

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

OMB Number: 3235-0049

Expires: February 28, 2011

Estimated average burden
hours per response.... 4.07

Name of Investment Adviser: Century City Capital LLC				
Address: 10530 Clarkson Road	(Number and Street)	(City) Los Angeles	(State) CA	(Zip Code) 90064
Are Code: (310) 839-2422				Telephone Number: (310) 839-2422

**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.**

Table of Contents

<u>Item Number</u>	<u>Item</u>	<u>Page</u>
1	Advisory Services and Fees.....	2
2	Types of Clients.....	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background.....	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations	4
9	Participation or Interest in Client Transactions.....	5
10	Conditions for Managing Accounts	5
11	Review of Accounts.....	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F
	Balance Sheet, if required.....	Schedule G

(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.**

FORM ADV

Adviser: Century City Capital LLC

SEC File Number:

Date:

Part II - Page 2**1. A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service.
(See instruction below.)

Applicant:

- | | | |
|---|---|---------|
| <input checked="" type="checkbox"/> (1) | Provides investment supervisory services | 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.)

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

B. Does the applicant call any of the services it checked above financial planning or some similar term?

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 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 type="checkbox"/> E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | <input 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 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).

FORM ADV

Adviser: Century City Capital LLC

SEC File Number:

Date:

Part II - Page 3

3. **Types of Investments.** Applicant offers advice on the following: (check those that apply)
- | | | |
|--|-------------------------------------|--|
| 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 | | I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issuers | <input checked="" type="checkbox"/> | (1) securities |
| | <input type="checkbox"/> | (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | | J. Future contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input type="checkbox"/> | (1) tangibles |
| (other than commercial paper) | <input type="checkbox"/> | (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | | K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> | (1) real estate |
| | <input type="checkbox"/> | (2) oil and gas interests |
| | <input type="checkbox"/> | (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> | L. Other (explain on Schedule F) |
| G. Investment company securities: | | |
| <input type="checkbox"/> (1) variable life insurance | | |
| <input type="checkbox"/> (2) variable annuities | | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | | |

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

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

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input 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 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).

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 item 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 of 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).

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.

Bennett Gross, founder and President of the Applicant, is responsible for reviewing all client accounts. All client accounts are reviewed no less often than monthly to ensure an appropriate allocation based on the Applicant's assessment of securities market conditions and individual holdings, as well as the various circumstances of the client. General conditions in the securities markets are continuously monitored. Factors triggering reviews, and perhaps triggering investment recommendations, include the changed circumstances of the clients; changed general conditions in the securities markets; and changes in individual securities owned by clients.

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

The broker, dealer or custodian for the client's account provides summary account statements and transaction confirmation notices directly to the client. The Applicant also provides clients a report summarizing account activity and performance no less than quarterly.

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

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
☒ ☐

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

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

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

Adviser:
Century City Capital LLC

SEC File Number:

Date:

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

Item of Form (identify)	Answer
1A, B and C	<p><u>ADVISORY SERVICES AND FEES:</u></p> <p>The Applicant provides investment advisory services that are specifically tailored to each client's unique situation. Investment advice is furnished on a discretionary basis where the client authorizes the Applicant to make investment decisions for the client's account.</p> <p>Advisory services are provided under the terms of a written advisory agreement executed by the Applicant and the client. The advisory agreement permits the client or the Applicant to terminate the agreement at any time upon written notice to the other party. Fees are set forth in the advisory agreement. Fees may vary from the standard fee schedule set forth below due to particular circumstances of the client or as otherwise negotiated with particular clients. The Applicant does not require prepayment of fees. Advisory fees are calculated as a percentage of the assets under management and are paid quarterly in advance, based upon the market value of the assets at the end of the previous calendar quarter. Assets under management for less than a quarter are charged on a pro-rata basis. Multiple accounts for any single client relationship can be combined for the purpose of determining fee breaks.</p> <p>The Applicant's investment management fees are based upon the following annual rates:</p> <p><u>Equities</u> 1.25% on the first \$5 million 1.00% on the next \$5 million 0.75% on the next \$10 million 0.60% on the next \$30 million 0.50% thereafter</p> <p><u>Investment Grade Bonds</u> 0.50% on the first \$10 million 0.40% on the next \$15 million 0.30% on the next \$25 million 0.25% on the next \$50 million 0.20% thereafter</p> <p><u>High Yield Bonds</u> 1.25% on the first \$5 million 1.00% on the next \$5 million 0.75% on the next \$10 million 0.60% on the next \$30 million 0.50% thereafter</p> <p><u>Municipal Bonds</u> 0.40% on the first \$10 million 0.35% on the next \$15 million 0.30% on the next \$25 million 0.25% on the next \$50 million 0.20% thereafter</p> <p><u>Balanced Accounts, Including Asset Allocation</u> 1.00% on the first \$5 million 0.85% on the next \$5 million 0.75% on the next \$10 million 0.60% on the next \$30 million</p>

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

Adviser:
Century City Capital LLC

SEC File Number:

Date:

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

Item of Form (identify)	Answer
	<p>0.50% thereafter</p> <p>Performance-based fees will only be charged in accordance with the provisions of Rule 205-3 under the Investment Advisers Act of 1940. Performance-based fees are not applicable or charged to non-accredited clients.</p> <p>The minimum amount required for a separate account is \$500,000. Exceptions may be made if a smaller amount is part of a relationship that exceeds the minimum or if there is a reasonable expectation that funds will be added in the near future that will bring the total amount over \$500,000. Other exceptions may apply to employees of Advisor and their relatives, or relatives of existing clients. The Applicant, in its discretion, may waive the minimum.</p>
5	<p><u>EDUCATION AND BUSINESS STANDARDS:</u></p> <p>M.B.A. or a college degree and continuing education credentials. The Applicant encourages pursuit of the Chartered Financial Analyst credential sponsored by the CFA Institute.</p> <p>In addition, its professional staff and any associated persons will meet the examination or experience requirements of the states in which they provide investment advisory services.</p>
6	<p><u>EDUCATION AND BUSINESS BACKGROUND:</u></p> <p><u>Bennett Gross</u></p> <p>Year of Birth: 1959; Prior to forming the Applicant, Bennett was the Senior Vice President, Managing Director – Equities at Financial Management Advisors, LLC, A Registered Investment Advisor (“FMA”). Prior to joining FMA in 1994, Bennett was the President and Chief Investment Officer of an affiliated broker dealer of Windward Capital Management Co., which he co-founded. Prior to founding Windward, Bennett was a portfolio manager and private investment counselor for Scudder, Stevens & Clark. He joined Scudder from Morgan Stanley & Co. Incorporated, where he worked in the Individual Investor Services Group. Bennett began his career as an economist for Orange County, California. He received his Bachelor of Arts in Economics from the University of California at Irvine in 1981 and he received his M.B.A., with an emphasis in finance, from the University of California at Berkeley, where he was elected to the Beta Gamma Sigma honors society in 1985. Bennett is a Chartered Financial Analyst (CFA), and is a member of the Los Angeles Society of Financial Analysts.</p>
9D and 9E	<p><u>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS:</u></p> <p>The Applicant’s principal, as well as its employees may buy and sell securities for their own accounts or the account of others, but may not buy securities from or sell securities to client accounts. The Applicant or its employees may buy or sell securities for personal benefit that are not recommended to clients. Subject to the foregoing, the Applicant may give advice or exercise investment responsibility and take such other action with respect to client accounts which may differ from the advice given or the timing or nature of advice taken with respect to other client accounts, provided that the Applicant acts in good faith and provided further that it is the Applicant’s policy to allocate, within its reasonable discretion, investment opportunities among client accounts over a period of time on a fair and equitable basis relative to other client accounts, taking into account the cash position and the investment objectives and policies of each of the client account and any specific investment restrictions applicable thereto.</p> <p>The Applicant generally has discretion in determining which investments will be made or disposed of by client accounts, and the relative degree of participation therein as among client accounts. When the Applicant determines that it would be appropriate for more than one client account including accounts of</p>

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

Adviser:
Century City Capital LLC

SEC File Number:

Date:

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

Item of Form (identify)	Answer
	<p>its principals to participate in an investment opportunity, the Applicant will seek to execute orders for all of the participating client accounts, or investment accounts on an equitable basis. If the Applicant has determined to invest at the same time for more than one of the investment accounts, the Applicant will generally place combined orders for all such accounts simultaneously and if all such orders are not filled at the same price, it will generally average the prices paid. Similarly, if an order on behalf of more than one account cannot be fully executed under prevailing market conditions, the Applicant will allocate the trade among the different accounts on a basis that it considers equitable. Situations may occur where a client account could be disadvantaged because of the investment activities conducted by the Applicant for other client accounts or investment accounts.</p> <p>The Applicant's Code of Ethics is designed to ensure that the Applicant's employees adhere to the highest ethical and professional standards of conduct. The Code seeks to prevent access to, and misuse of, material nonpublic information about the Applicant's securities recommendations. The Code is also intended to safeguard information concerning client securities holdings and transactions. In order to ensure that persons with access to material nonpublic information conduct all of their personal trading consistent with the Code, the Applicant requires such persons to periodically report their personal securities transactions and holdings to the Applicant's Chief Compliance Officer and to obtain the Applicant's approval before investing in initial public offerings or private placements. The Code contains both reporting procedures and procedures for the prompt internal reporting of any violations of the Code. The Applicant will provide a copy of its Code of Ethics to any client or prospective client upon request.</p>
10	<p><u>CONDITIONS FOR MANAGING ACCOUNTS:</u></p> <p>Please see response to Item 1A, B and C in this Schedule F.</p>
12 and 13	<p><u>INVESTMENT OR BROKERAGE DISCRETION:</u></p> <p>When a client grants investment discretion to the Applicant, the Applicant has authority to supervise and direct the investments of and for the client's account without prior consultation with the client. Pursuant to this discretionary authority, the Applicant determines which securities are bought and sold for the account and the total amount of such purchases and sales. Generally there are no limitations on the authority of the Applicant with respect to the matters described in Item 12A(1) through (4) of Part II of Form ADV.</p> <p>The Applicant's primary objective in selecting a broker for any transaction or series of transactions is obtaining the most favorable execution and price for brokerage orders. In selecting a brokerage firm, the Applicant may consider, among other factors, the nature of the security being traded, the activity existing and expected in the market for a particular security, the execution, clearance and settlement capabilities of the broker or dealer selected in comparison to the others that are considered, and the value of research products and services provided to the Applicant, if any. Recognizing the value of these factors, the Applicant may cause a client's account to pay a brokerage commission in excess of that which another broker might have charged for effecting the same transaction.</p> <p>Clients may direct the Applicant to effect portfolio transactions through a particular broker or dealer. In such cases, the Applicant is not responsible to obtain for the client from any such broker or dealer the best prices or particular commission rates. Accordingly, a client's direction of brokerage may result in higher transaction costs or disadvantages to the client, because the client may pay higher commissions on some transactions than might otherwise be paid to other brokers, or may receive less favorable execution for some transactions, or both. In addition, clients who direct brokerage should be aware that they may forego the opportunity to participate in aggregated orders and hence may not benefit from the volume discounts obtained in such orders. It may also be necessary for the Applicant to place the directed order after the corresponding aggregate order.</p> <p>Subject to the Applicant's duty of best execution and its obligations under the terms of its advisory</p>

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

Adviser: Century City Capital LLC	SEC File Number:	Date:
--------------------------------------	------------------	-------

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

Item of Form (identify)	Answer
	<p>agreements with its clients, the Applicant may aggregate sale and purchase orders of securities held by client accounts with similar orders being made simultaneously for other accounts if, in the Applicant's judgment, such aggregation would be reasonably likely to result in an overall economic benefit to the accounts involved, based upon the Applicant's evaluation that such accounts are benefited by relatively better purchase and sale prices, lower related expenses, beneficial timing of transactions or a combination of these and other factors.</p> <p>Such transactions may be made at slightly different prices, due to the volume of securities being purchased or sold. In such event, the average price of all securities purchased or sold in such transactions on a given day will be determined and clients will, except as explained below, be charged or credited, as the case may be, with the average transaction price. Thus, the price being charged any given client could be less favorable to it than would be the case if similar transactions were not being concurrently executed for other accounts.</p> <p>Securities purchased or sold in an aggregate transaction are allocated pro-rata, where practical, to the participating client accounts in proportion to the size of the order placed for each account. In the event that the Applicant is unable to fully execute an aggregate transaction, or is able obtain such number of securities that if allocated pro rata would result in odd lots or a small number of securities for certain clients, the Applicant will allocate the securities in a manner determined in good faith to be a fair allocation.</p> <p>The Applicant may enter into arrangements with brokers to use commission generated from transactions to pay for research. Accordingly the Applicant may be deemed to be paying for research and other services with "soft" dollars. The Applicant will only authorize such arrangements with the express consent of the client, and on condition that "brokerage and research services" to be included fall within the "safe harbor" provided by section 28(e) of the Securities Exchange Act of 1934. Services typically provided to the Applicant include analysis of economic trends, research on industries and individual companies, and research designed to improve the quality of trade execution. Such services are normally provided in the form of written reports or journals, computer software or computer generated data. In some cases, research services are generated by third parties but are provided to the Applicant by or through brokers.</p> <p>Where services or products supplied by brokers have a mixed use (that is, where such products or services may be used for purposes falling within the safe harbor of section 28(e) as well as outside of that safe harbor), then the Applicant will effect an allocation of the value of such products or services as between such mixed uses. The portion that aids the decision-making process is paid for in "soft" dollars with the remainder paid for by the Applicant. This allocation presents the possibility of a conflict of interest by reason of the Applicant's allocation of the cost of such benefits and services between those that primarily benefit the Applicant and those that primarily benefit its clients but the Applicant makes the allocation in good faith.</p> <p>Investment services or products received from brokers by reason of commissions generated in one client account may be used by the Applicant in servicing other accounts (including accounts which have not authorized the use of "soft dollars") and will not necessarily be used for the exclusive benefit of the account which generated the transactions. However, the Applicant believes that each of its accounts is receiving the benefit of products and services that would not otherwise be available to it.</p> <p>Applicant may enter into written arrangements to pay cash referral fees to individuals or companies ("Solicitors") who recommend prospective clients to the firm. In such cases, Applicant and the Solicitor will enter into a written agreement that clearly defines the duties and responsibilities of the Solicitor under this arrangement. In addition, each Solicitor is required to provide a written disclosure document, which explains to the prospective client the terms under which the Solicitor is working with the Applicant and the fact that the Solicitor is being compensated for the referral activities. The Solicitor is also required to furnish a copy of the Applicant's written disclosure document (Form ADV Part II and this Schedule F) to the prospective client and obtain a written acknowledgement from the client that both the Solicitor's and</p>

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

Adviser:
Century City Capital LLC

SEC File Number:

Date:

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

Item of Form (identify)	Answer
	Applicant's disclosure documents have been received. Referral fees may be paid from a portion of the advisory fees paid by the client to the Applicant, or may be paid in a separate fee from that charged by the Applicant to the client. The referral fees are paid in cash and do not increase the fees paid by the client.