the client. RRWM does not receive commissions or trails from mutual funds or brokerage firms - This applies to, but not limited to, loads and 12b1 fees. In addition, as the customer is responsible for selecting the broker for any and all securities transactions, the firm does not typically negotiate the commission for or on behalf of the client. Moreover, and in light of the clients' selection of the broker, any obligation as to obtaining best execution for transactions is that of the client.

In certain instances, RRWM may request that it be provided with written authority to

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Item 13.A.

As disclosed under Item 12.B. above, RRWM participates in TD Ameritrade's institutional customer program and RRWM may require clients to maintain accounts with TD Ameritrade/recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between RRWM's participation in the program and the investment advice it gives to its clients, although RRWM receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services provided without cost or at a discount: duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to RRWM by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by RRWM's related persons and may also pay or reimburse expenses including travel, lodging, meals and entertainment expenses) for RRWM's personnel to attend conferences or meetings relating to the program or to TD Ameritrade's advisor custody and brokerage services generally. Some of the products and services made available by TD Ameritrade through the program may benefit RRWM but may not benefit its client accounts. These products or services may assist RRWM in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help RRWM manage and further develop its business enterprise. The benefits received by RRWM or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by RRWM or its related persons in and of itself creates a potential conflict of interest and may indirectly influence RRWM's choice/recommendation of TD Ameritrade for custody and brokerage services.

Item 13.A.
(continued)

RRWM participates in Charles Schwab & Co.'s, Schwab Institutional (SI) service program. While there is no direct linkage between the investment advice given and participation in the SI program, economic benefits are received which would not be received if RRWM did not give bundled duplicate statements, access to a trading desk service SI 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; access, for a fee, to an electronic communication network for client order entry and account information; receipt of compliance publications; and access to mutual funds which generally require significantly high minimum initial investments or are generally available only to institutional investors. The benefits received through participation in the SI program do not depend upon the amount of transactions directed to, or amount of assets custodied by, Charles Schwab & Co., Inc.

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