

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

Name of Investment Adviser: Quantum Wealth Management LLC				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
600 Corporate Pointe, Suite 1120	Culver City	CA	90230	(310) 568-1204

**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.)

FORM ADV**Part II - Page 2**

Applicant:

Quantum Wealth Management LLC

SEC File Number:

801-

Date:

03/16/09

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. Approx.
(See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 90% |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | % |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | 5% |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | % |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | % |
| <input type="checkbox"/> | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which 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 | 5% |
| <input type="checkbox"/> | (8) | Provides a timing service | % |
| <input type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | % |

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

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 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).

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Applicant:

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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 checked="" type="checkbox"/> (1) securities |
| | <input checked="" type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input checked="" type="checkbox"/> (1) tangibles |
| (other than commercial paper) | <input checked="" 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 type="checkbox"/> G. Investment company securities | <input 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 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 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
(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 checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" 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: Quantum Wealth Management LLC	SEC File Number: 801-	Date: 03/16/09
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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:

Quantum Wealth Management LLC

SEC File Number:

801-

Date:

03/16/09

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.

David DeWolf, Co-President and Principal and Darius G. Gagne, Co-President, Chief Compliance Officer and Principal, review all accounts on at least a quarterly basis. More frequent reviews may be necessary due to the client's individual circumstances, economic conditions, and/or general factors affecting the stock market, etc.

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

Clients will receive transaction confirmations and monthly statements from their account custodians. Additionally, Quantum Wealth Management provides quarterly performance reports.

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

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Applicant:

Quantum Wealth Management LLC

SEC File Number:

801-

Date:

03/16/2009

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**

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC	IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer
Items 1D, 7B, 10	<p>As discussed below in this disclosure statement, Quantum Wealth Management LLC (Quantum) provides its clients (i.e. individuals, pension and profit sharing plans, trusts, and business entities) with financial planning and related consulting services, as well as discretionary (primarily) and nondiscretionary investment management services.</p> <p>FINANCIAL PLANNING and CONSULTING SERVICES</p> <p>Quantum may provide its clients with a broad range of comprehensive financial planning and consulting services (including non-investment-related matters). Quantum will charge a fee (fixed and/or percentage of assets) for these services. Quantum's financial planning fees are negotiable, but generally range from \$5,000 to \$50,000 on a fixed fee basis and from 0.25% to 2.0% on a percentage of assets basis. The advisory fee charged to clients may be a blended fixed and percentage of assets fee, but is generally at least \$5,000. In these cases, clients could expect to be billed less than the maximum range of fixed or percentage of assets fee. Tax advice may also be provided to clients at the rate of \$350 per hour, or be included in the fixed financial planning fee. Overall fees depend upon the level and scope of the services required.</p> <p>Prior to engaging Quantum to provide financial planning and/or consulting services, the client will generally be required to enter into a Financial Planning Agreement and/or Wealth Management and Financial Planning Agreement (see below) with Quantum setting forth the terms and conditions of the engagement, describing the scope of the services to be provided, and the portion of the fee that is due from the client prior to Quantum commencing services. Fees are paid in advance, however, in the event the client terminates Quantum's financial planning and/or consulting services, the balance of Quantum's fee, if any, shall be refunded to the client.</p> <p>In performing its services, Quantum shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. If requested by the client, Quantum may recommend the services of other professionals for implementation purposes. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Quantum. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify Quantum if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising Quantum's previous recommendations and/or services.</p> <p>INVESTMENT MANAGEMENT</p> <p>The client may engage Quantum to design an investment portfolio and provide ongoing corresponding investment management services on a fee-only basis. All clients may choose to engage Quantum to provide services in one of three manners:</p> <ol style="list-style-type: none"> 1. Annual Fixed Fee – for initial and ongoing financial planning and consulting services and investment management services. The dollar amount of the fixed fee shall vary depending upon various subjective and objective factors, including anticipated/historical scope and level of financial planning and consulting services required, and dollar amount of assets under management; 2. Annual Fixed Fee plus a Percentage (%) of assets under management - for initial and ongoing

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**

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
	<p>financial planning and consulting services and investment management services. The dollar amount of the fixed fee portion shall vary depending upon the anticipated/historical scope and level of financial planning and consulting services required. The percentage(%) fee component shall depend upon the dollar amount of assets under management, and the type of asset management services required, ranging between .25% and 2.0%; and</p> <p>3. Percentage (%) of assets under management – for investment management services only. The percentage (%) fee shall depend upon the dollar amount of assets under management, and the type of asset management services required ranging between .20% and 2.0%.</p> <p>Quantum's annual investment advisory fee shall be pro-rated and paid quarterly, in advance. Contributions to client accounts made during the quarter will be assessed a pro-rata management fee based on the above fee schedule. Clients will be charged for the management of their additional contribution based on the number of days their monies or funds have been under Quantum's management. Withdrawals from client accounts made during the quarter will be refunded a pro-rata fee based on the above fee schedule. Clients will be refunded for the non-management of their withdrawn assets based on the number of days their assets have already been managed during the quarter and the number of days still left during the quarter. Fee adjustments for additional contributions or withdrawals will generally take place at the end of the calendar quarter. Advisory clients will receive a complete refund of their advisory fee if they cancel Quantum's services within five (5) business days, thereafter they will receive a pro-rata refund based on the days left in the calendar quarter.</p> <p>The percentage (%) portion of the fee shall be based upon the market value of the assets on the last day of the previous quarter. Quantum generally requires a minimum annual advisory fee of \$5,000. Quantum, in its sole discretion, may charge a lesser annual advisory fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, type of services required, account composition, negotiations with client, etc). The fixed fee and/or percentage (%) fee components of Quantum's annual fee are subject to annual adjustment upon written notice to the client.</p> <p>Certain qualified investors may be charged a performance fee between 15% and 20% of their account returns in addition to paying an investment management fee. A qualified investor is a client whose minimum net worth is at least \$1.5 million dollars or who places at least \$750,000 under management with Registrant. Because qualified investors may be charged a performance fee, their general investment management fee is typically less than other clients.</p> <p>Unless the client directs otherwise, Quantum shall generally recommend that investment management accounts be maintained at Schwab Institutional ("Schwab"). Factors which Quantum considers in recommending Schwab, or (or any other broker-dealer/custodian), to clients include their respective financial strength, reputation, execution, pricing, reporting, research, and service. Prior to Quantum providing investment management services, the client will be required to enter into a formal Wealth Management and Financial Planning Agreement or Investment Management Agreement with Quantum setting forth the terms and conditions under which Quantum shall manage the client's assets, and a separate custodial/clearing agreement with Schwab. Both Quantum's Wealth Management and Financial Planning Agreement, or Investment Management Agreement and the custodial/clearing agreement, may authorize the account custodian to debit the client account for the amount of Quantum's investment advisory fee and to directly remit that management fee to Quantum in accordance with required SEC procedures. In addition to Quantum's investment</p>	

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

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

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
	<p>advisory fee, the client shall also incur, relative to mutual fund purchases, charges imposed directly at the mutual fund level (i.e. fund advisory fees and expenses). The Wealth Management and Financial Planning Agreement and Investment Management Agreement between Quantum and the client will continue in effect unless terminated by either party by written notice in accordance with the terms and conditions of the applicable agreement. With certain previously mentioned exceptions, Quantum's investment advisory fee shall be prorated through the date of termination, and any remaining balance shall be refunded to the client.</p> <p>Currently, Quantum primarily allocates investment assets among various mutual funds, ETF's and/or independent manager programs offered by and/or obtained through Schwab. Schwab may provide each client with reporting services, including consolidated monthly statements, quarterly performance reports, and year-end tax reports. Schwab enables Quantum to obtain many no-load mutual funds without transaction charges and other no-load and load waived funds at nominal transaction charges, and also provides access to independent manager(s) and/or investment programs. The commission and/or transaction fees charged by Schwab may be higher or lower than those charged by other broker-dealers. Currently, the vast majority of Quantum's client accounts are maintained at Schwab. With respect to the engagement of independent manager(s), please see corresponding supplemental discussion below as to the parameters of the engagement and the costs associated therewith.</p> <p>As discussed above, Quantum shall also recommend that certain clients authorize the active discretionary management of a portion of their assets by and/or among certain independent investment manager[s] to be selected by Quantum (the "Independent Manager[s]"), based upon the stated investment objectives of the client, including Independent Manager[s] and/or investment programs selected and/or recommended in conjunction with the services and/or programs sponsored by Schwab. Quantum shall continue to render ongoing and continuous advisory services to the client relative to the monitoring and review of account performance, client investment objectives, and asset allocation, for which Quantum shall receive an annual investment advisory fee. Factors which Quantum shall consider in selecting and/or recommending Independent Manager[s] include the client's stated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research. The investment management fees charged by the designated Independent Manager[s], together with the fees charged by the corresponding designated broker-dealer/custodian of the client's assets, are exclusive of, and in addition to, Quantum's ongoing investment advisory fee.</p> <p>In return for effecting securities transactions through a designated broker-dealer/custodian, Quantum may receive certain investment research products and/or services which assist Quantum in its investment decision-making process for the client, all of which transactions shall be in compliance with Section 28(e) of the Securities Exchange Act of 1934. Although the commissions and/or transaction fees paid by Quantum's clients shall comply with Quantum's duty to obtain best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Quantum determines, in good faith, that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the financial strength, reputation, value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Quantum will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client</p>	

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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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
	<p>account transactions. Although the investment research products and/or services that may be obtained by Quantum will generally be used to service all of Quantum's clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. The brokerage commissions and/or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, Quantum's investment advisory fee.</p> <p>In performing its services, Quantum shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. The client is free to accept or reject any recommendation made by Quantum. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify Quantum if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/ revising Quantum's previous recommendations and/or services.</p> <p>Quantum's clients are advised to promptly notify Quantum if there are ever any changes in their financial situation or investment objectives, or if they wish to impose any reasonable restrictions upon Quantum's management services.</p> <p>A copy of the written disclosure statement for Quantum, as set forth on Part II of Form ADV, shall be provided to each client prior to, or contemporaneously with, the execution of the Financial Planning Agreement, Wealth Management and Financial Planning Agreement, and/or Investment Management Agreement. Any client who has not received a copy of Quantum's written disclosure statement at least forty-eight (48) hours prior to executing the initial applicable agreement shall have five (5) business days subsequent to executing the agreement to terminate Quantum's services without penalty.</p> <p>Neither Quantum nor the client may assign the Financial Planning Agreement, Wealth Management and Financial Plan Agreement, Investment Management Agreement or Wealth Management Agreement without the prior written consent of the other party. Transactions that do not result in a change of actual control or management of Quantum shall not be considered an assignment.</p> <p>Quantum may also provide investment advice concerning investing in partnerships pertaining to equipment leasing, real estate or hedge funds, as well as other legitimate business investment opportunities owned by the client at the commencement of the advisory relationship or thereafter.</p>	
Items 3K(3)	Quantum will use market and economic data, both current and historical, as provided by various providers, or available publicly on the internet.	
Item 4B(8)	All individuals that give investment advice on behalf of Quantum 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.	
Item 5	<p>David DeWolf, CFP(R)</p> <p>Date of birth: 1971</p>	

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**Schedule F of
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
Item 6	<p>Education: Bachelor of Arts, UCLA, 1993 MBA, UCLA Anderson, 2005</p> <p>CPA, licensed in California in 1995. Currently status is active.</p> <p>Recent work history: Quantum Wealth Management LLC, Co-President and Principal 7/05 to Present NextLeft, CFO, March 2005 to July 2005 Santa Monica, CA</p> <p>North American Scientific Director of Corporate Finance, 2001-2004 Chatsworth, CA</p> <p>Sand Hill Capital Principal, 2000-2001 Century City, CA</p> <p>Credentials:</p> <p>CFP(R) Professional Certified Public Accountant</p> <p>Darius G. Gagne, Ph.D., CFP(R) Date of birth: 1970</p> <p>Employment:</p> <p>Quantum Wealth Management LLC, Co-President, Chief Compliance Officer and Principal 7/05 to Present</p> <p>PIMCO (Pacific Investment Management Company) Newport Beach, California Vice President, Portfolio Manager and Financial Engineer May 2001 to July 2005</p> <p>ICor Brokerage New York, New York Product Manager April 2000 to April 2001</p> <p>Merrill Lynch New York, New York Vice President, Product Controller and Quantitative Analyst May 1999 to April 2000</p> <p>UBS New York, New York; Stamford, Connecticut Assistant Vice President, Quantitative Analyst April 1997 to May 1999</p>	

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**

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
Item 9E	<p>Education:</p> <p>B.S. in Physics, UCLA (University of California, Los Angeles), June 1992</p> <p>M.S. in Physics, UCLA, June 1993</p> <p>Ph.D. in Physics, UCLA, March 1997</p> <p>MBA, UCLA Anderson, July 2005</p> <p>Credentials:</p> <p>Series 7, 63</p> <p>CFP(R) Professional</p> <p>CFA Charterholder</p> <p>As discussed below, Quantum has implemented an investment policy relative to personal securities transactions. This investment policy is part of Quantum's overall Code of Ethics which serves to establish a standard of business conduct for all of Quantum's Associated Persons that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.</p> <p>Investment Policy</p> <p>None of Quantum's advisory representatives may effect for himself or herself or for his or her immediate family (i.e. spouse, minor children) (collectively "Covered Persons") any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any of Quantum's clients, unless in accordance with the following Firm Procedures.</p> <p>Firm Procedures</p> <p>In order to implement Quantum's Investment Policy, the following procedures have been put into place with respect to Quantum and it's Covered Persons:</p> <p>(1) If Quantum is purchasing or considering for purchase any security on behalf of Quantum's client, no Covered Persons may transact in that security prior to the client purchase having been completed by Quantum, or until a decision has been made not to purchase the security on behalf of the client; and</p> <p>(2) If Quantum is selling or considering the sale of any security on behalf of Quantum's client, no Covered Persons may transact in that security prior to the sale on behalf of the client having been completed by Quantum, or until a decision has been made not to sell the security on behalf of the client.</p> <p>Exceptions</p> <p>(1) This investment policy has been established recognizing that some securities being considered for purchase and sale on behalf of Quantum's client's trade in sufficiently broad markets to permit</p>	

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**

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
Item 10 Items 12A and 12B	<p>transactions to be completed without any appreciable impact on the markets of the securities. Under certain circumstances exceptions may be made to the policies stated above. Complete amended pages in full, circle amended items and file with execution page (page 1). Records of these trades, including the reasons for the exceptions, will be maintained with Quantum's records.</p> <p>(2) Open-end mutual funds and/or the investment subdivisions, which may comprise a variable insurance product, are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds and/or variable insurance products by Covered Persons are not likely to have an impact on the prices of the fund shares in which clients invest, and are therefore not prohibited by Quantum's Investment Policy and Procedures.</p> <p>In accordance with Section 204A of the Investment Advisers Act of 1940, Quantum also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Quantum or any person associated with Quantum.</p> <p>Please see the previous response set forth on this Schedule "F" to Item 1D.</p> <p>Please see the previous response set forth on this Schedule "F" to Item 1D. In addition, Quantum's general policies relative to the execution of client securities brokerage transactions are as follows: <u>Execution of Brokerage Transactions</u> (when applicable). If requested, Quantum will arrange for the execution of securities brokerage transactions for the account through broker-dealers that Quantum reasonably believes will provide "best execution". In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Quantum will seek competitive commission rates, it may not necessarily obtain the lowest possible commission rates for account transactions.</p> <p>Consistent with obtaining best execution, transactions for a client's account may be effected through broker-dealers in return for research products and/or services which assist Quantum in its investment decision making process. Such research generally will be used to service all of Quantum's clients, but brokerage commissions paid by client may be used to pay for research that is not used in managing the client's account. The account may pay to a broker-dealer a commission greater than another qualified broker-dealer might charge to effect the same transaction where Quantum determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received.</p> <p>Transactions for each client account generally will be effected independently, unless Quantum decides to purchase or sell the same securities for several clients at approximately the same time. Quantum may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among Quantum's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among Quantum's clients in proportion to the purchase and sale orders placed for each client account on any given day. To the extent that Quantum determines to aggregate client orders for the purchase or sale of securities, including securities in which Quantum's principal(s) and/or associated person(s) may invest, Quantum shall generally do so in</p>	

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

Applicant:	SEC File Number:	Date:
Quantum Wealth Management LLC	801-	03/16/09

(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: Quantum Wealth Management LLC		IRS Empl. Ident. No.: 81-0674155
Item of Form (identify)	Answer	
Item 13A, B	<p>accordance with the parameters set forth in SEC No-Action Letter, SMC Capital, Inc. Quantum shall not receive any additional compensation or remuneration as a result of the aggregation.</p> <p>The client may direct Quantum to use a particular broker-dealer (subject to Quantum's right to decline and/or terminate the engagement) to execute some or all transactions for the client's account. In such event, the client will negotiate terms and arrangements for the account with that broker-dealer, and Quantum will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by Quantum. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. In the event that transactions for client accounts are effected through a broker-dealer that refers investment management clients to Quantum, the potential for conflict of interest may arise.</p> <p><u>Proxy Voting Policy.</u> Unless a client directs otherwise, in writing, Quantum (and/or third-party managers engaged by Quantum and/or client) <i>shall not</i> be responsible for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the assets. The client retains these responsibilities.</p> <p>Please see the response set forth in Item ID pertaining to investment research products and/or services which assist Quantum in its investment decision-making process for its clients, all of which transactions shall be in compliance with Section 28(e) of the Securities Exchange Act of 1934. Specifically, although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, Quantum may receive from a particular broker-dealer/custodian, without cost (or at a discount), support services and/or products which assist Quantum to better monitor and service client accounts maintained at a particular broker-dealer/custodian.</p> <p>Quantum has an agreement with Mary Sigler, a consultant, to refer and solicit clients for Quantum's wealth management services. Quantum has agreed to pay Ms. Sigler 25% of the related management fees paid to Quantum until the agreement between Quantum and Ms. Sigler is terminated. The bonus could provide up to an additional 25% of the related revenue fees received. Additionally, Ms. Sigler is eligible for bonuses depending on the level of assets referred. In connection with Ms. Sigler's solicitation efforts, at the time of the first solicitation of an entity or person to be a client of Quantum, Ms. Sigler is required to deliver a copy of the most recent Form ADV Part II and a copy of a Solicitor's Disclosure Statement, in addition to obtaining the signature of the entity solicited on one copy of the Solicitor Disclosure Statement.</p>	

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