



INVESTMENT ADVISOR REGISTRATION

ADV Part II

November 16, 2007

UVEST Financial Services is a dually registered broker/dealer with the NASD and SEC registered investment advisor

Uniform Application for Investment Adviser Registration

Part II - Page 1

Name of Investment Adviser: UVEST Financial Services Group, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone number:
200 South College Street, 21 st Floor	Charlotte	NC	28202	704 277-8802

**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 governmental authority.**

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

**Potential persons who are to respond to the collection of information contained in this form
are not required to respond unless the form displays a currently valid OMB control number.**

Applicant
UVEST Financial Services Group, Inc.

SEC File Number
801-47970

Date
11/16/07

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 instructions below.)

Applicant:

<input checked="" type="checkbox"/>	(1)	Provides investment supervisory services	100 %
<input type="checkbox"/>	(2)	Manages investment advisory accounts not involving investment supervisory services	%
<input type="checkbox"/>	(3)	Furnishes investment advice through consultations not included in either service described above	%
<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 type="checkbox"/>	(7)	On more than an occasional basis, furnishes advice to clients on matters not involving securities	%
<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 applicant call any of the services it checked above financial planning or some similar term?

Yes No
☒ ☐

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

- | | |
|--|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input 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 checked="" 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 | |

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 type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input type="checkbox"/> (3) foreign issuers | <input 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 (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input checked="" type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input checked="" type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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

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

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input 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 checked="" 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 (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 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 type="checkbox"/> Short sales | |

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 checked="" type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input checked="" type="checkbox"/> (3) other investment adviser | <input checked="" 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 advisor or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input checked="" type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked in 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.)

Applicant UVEST Financial Services Group, Inc.	SEC File Number 801-47970	Date 11/16/07
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9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- ☒ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☒ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☒ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☐ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what, restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions. Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.)

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services and impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes ☒ No ☐

(If yes, describe on Schedule F)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

REVIEWS AND REVIEWERS: Investment strategies and securities for VISTA Active Portfolio Solutions are reviewed and approved by members of the Investment Policy Committee. In addition, all managers in the VISTA Manager Direct Solutions Program are reviewed and approved for inclusion in the program by the same committee. This committee meets no less than quarterly. The Advisorport, SEI, and other investment programs are monitored by the Advisory Oversight Committee, which meets semi-annually. Investment Advisory Representatives (IARs) are required to document an annual review with each advisory client, no less than annually, and submit the review to advisory compliance for review. Please see Schedule F for a list of members of each committee.

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

Each IAR will have access to quarterly performance reports on their clients' portfolios. Quarterly reports will include, at a minimum, a portfolio appraisal, unrealized gains and losses, and a performance history statement. These reports are in addition to the client's custody report, which are sent directly to the client, no less than quarterly.

12. Investment or Brokerage Discretion.

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

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

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

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

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

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

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

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?

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



INVESTMENT ADVISOR REGISTRATION

Schedule F

November 16, 2007

UVEST Financial Services is a dually registered broker/dealer with the NASD and SEC registered investment advisor

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer
	<p>OVERVIEW:</p> <p>UVEST Financial Services Group, Inc. (UVEST) is a registered broker/dealer with the National Association of Securities Dealers, Inc., (NASD). UVEST executes its securities transactions through Pershing LLC, a BNY Securities Group Company (an NASD registered broker/dealer).</p> <p>UVEST is also an investment advisor with the securities and Exchange Commission (SEC) and is licensed as required in various states where its broker/dealer and investment advisor conduct business.</p> <p>UVEST is a related person of Linsco/Private Ledger (LPL), a dually registered broker/dealer and investment advisor.</p> <p>OVERSIGHT:</p> <p>UVEST currently maintains two committees for investment advisory services that perform due diligence, oversight, and regulatory interpretation in regards to advisory products. The committees and list of members are as follows:</p> <p>The Investment Policy committee (IPC) is responsible for making the strategic decisions about the advisory products that are offered, fees charged in the program, program features and benefits, program participants, sponsors and vendors. All program enhancements, deletions, augments or creation are decided by the group (majority vote required) then channeled through the appropriate support groups such as Compliance or Technology for execution. The members of the Investment Policy Committee are SVP-Asset Management, Sr Research Analyst-Asset Management, Sr Manager-Asset Management, Vice President-Wealth Management, Vice President of Sales-Wealth Management, Product Manager, CCO, and investment advisory compliance as a non-voting member. The committee meets on a quarterly basis, after the completion of each quarter.</p> <p>The Advisory Oversight Committee (AOC) is responsible for reviewing and approving all non-proprietary advisory products and platforms. In addition, this committee was formed to ensure and oversee the following: 1.) Regulatory interpretation, propose best practices, and ensure reasonableness for UVEST Advisory Policies and Procedures, 2.) Ensure the fiduciary relationship of UVEST and UVEST advisory representatives when dealing with advisory accounts and clients, 3.) Understand the impact of proposed changes and monitor effective communication, and 4.) Propose and escalate needed changes to the UVEST executive team. The committee will also be reviewing best execution standards and recommendations from the UVEST Best Execution Committee in regards to advisory accounts. The members of the AOC are SVP-Asset Management, CCO, Sr. Research Analyst-Asset Management, Sr Manager-Asset Management, VP-Compliance, Advisory Compliance Manager, Vice President of Sales-Wealth Management, Manager-Asset Management Operations, and Senior Asset Management Administrator. The committee meets no less than semi-annually, or on as needed basis.</p> <p>UVEST requires each advisory account to be reviewed annually by the investment advisor representative (IAR) servicing each account. This annual meeting is meant to update the client status, revisit policies, allocations, etc. Investment Advisory Compliance is responsible for ensuring</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.		IRS Empl. Ident. No.: 56-1210987
Item of Form (identify)	Answer	
1.D	<p>each representative document this annual review.</p> <p>SERVICES AND FEES:</p> <p>UVEST investment advisory services include VISTA Solutions suite of products. These include VISTA Manager Direct Solutions and VISTA Active Portfolio Solutions.</p> <p>UVEST manages VISTA Manager Direct Solutions, a multi-Advisor program in which Investment Adviser Representatives (IARs) assist individual and institutional clients in identifying their investment goals and objectives and risk tolerances. This information is used to select from participating managers that particular manager is best suited, given all relevant factors, to meet client needs and objectives.</p> <p>In such instance where an external manager (that is, any manager not directly affiliated with UVEST) manages assets for a client introduced by UVEST, a UVEST Investment Services licensed representative or other UVEST Financial Services Group employee or licensed individual, the manager shall be deemed to be serving in sub-advisory manner. All unaffiliated managers in the VISTA Manager Direct Solutions program undergo a screening and due diligence criteria for their inclusion in the program. Compass Capital Asset Management (a division of UVEST) is not subject to the same due diligence criteria as unaffiliated managers. In any such instance, Part II of such manager's Form ADV shall be provided to the client at the time of engagement at least annually thereafter. Currently, participating managers include Compass, Emerson Investment Management, Sovereign Investment Advisors, John Hancock Advisers LLC, Tradition Capital Management LLC, Ironwood Investment Management LLC, and RNC Genter Capital Management. However, other managers may be enrolled at UVEST's discretion.</p> <p>Portfolios are subject to a \$100,000 minimum, which may, in certain circumstances, be waived.</p> <p>Portfolios are subject to the following fee schedule.</p> <p>First \$250,000 of assets, fee is 3.0% Next \$250,000 of assets, fee is 2.75% Next \$500,000 of assets, fee is 2.50% Next \$1,000,000 of assets, fee is 2.25% Over \$2,000,000 of assets, fee is 2.00%</p> <p>Separately and in addition to the schedule above, UVEST will charge a processing fee for each transaction within the account. Processing fees are not commissions but are charges solely to defray the expenses incurred in facilitating the execution and clearing of your transactions. In certain circumstances the actual expenses incurred by UVEST for any given transaction may be less than or greater than the stipulated charge pursuant to this schedule. In some instances, UVEST may share a portion of this processing fee with your Investment Representative. Processing fees are subject to the following schedule:</p> <p>\$0.06 per share/\$15 minimum per transaction, bonds are \$35 per transaction</p>	

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer				
	<p>Fees for all portfolio management services are typically charged quarterly (according to client arrangement) in advance based on the market value of assets at the close of the business day of the previous calendar quarter the period. In any partial calendar month, fees are pro-rated based on the number of days in which the account is managed. In instances where fees are paid in advance, refunds are made on a pro-rated basis according to specific client agreements. Under certain circumstances, fees may be negotiable.</p> <p>Assets which are invested in mutual funds may be included in calculating the value of an account for purposes of computing advisory fees. In such instances, assets are also subject to the fees and expenses charged separately by the mutual funds as described in the particular funds prospectus. These fees include fees for management services, administrative services, distribution services, brokerage expenses, and 12b-1 fees. Please remember that UVEST's fees detailed above are in addition to any fees charged by individual mutual funds. UVEST does not receive any of the fees assessed by the mutual funds with the exception of 12b-1 fees. For non-retirement accounts, UVEST and your Investment Representative may receive 12b-1 fees from mutual funds in your account. If your account is a retirement account, UVEST will credit your account in the amount of the 12b-1 fees UVEST receives with respect to your account.</p> <p>These 12b-1 fees will be in addition to, and not in lieu of, UVEST's normal Advisory service and processing fees listed in the schedules above.</p> <p>For additional information, please refer to the schedule H for the VISTA program or for the underlying disclosure document of the portfolio manager.</p> <p>UVEST also offers a Consultative Advisory Account (CAA) which is a non-discretionary advisory account. Written authorization in the form of a Consultative Advisory Account Agreement is required to establish an account. The agreement indicates, among other things, that UVEST will be the sole broker with respect to this account for execution of purchase and sale transactions as directed by the account owner. Furthermore, all CAAs will be custodies at Pershing. In the case of mutual funds, share purchases will be made at net asset value as established by the sponsoring fund companies. At times, your Investment Representative may advise upon purchasing securities with sales charges or inherent commissions; in these cases, there will be no advisory fee billed on those assets. Unless otherwise directed by you, mutual fund share dividends, interest income, and capital gains will be automatically re-invested into the respective funds' shares. In the case of other securities, specifically stocks and bonds, dividends, interest income, and realized capital gains will be held in money market assets until re-directed by you.</p> <p>UVEST charges a fee for advisory services rendered to the account. The advisory service fee is charged either monthly in arrears or quarterly in advance (based on client preference). For fee calculation using the monthly in arrears method, the fee is based on the average daily balance in the account through each calendar month. For fee calculation using quarterly in advance, fee calculation is based on the market value as of the last calendar day of the quarter. Further, advisory fees are incremental and pursuant to the schedule below.</p> <table> <tr> <td><u>Account Value</u></td><td><u>Annual Rate</u></td></tr> <tr> <td>First \$50,000</td><td>2.50%</td></tr> </table>	<u>Account Value</u>	<u>Annual Rate</u>	First \$50,000	2.50%
<u>Account Value</u>	<u>Annual Rate</u>				
First \$50,000	2.50%				

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:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer								
	<p>Next \$50,000 2.50%</p> <p>Next \$100,000 2.25%</p> <p>Next \$300,000 2.00%</p> <p>This fee is pro-rated in any partial calendar month, based on the number of days the account is open.</p> <p>Occasionally, a different fee structure may be negotiated as part of the client agreement on a case-by-case basis. The variation in fee structure will be fully disclosed in the Consultative Advisory Account Agreement.</p> <p>Separately and in addition to the brokerage service fee, UVEST charges a processing fee for each transaction within the account. Processing fees are not commissions but are charges solely to defray the expenses incurred in facilitating the execution and clearing of your directed transactions. In certain circumstances the actual expenses incurred by UVEST for any given transaction may be less than or greater than the stipulated charge pursuant to this schedule. In some instances, UVEST may share a portion of this processing fee with your Investment Representative. Processing fees vary, depending on the type of security being transacted, and are pursuant to the schedule below.</p> <table> <tr> <td><u>Security Type</u></td><td><u>Processing Fee</u></td></tr> <tr> <td>Common Stocks: Listed and OTC</td><td>\$25.00</td></tr> <tr> <td>Mutual Funds</td><td>\$25.00</td></tr> <tr> <td>Fixed Income:</td><td>\$35.00</td></tr> </table> <p>In addition to the above transaction charge, clients will incur a charge in the amount of \$3.00 per transaction for handling and postage charges. Clients may also incur charges for other account services and not directly related to the execution and clearing of transactions including, but not limited to, IRA custodial fees, safekeeping fees, interest charges on margin loans and fees for legal or courtesy transfers of securities.</p> <p>Please remember that UVEST's fees detailed above are in addition to any fees charged by individual mutual funds. These mutual fund charges are covered in each fund's prospectus. UVEST does not receive any of the fees assessed by the mutual funds with the exception of 12b-1 fees. For non-retirement accounts, UVEST and your Investment Representative may receive 12b-1 fees from mutual funds in your account. If your account is a retirement account, UVEST will credit your account in the amount of the 12b-1 fees UVEST receives with respect to your account. These 12b-1 fees will be in addition to, and not in lieu of, UVEST's normal Advisory service and processing fees listed in the schedules above.</p> <p>UVEST also offers a CAA PLUS program for discretionary account management which allows representatives to manage client accounts on a discretionary basis. All other product data is identical to the CAA. Representatives who wish to offer the CAA PLUS program must be pre-approved by UVEST Advisory Compliance prior to offering this service.</p> <p>UVEST also offers the SEI Asset Management Program (the "Program") to its clients. The</p>	<u>Security Type</u>	<u>Processing Fee</u>	Common Stocks: Listed and OTC	\$25.00	Mutual Funds	\$25.00	Fixed Income:	\$35.00
<u>Security Type</u>	<u>Processing Fee</u>								
Common Stocks: Listed and OTC	\$25.00								
Mutual Funds	\$25.00								
Fixed Income:	\$35.00								

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

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UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer										
	<p>Program is designed as follows:</p> <p>1) Determine the investor's risk profile and investment objectives. UVEST determines the investor's investment objectives, investment time horizon, and risk profile by means of an interview process and the completion of a questionnaire.</p> <p>2) Set a relevant asset allocation policy for the investor. The investor chooses one of many mutual fund asset allocation models. The investor may also purchase the individual mutual funds without choosing one of the asset allocation models. If the investor so chooses, automatic rebalancing to model allocation and recommended model allocation changes will not be available.</p> <p>3) Diversify among asset classes and styles. The investment managers of the underlying mutual funds are selected by SEI Investments Management Corporation. SEI utilizes institutional investment management firms. The managers are monitored by SEI to ensure that their investment styles and performance remains consistent with the objectives of the mutual funds.</p> <p>4) Rebalance the investor's portfolio. Rebalancing maintains the proper allocation to each asset class in the model. Rebalancing occurs automatically if the underlying mutual funds deviate from the prescribed quarterly allocation by greater than a 2% variance. For the tax-managed models, the variance is 3%. Rebalancing occurs monthly with no transaction fees.</p> <p>5) Report results. SEI Trust Company (a subsidiary of SEI Investments Company) acts as the transfer agent and custodian for the investor's account. SEI Trust Company provides reporting services including consolidated monthly statements, quarterly performance reports, and year-end tax reports.</p> <p>Following is the maximum allowable fee schedule for participation in the SEI Asset Management Program:</p> <table> <tr> <td>Market Value <u>Breakpoint</u></td><td>Individual Account <u>Annual Fee</u></td></tr> <tr> <td>\$100,000 to \$250,000</td><td>2%</td></tr> <tr> <td>\$250,000 to \$500,000</td><td>2%</td></tr> <tr> <td>\$500,001 to \$1,000,000</td><td>2%</td></tr> <tr> <td>Over \$1,000,000</td><td>2%</td></tr> </table> <p>SEI Trust Company will debit the investor's account a quarterly basis for the above mentioned fees and charges. The charges to the account will be on an arrears basis and will be remitted quarterly net of any applicable account and performance reporting charges not charged to the customer. Upon written notification, the agreement may be terminated by either the Registrant or the investor. Prorated fees will be charged based on market value on the date the notice is received.</p> <p>The client will receive monthly statements from the SEI Trust Company indicating holdings. A</p>	Market Value <u>Breakpoint</u>	Individual Account <u>Annual Fee</u>	\$100,000 to \$250,000	2%	\$250,000 to \$500,000	2%	\$500,001 to \$1,000,000	2%	Over \$1,000,000	2%
Market Value <u>Breakpoint</u>	Individual Account <u>Annual Fee</u>										
\$100,000 to \$250,000	2%										
\$250,000 to \$500,000	2%										
\$500,001 to \$1,000,000	2%										
Over \$1,000,000	2%										

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:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer
	<p>quarterly report, indicating market value, cash flows, gains and losses, asset allocation, and performance as it relates to market indices, is also available if the investor elects to receive it.</p> <p>Annually, the client will receive a tax report for the account.</p> <p>ADVISORport</p> <p>UVEST has entered into an arrangement with ADVISORport, Inc. ("ADVISORport"), an investment adviser registered with the SEC. ADVISORport provides UVEST with a number of tools to assist UVEST in providing its clients with investment advisory services. Such services include assistance in asset allocation, portfolio optimization and investment policy development, manager selection and proposal development and periodic Client reporting. Through ADVISORport, UVEST also has access to various money managers with reduced fees and account minimums, which may not otherwise be available to UVEST.</p> <p>ADVISORport charges for its services as a percentage of assets under management. Such fees are due and payable quarterly, in advance, and are based upon the market value of the client's account assets as determined by the custodian as of the close of business on the last day of the previous calendar quarter. Fees for the initial quarter will be adjusted pro-rata based upon the number of calendar days in the calendar quarter that the Agreement goes into effect. Fees may be negotiable. Please refer to UVEST's schedule H for additional information. Clients are given a copy of the disclosure document for Advisorport, UVEST, and the underlying portfolio manager(s) in the program.</p> <p>Annual Account Tiered Fee*</p> <p>Up to \$500,000 of assets 2.75% Next \$500,000 of assets 2.25% Next \$1,000,000 of assets 2.00% Over \$2,000,000 of assets 1.75%</p> <p>*Included in the Annual Account Tiered Fee above are the custodial, management and platform fees which are in addition to the Portfolio Manager and Investment Representative Fees listed. The Annual Account Tiered Fee above represents the highest fee a client will pay in the program.</p> <p>UVEST, as investment advisor, does not charge an additional fee to the schedule listed above. UVEST is compensated in the form of a 10bp fee charged on the market value of the account which is included in the annual account tiered fee.</p> <p>Compass, a division of UVEST, is a participant in the ADVISORport program.</p> <p>For additional information regarding ADVISORport please refer to Advisorport's Disclosure Statement or the UVEST Schedule H for the program.</p> <p>VISTA ACTIVE PORTFOLIO SOLUTIONS</p> <p>VISTA Active Portfolio Solutions provides a variety of portfolios that incorporate multiple mutual</p>

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

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	<p>funds from a variety of fund families. To accommodate the needs of a variety of investors, VISTA Active Portfolio Solutions offers five pre-constructed asset allocation models with investment objective ranging from Conservation to Aggressive Growth. Each model portfolio allocates the equity and fixed-income portions among different mutual funds, representing a diverse array of investment disciplines.</p> <p>The annual fee for VISTA Active Portfolio Solutions is tiered, based on the market value of the client’s assets as calculated on the account balance as of quarter-end.</p> <p>Annual Account Tiered Fee</p> <table><tr><th colspan="2">Funds Under Management Fee</th><th>Credit for Fund Fees</th><th>Effective Annual Fee</th></tr><tr><td>Up to \$250,000</td><td>1.90%</td><td>45bp fee credit</td><td>1.45%</td></tr><tr><td>Next \$250,000</td><td>1.85%</td><td>45bp fee credit</td><td>1.40%</td></tr><tr><td>Next \$500,000</td><td>1.70%</td><td>45bp fee credit</td><td>1.25%</td></tr><tr><td>Next \$1,000,000</td><td>1.55%</td><td>45bp fee credit</td><td>1.10%</td></tr><tr><td>Any additional assets</td><td>1.40%</td><td>45bp fee credit</td><td>0.95%</td></tr></table> <p>In addition to the fees for the Service, clients may be subject to certain charges in connection with investments made through the program, including mutual fund advisory, administrative servicing and 12b-1 fees.</p> <p>The credit for underlying fund fees shown above reflects the credit provided by UVEST in connection with 12b-1 fees it receives with respect to client accounts.</p> <p>For additional information regarding VISTA Active Portfolio Solutions, please refer to the firm’s Schedule H for the program.</p> <p>COMPASS CAPITAL ASSET MANAGEMENT</p> <p>Compass Capital Asset Management manages equity portfolios specific to individual client needs and objectives. Specific stocks purchased in client portfolios may range in size (market capitalization). Client portfolios may consist of between 20 and 50 securities. In instances where assets are insufficient to adequately diversify among individual equities (generally less than \$100,000 allocable to equity assets class), mutual funds or exchange traded funds (“ETF’s”) maybe used. Equity allocation of client portfolios using mutual funds consists of 3 to 6 mutual fund holdings. In such instances, only no-load funds or load funds purchased at net asset value are used. Compass Capital Asset Management is a participant in the Vista Manager Direct Solutions and Advisorport programs. Fees and minimums for compass are disclosed on the investment advisory agreement.</p> <p>Compass manages discretionary portfolios in one of two basis methods: Large Cap Growth and Active/Passive. Compass may allow customer restrictions in portfolios that may consist of positions that Compass would not normally invest in as part of their program, but have agreed to monitor or to manage as part of the client’s investment program. Compass segregates each of these investment portfolios within separate composites. Active/passive management will introduce the</p>	Funds Under Management Fee		Credit for Fund Fees	Effective Annual Fee	Up to \$250,000	1.90%	45bp fee credit	1.45%	Next \$250,000	1.85%	45bp fee credit	1.40%	Next \$500,000	1.70%	45bp fee credit	1.25%	Next \$1,000,000	1.55%	45bp fee credit	1.10%	Any additional assets	1.40%	45bp fee credit	0.95%
Funds Under Management Fee		Credit for Fund Fees	Effective Annual Fee																						
Up to \$250,000	1.90%	45bp fee credit	1.45%																						
Next \$250,000	1.85%	45bp fee credit	1.40%																						
Next \$500,000	1.70%	45bp fee credit	1.25%																						
Next \$1,000,000	1.55%	45bp fee credit	1.10%																						
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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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Item of Form (identify)	Answer
	<p>use of ETF's for other asset classes such as mid-cap, small-cap, and international.</p> <p>Compass Capital Asset Management is a division of UVEST. Clients referred to the Compass Program acknowledge by receiving guidance to use the Compass Program that UVEST will be compensated for both the investment management and program administrative charges on the client's account. However, the underlying fee structure does not change. UVEST makes no warranties, claims, or representations to the future performance of the Compass portfolio. Clients should consult with their investment representatives as to the suitability of the portfolio for their individual program.</p> <p>FINANCIAL PLANNING</p> <p>UVEST, through its IARs, provides personal financial plans consistent with a client's financial status, investment, objectives, and tax status. The financial plan may include information regarding retirement planning, education planning, and planning for major purchases, life and disability insurance needs, long-term care needs and estate planning issues. The financial plan will not include information or analysis with respect to liability risks or tax planning.</p> <p>The flat rate fee for financial planning services range from \$0 to \$15,000.00. On a case-by-case basis, UVEST may also charge a higher fee depending upon the complexity of the plan. The fee is negotiated between the UVEST IAR and client and is as stated in the Financial Planning Agreement.</p> <p>The client will need to pay the fee upon execution of the Financial Planning Agreement or upon delivery of the written financial plan.</p> <p>The client may terminate the Financial Planning Agreement without penalty (full refund) within five days of execution. After the five day period, the client may terminate the Financial Planning Agreement at any time and a refund of unearned fees, if any, will be made based upon the time and effort completed prior to termination of the Agreement. The Financial Planning Agreement terminates upon delivery of the plan. No refunds will be made after completion of the plan.</p> <p>The financial plan may also include generic recommendations as to general types of investment products or specific securities that may be appropriate for the client to purchase given his/her financial situation and objectives. The client is under no obligation to purchase such securities through UVEST and the IAR. However, if the client desires to purchase securities in order to implement his/her financial plan, UVEST may make a variety of products and services available through its IARs who are also registered representatives. Please review Item 8 of this ADV for a discussion of the conflicts of interest that the provision of brokerage services may present.</p> <p>TRUSTMARK INVESTMENT ADVISORS</p> <p>UVEST has entered into a sub-advisory relationship with Trustmark National Bank and Trustmark Investment Advisors to distribute the products of Trustmark Investment Advisors, an SEC registered investment advisor. All products are distributed through the UVEST investment advisor by licensed UVEST investment advisory representatives. These products are limited to AMP (Asset</p>

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

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Item of Form (identify)	Answer
5	<p>Management Program) and DIP (Dynamic Index Program). The products are reviewed and oversight is performed by the AOC.</p> <p>DISCRETIONARY INVESTMENT REPRESENTATIVES</p> <p>UVEST has granted Howard James Pentony of NexTier Wealth Management in PA, the ability to have full discretion over client's accounts through the UVEST investment advisor. All clients must document investment policy standards or an investment selection guide to Mr. Pentony.</p> <p>UVEST has also granted select investment representatives from Willow Investment Services the ability to offer discretionary account management under the CAA PLUS agreement.</p> <p>All discretionary accounts are monitored on a 3 and 12 month trailing basis within parameters set by UVEST encompassing performance measurement set to an investment objective, and by security concentration.</p>
6	<p>EDUCATION AND BUSINESS STANDARDS</p> <p>UVEST requires that each investment professional have a minimum of an undergraduate degree from an accredited four year college. Portfolio managers must be experienced in portfolio management services and must have experience in the financial industry. UVEST also requires appropriate securities licensing in the form of NASD examinations and/or professional designations.</p> <p>EDUCATION AND BUSINESS BACKGROUND</p> <p>The president & CEO is:</p> <p><i>DAN HOGAN ARNOLD, JR.</i></p> <p>Born: 1964</p> <p>EDUCATION: Auburn University, BS</p> <p>Georgia State University, MBA</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS: CEO and President, UVEST Financial Services Group, Inc., 1996 to present</p> <p>The Chairman of the Investment Policy Committee is:</p>

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Continuation Sheet for Form ADV Part II

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Item of Form (identify)	Answer
	<p><i>Michael Scott Gregson, MBA, SR. Vice President</i></p> <p>Born: 1967</p> <p>EDUCATION: Dickinson College, Carlisle, PA BA, Economics, 1989 Univ. of North Carolina at Charlotte, NC, MBA, Finance, 2000</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS</p> <p>Chief Investment Officer, UVEST Financial Services Group, 4/02 to present; Senior Manager of Planning and Investment Management, UVEST Financial Services Group, 03/01 to 04/02; Advanced Planning Representative, CNA, 08/99 to 03/01, Advanced Planning Representative, Phoenix Home Life Mutual, 08/96 to 08/99.</p> <p>Other members of the investment policy committee are:</p> <p><i>Kristen S. Whisnant, SR. Manager</i></p> <p>Born: 1977</p> <p>EDUCATION: University of North Carolina at Charlotte, NC BSBA 1999</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS:</p> <p>UVEST 2005-present. Assistant Vice Present and Product Manager of the Advisory and Fee Based programs at Sun Trust Investment Services, Inc. in Atlanta, Georgia. Prior to her role at Sun Trust, Ms. Whisnant spent six years with Bank of America in Charlotte, North Carolina where she supported sales and marketing for proprietary and non-proprietary Asset Management distribution channels.</p> <p><i>Ryan Williams, SR Research Analyst</i></p> <p>Born: 1976</p> <p>EDUCATION: Appalachian State University, BS</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS:</p> <p>UVEST 2004-present. Senior Research Analyst 2007; Relationship Manager 2004-2007. Bank of America Capital Management, 2001-2004</p> <p><i>James F. McGuire, CCO</i></p> <p>BORN: 1956</p> <p>EDUCATION: Boston College, BS</p>

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer
	<p>EMPLOYMENT HISTORY, LAST 5 YEARS:</p> <p>UVEST 2007-present, Senior Vice President, Compliance, Linsco/Private Ledger from 1999 to 2006</p> <p><i>Brad Cornell, Vice President-Wealth Management</i></p> <p>BORN: 1954</p> <p>EDUCATION: Denison University, BA</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS:</p> <p>Vice President, Wealth Management 2000-present</p> <p><i>Alex Samsel, Vice President of Sales-Wealth Management</i></p> <p>BORN: 1974</p> <p>EDUCATION: Rowan University, BA in Accounting</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS: UVEST, 2005-present, Self-employed: 2003-2005. Pruco Securities, 2003, 1999-2001, Prudential Securities, 2003</p> <p><i>Michael Desmond, Product Manager</i></p> <p>BORN: 1970</p> <p>EDUCATION: Gettysburg College, BA, Economics and Political Science</p> <p>EMPLOYMENT HISTORY, LAST 5 YEARS:</p> <p>Product Support, UVEST Financial Services 2003-present; First Union Brokerage Services 1996-1999, Self-employed 1999-2003</p> <p><i>Donald Stahl, Advisory and Advertising Compliance Manager</i></p> <p>BORN: 1975</p> <p>EDUCATION: Niagara University, BS</p>

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

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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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
Item of Form (identify)	Answer	
7. A., B., C.	EMPLOYMENT HISTORY, LAST 5 YEARS: UVEST Compliance Manager 2007- ; PKS Investments, CCO, 2006-2007; PKS Investments, Asst. Compliance Officer 2003-2006; Mahoney and Associates-Financial Planner 2000-2003 <i>Jeffrey C. Turner, Advisory Compliance</i> BORN: 1969 EDUCATION: Campbell University, BBA EMPLOYMENT HISTORY, LAST 5 YEARS: UVEST Compliance 2005-present, Bank of America, Compliance Manager, 2004, Sterling Capital Management, Associate 1998-2004 OTHER ACTIVITIES UVEST is actively engaged in a business other than providing investment advice; sells products and services other than investment advice to (broker/dealer) clients; and the principal business of UVEST involves something other than investment advice. UVEST's principal business is that of a registered broker/dealer, offering both full and discount investment services and investment banking services to broker/dealer clients. Principal executive officers and other employees of UVEST are also licensed as securities salespersons (registered representatives) and insurance agents. Therefore, these individuals are licensed to effect securities transactions for any broker/dealer (or advisory) client for separate and customary commission compensation. No client is obligated to use UVEST or any person associated with UVEST for any security or insurance transaction. All clients are free to select any broker/dealer or insurance company that they may choose. The advisory services provided by UVEST may include the recommendation of an insurance product (s); it is anticipated that a UVEST broker/dealer client may also establish a UVEST portfolio management account; please see the disclosures to FORM ADV, Part II, Schedule F, Item 12B. Broker/dealer, non-investment advisory services will account for approximately 75% of UVEST principal executive officer's time.	
8. A. 8. C. 1.		
8. C. 3.	OTHER FINANCIAL ACTIVITIES OR AFFILIATIONS BROKER/DEALER: UVEST is a fully disclosed, introducing broker/dealer and accounts are held by Pershing LLC, a BNY Securities Group (Pershing), which may include investment advisory services. Pershing also acts as executing and clearing broker/dealer for UVEST.	

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Item of Form (identify)	Answer
8. C. 6.	<p>Investment Advisor Representatives (IARs) may also be registered representatives with UVEST. In such capacity, he/she may sell securities through UVEST and receive normal and customary commissions as a result of such purchases and sales. To the extent that IAR recommends that a client invest in a security which results in a commission being paid to the IAR, this presents a conflict of interest. Certain IARs may be registered representatives of broker/dealers which are not affiliated with UVEST.</p> <p>INVESTMENT ADVISOR</p> <p>UVEST has an agreement with Linsco/Private Ledger ("LPL"), a registered broker-dealer and registered investment advisor. Under this agreement, UVEST registered representatives that are licensed as investment advisor representatives of LPL are authorized to offer LPL advisory programs to clients. UVEST and LPL are related persons as defined by the Investment Advisers Act of 1940.</p> <p>UVEST is also a related person under the Advisers Act of (i) Mutual Service Corporation, a registered investment advisor and registered broker-dealer; (ii) Contemporary Financial Solutions, Inc., a registered investment advisor and registered broker-dealer; (iii) Waterstone Financial Group, Inc., a registered investment advisor and registered broker-dealer; (iv) Associated Securities Corp., a registered investment advisor and registered broker-dealer; (v) Associated Planners Investment Advisory Inc., a registered investment advisor; (vi) Independent Advisers Group Corporation, a registered investment advisor; and (vii) IFMG Securities, Inc., a registered investment advisor and registered broker-dealer.</p> <p>IARs may also offer advisory services through UVEST as discussed throughout this Form ADV. To the extent that IAR recommends that a client open an account in which compensation is received by the IAR, this presents a conflict of interest.</p> <p>UVEST currently owns Philadelphia Corporation for Investment Services (PCIS), also referred to as Willow Investment Services. PCIS is an SEC registered investment advisor.</p>
8. C. 9	<p>BANKING OR THRIFT INSTITUTIONS</p> <p>UVEST has entered into contractual agreements with more than 300 financial institutions in approximately 41 states. Under the terms of the contracts, UVEST has registered representatives in the banks to hold out UVEST's broker/dealer services to the public.</p> <p>UVEST and The Private Trust Company ("PTC"), a federally chartered non-depository bank licensed to provide trust services in all 50 states, are related persons under the Advisers Act. PTC provides personal trustee services to clients for a variety of administrative fiduciary services.</p>
9. A, B, C	<p><u>INSURANCE COMPANY OR AGENCY</u></p> <p>UVEST is an insurance broker for various insurance companies. Securities salespersons of UVEST are insurance agents of these various insurance companies.</p>

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	<p>As disclosed under Item 7A, these individuals and UVEST are licensed to receive typical and customary commission compensation, in their insurance capacities, for any insurance transaction placed on behalf of an insurance client. It is not anticipated that any portfolio management services provided by Compass will include any insurance recommendation or transaction.</p> <p><u>BROKER/DEALER</u></p> <p>The primary business of UVEST is that of a registered securities broker/dealer. In line with this securities business, UVEST effects transactions as a broker or agent for both advisory clients (subject to written advisory client transactions) and other (broker/dealer) clients.</p> <p>In its capacity as a securities broker/dealer, UVEST may act as principal for its own account in transactions with broker dealer clients. UVEST may effect principal transactions for advisory accounts subject to the requirements of Section 206(3) of the Advisers Act and other applicable law.</p> <p>In its capacity as a securities broker/dealer, UVEST may effect agency cross transactions for broker/dealer clients. UVEST, as a matter of policy, will generally not effect agency cross transactions for any advisory client account. However, UVEST reserves the right to effect these transactions on occasion and if any agency cross transaction occurs, prior written permission will be obtained.</p> <p>The principal executive officers and other employees, as licensed registered representatives of UVEST and as insurance agents of various insurance companies are able to effect securities transactions and/or purchase insurance products for any advisory or broker/dealer client depending upon the capacity in which the individual is acting. Clients are not obligated to engage any of these individuals for these services. All clients are free to select any broker/dealer or insurance company that they wish.</p> <p>UVEST may, from time to time, perform services for or solicit business from companies which include issuers or securities in its capacity as a broker/dealer. UVEST may recommend for purchase or sale these securities to UVEST clients. In connection with these services, UVEST and persons associated with UVEST may come into possession of information of a material, non-public nature. Therefore, UVEST and persons associated with the firm will be prohibited, by law, from disclosing this information, utilizing this information for any UVEST client or acting on this information for personal gain. Material, non-public information will not be communicated to any client until it is available to the investing public through a public distribution. UVEST shall have no responsibility or liability for failing to disclose material, non-public information to clients as a result of following policies and procedures to detect and prevent the misuse of material, non-public information.</p> <p>UVEST may recommend or effect the purchase or sale of securities in which it, or one or more of its officers, directors or employees (associated persons), directly or indirectly has a position or interest or which any associated person purchases or sells for itself. This activity may include trading in these securities in a manner different from the investment advice provided to an advisory client of UVEST. UVEST, consistent with its requirements as a securities broker/dealer and an investment adviser, has adopted personal securities transaction policies and procedures which are</p>

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Item of Form (identify)	Answer
10.	<p>located in the UVEST Advisory Code of Ethics. All access persons and interested persons of UVEST are required to attest to ensure compliance.</p> <p>UVEST requires all employees to comply with the firm's policies and procedures and that all individuals must act in accordance with applicable Federal and State law governing UVEST's activities. Individuals that violate UVEST's policies and procedures are subject to firm imposed sanctions, including termination.</p> <p>UVEST requires all employees and investment advisory representatives to attest to the Advisory Code of Ethics ("Code") on an annual basis. UVEST will provide a copy of the Code to any client or prospective client upon request.</p> <p>UVEST does not aggregate block proprietary or personal transactions with those of advisory clients.</p> <p>CONDITIONS FOR MANAGING ACCOUNTS</p> <p>UVEST will generally require a minimum account size of \$50,000 - \$100,000 to open an advisory account. This minimum account size may be negotiable in certain circumstances.</p> <p>PROXY VOTING STANDARDS</p> <p>UVEST (including its division, Compass Capital Asset Management ("Compass"), will not have the authority or obligation to take any action or render any advice with respect to the voting of proxies solicited by or with respect to issuers of Securities held in the Account. Clients that have selected Compass as Portfolio Manager in the VISTA Manager Direct Solutions program retain the right and obligation to vote proxies relating to securities in the Account. UVEST will not advise you in regard to any legal proceedings, including bankruptcies or class actions, involving Securities held in your Account.</p> <p>BROKERAGE RECOMMENDATION</p> <p>UVEST Advisory Products (with the exception of Advisorport & SEI) are negotiated with Pershing as Custodian and UVEST as broker/dealer. Due to pricing of these models, UVEST cannot support client directed brokerage or custodial arrangements.</p> <p>UVEST maintains best execution standards in our investment advisor policies and procedures, overseen by the asset management team that demonstrates UVEST has sought best execution through its arrangement with Pershing. In addition, UVEST has formed a Best Execution Committee that meets no less than annually. The AOC will also review, on an annual basis, the committee's findings in regards to advisory accounts. The SVP- Asset Management represents advisory interests on the Best Execution Committee.</p> <p>Clients who select UVEST will have their funds and securities held by Pershing; for these accounts, UVEST will receive compensation (commission) for the execution of securities transactions for the account. Transactions for these client accounts will be batched together, through Pershing when</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer
	<p>UVEST believes that the batching of an order for multiple client accounts in the same security will benefit the clients and will result in best execution.</p> <p>UVEST, via Compass, may decide to purchase or sell securities for several client accounts at approximately the same time. These orders may be batched together (combined into a single transaction) whenever possible to facilitate obtaining best execution, to negotiate favorable commission rates, obtain volume discounts and/or to allocate equitably among these clients, on an average price basis, market fluctuations that might have occurred had the orders been placed independently. Batched transaction are averaged as to price and are allocated as pre-determined account by account at the time the batched transaction was placed with a particular broker or dealer.</p> <p>UVEST has no duty or obligation to seek, in advance, competitive bidding for the most favorable commission rate applicable to any particular portfolio transaction or to select any broker on the basis of a standard or published commission rates, but will endeavor to be aware of the current levels of the charges of those brokers that would be eligible to compete for the execution business of Compass. Compass will attempt to minimize the expense charged to clients for effecting portfolio transactions to the extent consistent with the interests and policies of an account. Compass will generally seek competitive commission rates; however, it will not necessarily pay the lowest commission rates. Transactions may involve specialized services on the part of the broker involved and may entail higher commission costs than would be the case in transactions requiring more routing services.</p> <p>UVEST does not maintain agreements or formulas for the allocation of brokerage business on the basis of research services received except that some research providers will indicate in advance the amount they require to provide the services. Compass may, in its discretion, cause clients to pay these brokers a commission for effecting portfolio transactions in excess of the amount of commission another broker adequately qualified to effect the transaction would have charged for the transactions.</p> <p>UVEST will utilize fair and equitable allocation procedures to ensure all clients have access to investment opportunities. UVEST will utilize allocation procedures for client accounts that include Proportional or random allocation of securities.</p> <p>ADDITIONAL COMPENSATION</p> <p>UVEST, its principal executive officers and other employees may, from time to time, receive 12b-1 distribution fees from investment companies in connection with the placement of client funds into investment companies. UVEST and your Investment Representative may receive 12b-1 fees charged by the mutual fund companies to the extent permitted by law. These 12b-1 fees will be in addition to, and not in lieu of, UVEST's normal Advisory service and processing fees listed in the schedules above.</p> <p>CUSTODY</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
UVEST Financial Services Group	801-47970	November 16, 2007

(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: UVEST Financial Services Group, Inc.	IRS Empl. Ident. No.: 56-1210987
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Item of Form (identify)	Answer
	<p>As disclosed on Part I of the ADV, UVEST may, from time to time, take custody of a client's contribution into their advisory account by allowing for checks to be made payable to UVEST. UVEST accomplishes this by their strategic relationship with Pershing. UVEST fully complies with SEC Rule 206(4)-2 in regards to taking custody of client assets. All checks made payable to UVEST are promptly, within a reasonable time frame, deposited to a UVEST account and Pershing LLC ("qualified custodian") takes funds from UVEST and deposits to the corresponding customer account. Clients are furnished notification when opening advisory accounts the identity of the qualified custodian by filing out a separate brokerage application, required of all clients. Pershing sends each client a custodial statement quarterly.</p> <p>UVEST does not take custody of client funds for any "direct" relationship (i.e. ADVISORport or SEI) as these funds are made payable directly to the product custodian.</p>

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