

Dated 11/01/2007

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

TMFS-Charleston, LLC

SEC File Number:

801- **68354**

Date:

11/01/07

(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: TMFS-Charleston, LLC		IRS Empl. Ident. No.: 20-8692305
Item of Form (identify)	Answer	
Item 1. D. 1. A. (1)	<p><u>SERVICES</u></p> <p>There are distinctive portfolio models offered by The Mutual Fund Store.</p> <p>SAMS—Strategic Asset Management Services</p> <p>INVESTMENT SUPERVISORY SERVICES</p> <p>TMFS-Charleston, provides investment supervisory services, defined as giving continuous advice to a client or making investments for a client based on the individual needs of the client. We provide this service to individuals, pension and profit sharing plans, trusts, estates and charitable organizations, and corporations. TMFS-Charleston will manage advisory accounts on a discretionary basis only. Account supervision is guided by the stated objectives of the client (i.e. maximum capital appreciation, growth, income, or growth and income).</p> <p>TMFS-Charleston will create a portfolio of both no-load and load-waived mutual funds. We will allocate the client's assets among various funds available through our broker, Charles Schwab & Co., Inc., taking into consideration the overall management style selected by the client. Although we do not recommend them, other funds may be available which are not already offered by Charles Schwab & Co., Inc.'s platform. The individual funds will be selected using many criteria among which are:</p> <ul style="list-style-type: none">-the fund's performance history;-the industry sector in which the fund invests;-the track record of the fund's manager;-the fund's investment objective;-the fund's management style and philosophy; and-the fund's management fee structure. <p>Portfolio weighting between funds and market sectors will be determined by each client's individual needs and circumstances. Clients will have the opportunity to place reasonable restrictions on the types of investments, which will be made on the client's behalf. Clients will retain individual ownership of all securities.</p> <p>TMFS-Charleston performs an annual review of the brokerage platform to be used for client accounts, and recommends the broker/custodian offering the platform believed to provide an advantageous mix of product, service and execution on behalf of the client. Clients should note that other brokers/custodians could offer other funds, pricing, services or capabilities.</p>	

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Item 1. D. (continued) 1. A. (3)	<p style="text-align: center;">FINANCIAL PLANNING:</p> <p>TMFS-Charleston also provides advice in the form of a Financial Plan. Clients purchasing this service will receive a written financial plan, providing the client with a detailed financial plan designed to achieve her or his stated financial goals and objectives. In general, the financial plan will address any or all of the following areas of concern:</p> <ul style="list-style-type: none">-PERSONAL: Family records, budgeting, personal liability, estate information, financial goals-TAX & CASH FLOW: Income tax and spending analysis and planning for past, current, and future years. We will illustrate the impact of various investments on your current income tax and future tax liability.-DEATH & DISABILITY: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.-RETIREMENT: Analysis of current strategies and investment plans to help the client achieve her or his retirement goals.-INVESTMENTS: Analysis of investment alternatives and their effect on a client's portfolio. <p>TMFS-Charleston gathers required information through in-depth personal interviews. Information gathered includes a client's current financial status, future goals, and attitudes toward risk. Related documents supplied by the client are carefully reviewed, including a questionnaire completed by the client, and a written report is prepared.</p> <p>Should a client choose to implement the recommendations contained in the plan, TMFS-Charleston suggests the client work closely with her or his attorney, accountant, insurance agent, and/ or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion.</p> <p style="text-align: center;">CONSULTING:</p> <p>Clients can also receive investment advice on a more limited basis. This may include advice on one or more isolated area or areas of concern such as estate planning, retirement planning, or any other specific topic. TMFS-Charleston also provides specific consultation and administrative services regarding the client's investment and financial concerns. Additionally, TMFS-Charleston provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance, and/ or annuity advice.</p>	

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Item 1. D.

SELECTION and MONITORING SERVICES:

TMFS-Charleston provides several advisory services separately or in combination. While the primary clients for these services will be pension, profit sharing and 401(k) plans, TMFS-Charleston will also offer these services, where appropriate, to individuals and trusts, estates and charitable organizations. Clients may choose to use any or all of the four, distinct, Selection and Monitoring Services.

I. Investment Policy Statement Preparation ("IPS"):

TMFS-Charleston will meet with the client (in person or over the telephone) to determine the client's investment needs and goals. TMFS-Charleston will then prepare a written IPS stating those needs and goals, encompassing a policy under which these goals are to be achieved. The IPS will also list the criteria for selection of investment vehicles and the procedures and timing interval for monitoring of investment performance.

II. Selection of Investment Vehicles:

TMFS-Charleston will review various investments, consisting exclusively of mutual funds (both index and managed) to determine which of these investments are appropriate to implement the client's IPS. The number of investments to be recommended will be determined by the client, based on the Investment Policy Statement.

III. Monitoring of Investment Performance:

Client investments will be monitored continuously based on the procedures and timing intervals delineated in the Investment Policy Statement. Although TMFS-Charleston will not be involved in any way in the purchase or sale of these investments, TMFS-Charleston will supervise the client's portfolio and will make recommendations to the client as market factors and the client's needs dictate.

IV. Employee Communications:

For pension, profit sharing and 401(k) plan clients wherein there are individual accounts with participants exercising control over assets in their own account ("self-directed plans"), TMFS also provides quarterly educational support and investment workshops designed for the plan participants. The nature of the topics to be covered will be determined by TMFS and the client under the guidelines established in ERISA Section 404(c). The educational support and investment workshops will NOT provide plan participants with individualized, tailored investment advice or individualized, tailored asset allocation recommendations.

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**Item 1. D.
(continued)**

FEE SCHEDULES

The annual fee charged for investment supervisory services is based on a percentage of the client's assets under management. A minimum of \$50,000 (fifty thousand dollars) in assets under management is required for this service. TMFS-Charleston will quote an exact percentage to each client, based on both the nature and total dollar value of the aggregate account(s) and may be negotiable.

Clients will be invoiced in arrears at the end of each three-month period, based upon the period's month-end value (market value or fair market value in the absence of market value, plus any credit balance or minus any debit balance) of the client's account during the previous quarter. Partial withdrawals and/or additional deposits can effect the fee rate charged.

Quarterly fees for Investment Supervisory Service (SAMS) accounts are as follows:

Assets under management	Quarterly fee charged	Annual Fee
\$ 50,000 - \$250,000	.3750% on the first \$250,000	1.50%
\$250,001 - \$500,000	.3250% on the next \$250,000	1.30%
\$500,001 - \$750,000	.2750% on the next \$250,000	1.10%
\$750,001 - \$1,000,000	.2500% on the next \$250,000	1.00%
on amounts over \$1 million	.2250%	0.90%

When a client makes a contribution or withdrawal of at least \$50,000 during the quarter, TMFS—Charleston prorates the client's quarterly advisory fee. However, no proration occurs for smaller contributions or withdrawals that a client makes prior to the end of the quarter;

All fees paid to TMFS-Charleston for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. The fund's fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without the services of TMFS-Charleston. In that case, the client would not receive TMFS-Charleston's services designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to that client's financial condition and objectives. Accordingly, to evaluate the advisory services being paid for, the client should review both the fees charged by the funds and the fees charged by TMFS-Charleston to understand fully the total amount of fees.

Many mutual funds charge a contingent redemption fee if shares are redeemed within a certain period of time, usually between 1-366 days, but some periods may be longer. The

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Item 1. D. (continued)	<p>contingent redemption charge is usually 1%-2% of the sale amount. TMFS-Charleston receives no portion of the contingent redemption fee. These fees are imposed to minimize market timing and excessive trading that impairs the value of longer-term mutual fund shareholders. Please see the individual mutual fund prospectus for full details.</p> <p>FINANCIAL PLANNING FEES: A flat fee is calculated, based on the extent and complexity of the individual client's personal circumstances, the client's gross income and amount of assets under management. Fees for financial planning services will typically range from \$500.00 to \$2,000.00, with a minimum fee of \$500.00. All fees are agreed upon prior to entering into a contract with any client.</p> <p>Financial planning fees shall be due as follows: One-half of the total fee will be due and payable at the time the client enters into the financial planning agreement, with the balance due and payable at the time the financial plan is delivered to the client. Typically the financial plan will be presented to the client within 90 days of the contract date, provided that all information needed to prepare the financial plan has been provided by the client. If the client terminates the contract prior to completion of the financial plan, any prepaid, unearned fees will be refunded promptly, and any earned, unpaid fees will be due and payable.</p> <p>CONSULTING FEES: Fees for specific administrative and consulting services will be billed at an hourly rate of \$150.00 per hour, upon mutual agreement with the client, and shall be due and payable as earned.</p> <p>FEES for SELECTION and MONITORING SERVICES: Fees for Selection and Monitoring services will be billed at an hourly rate of \$150.00 per hour, upon mutual agreement with the client, and shall be due and payable as earned.</p> <p>FEE OFFSET: If a Financial Planning or Consulting client opts to contract with TMFS-Charleston for Portfolio Management Services, TMFS-Charleston may offer to offset the Financial Planning or Consulting fee, up to the value of \$500, against the initial fee for Portfolio Management services.</p> <p>GENERAL INFORMATION ON FEES: In certain circumstances, all fees and account minimums may be negotiable. The fee charged is calculated as described above and is not charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client [No "Performance Fees" SEC Rule 205 (a)(1)].</p>	

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4.B(8)	<p>TERMINATION:</p> <p>A client agreement may be canceled at any time, by either party, for any reason, upon receipt of written notice. Upon termination of any account, any prepaid, unearned fees will be refunded promptly, and any earned, unpaid fees will be due and payable. The client has the right to terminate an agreement without penalty within five business days after entering into the agreement.</p> <p>A franchise agreement exists between TMFS-Charleston and an affiliated company of The Mutual Fund Research Center, LLC. Termination of that agreement could limit the ability of TMFS-Charleston to access new mutual fund recommendations provided by The Mutual Fund Research Center, LLC. If the agreement was terminated, any securities held on your behalf by a custodian, e.g., Schwab Institutional, would continue to be held on your behalf by that custodian or its designee. Additionally, your investment advisory relationship with TMFS-Charleston would continue. TMFS-Charleston does not anticipate any future events occurring which would result in termination of the agreement. Upon request, TMFS-Charleston will provide a listing of occurrences that could result in termination of the agreement.</p> <p>MAIN SOURCES OF INFORMATION</p> <p>TMFS-Charleston will utilize commercially available software and/or databases to obtain additional information on companies and mutual funds that may be recommended to clients.</p> <p>TMFS—Charleston pays an aggregate fee of up to 30% of its client revenue for the non-advisory administrative and other services that TMFS-Charleston receives from TMFS, LLC and the non-discretionary investment advisory services that TMFS-Charleston receives from The Mutual Fund Research Center, LLC.</p> <p>TMFS—Charleston is an independently owned and operated franchisee of TMFS, LLC, which has granted franchise rights to independently owned and operated Mutual Fund Store franchises in cities across the United States ("Franchisees"). TMFS, LLC also has affiliated store locations ("Affiliates"). Franchisees and Affiliates, including TMFS—Charleston, receive non-discretionary investment advice from The Mutual Fund Research Center, LLC (the "Research Center"), which is a wholly owned subsidiary of TMFS, LLC. The Research Center provides Franchisees and Affiliates with non-discretionary investment advisory services, principally investment recommendations formulated by the Research Center's Chief Investment Officer, Adam Bold, in the form of the "Select List," an asset allocation model (Strategic Allocation Management System), and related services. All Franchisees and Affiliates receive the same investment recommendations from the Research Center, and each Franchisee and Affiliate, including TMFS—Charleston, independently implements these investment recommendations on a discretionary basis for each of its clients, taking into account each client's circumstances and investment objectives.</p> <p>In connection with TMFS, LLC's provision of accounting and reporting services to TMFS—Charleston client accounts under the franchise arrangement, clients are required to give TMFS, LLC a limited power of attorney ("LPOA") to provide accounting and reporting</p>	

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Item 6.	<p>services to clients through access to Charles Schwab & Co., Inc. client account information. TMFS, LLC will not use such LPOA to effect any trades but solely for administrative services. This LPOA is in addition to the LPOA that TMFS-Charleston requires its clients to sign giving TMFS-Charleston discretionary authority over the clients' accounts.</p> <p><u>EDUCATION AND BUSINESS BACKGROUND</u></p> <p>Mark Rogan, born April 10, 1954: <u>Education:</u> Attended Provident College from 1972 to 1976, BA in English Literature, Minor in Accounting</p> <p><u>Employment:</u> TMFS-Charleston, LLC, Senior Investment Advisor & Chief Compliance Officer, 10/2007 to present Investment Advisor, U.S. Wealth Advisors, LLC from 1/2006-11/2007 Investment Advisor, AIG Financial Advisors, Inc. from 10/2005-12/2005 Investment Advisor, SunAmerica Securities, 2/2003-10/2005 Investment Advisor, Painewebber Inc. from 3/1999-1/2003 Investment Advisor, Merrill Lynch, Pierce, Fenner, & Smith, Inc. from 6/1991-3/1999</p> <p>Brian Quill, born March 28, 1966: <u>Education:</u> Attended University of Notre Dame from 1984 to 1988, BBA in Managment.</p> <p><u>Employment:</u> Franchise Relationship Manager of The Mutual Fund Store, LLC. from 01/2007-Present Managing Partner & Part Owner of TMFS-Charleston, LLC from 6/2007-Present Part Owner of TMFS-Harrisburg, LLC from 7/2007-Present President, Bankers & Investors Company from 9/2002-1/2007 Trust Investment Officer, Valley View Financial Group Trust Co. from 4/1999-9/2002 Dealer Relations Manager, Van Kampen Funds from 1/1996-4/1999 Manager of Retirement Plan Services, Kemper Funds from 8/1988-4/1996</p> <p>Josh Hederick, born December 16, 1973 <u>Education:</u> Attended James Madison University, 1992 to 1996, BBA in Finance</p> <p><u>Employment:</u> TMFS-Nashville, LLC, Senior Investment Advisor, 5/2006 to present Part owner TMFS-Knoxville, LLC, 9/2006 to present Managing Partner & Part owner TMFS-Charleston, LLC, 6/2007 to present Managing Partner & Part owner TMFS-Raleigh, LLC, 7/2007 to present John Patterson Agency, Financial Services Rep, 4/2003-5/2006 McGeorge Car Company, Sales, 11/2002-3/2003 Merrill Lynch, Financial Consultant, 4/1998-10/2002 Euroclassics, Sales, 1/1998-3/1998</p>	

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Item 9. E.	Joel Horning , born February 13, 1974 <u>Education:</u> Attended Virginia Polytechnic 1992 to 1996, BS in Mechanical Engineering Attended College of William & Mary 1996 to 2000, MBA in Business Administration <u>Employment:</u> Senior Project Manager, Capital One Financial Corp. 1/2000 to present Part owner TMFS-Knoxville, LLC, 9/2006 to present Managing Partner & Part owner TMFS-Charleston, LLC, 6/2007 to present Managing Partner & Part owner TMFS-Raleigh, LLC, 7/2007 to present Design Engineer, Advanced Technologies, 3/1998 to 1/2000 Product Engineer, Howmet Corporation, 5/1996 to 3/1998 The custodian for all TMFS-Charleston client assets is Charles Schwab & Co., Inc., an unrelated broker dealer. Brian P. Quill is employed by The Mutual Fund Store, LLC as its Franchise Relationship Manager and maintains his Chartered Mutual Fund Counselor (CMFC) designation, and is an Investment Advisor Representative (IAR).	
	<u>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</u>	
	It is the expressed policy of TMFS-Charleston that no person employed by TMFS-Charleston may purchase or sell any security prior to a transaction being implemented for an advisory account in the same security to prevent any employee from benefiting on transactions effected on behalf of advisory accounts.	
	TMFS-Charleston or individuals associated with TMFS-Charleston may buy or sell for their own accounts securities that are identical or similar to those recommended to clients. Related persons may also have an existing interest or position in a security that is recommended to a client.	
	As the above situations represent the potential for a conflict of interests, TMFS-Charleston has established the following restrictions in order to ensure compliance with its fiduciary responsibilities: 1) A director, officer, or employee of TMFS-Charleston shall not buy or sell securities for his or her personal portfolio(s) where the decision is substantially derived, in whole or in part, by reason of his or her employment, unless the information also is available to the investing public on reasonable inquiry. No person of TMFS-Charleston shall prefer his or her own interest to that of an advisory client. 2) TMFS-Charleston maintains a list of all securities holdings for itself and anyone associated with this advisory practice and having access to advisory recommendations. These holdings are reviewed on a regular basis by an	

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	<p>appropriate officer of TMFS-Charleston.</p> <p>3) All clients are fully informed that certain individuals may receive separate compensation when effecting transactions during the implementation process.</p> <p>4) TMFS-Charleston emphasizes the unrestricted right of the client to decline to implement any advice rendered, except in situations where TMFS-Charleston is granted discretionary authority over the client's account.</p> <p>5) TMFS-Charleston emphasizes the unrestricted right of the client to select and choose any broker or dealer (s)he wishes.</p> <p>6) TMFS-Charleston requires that all its associated individuals act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.</p> <p>7) Any associated individual not in observance of the above may be subject to termination.</p> <p><u>CONDITIONS FOR MANAGING AN ACCOUNT</u></p> <p>TMFS-Charleston requires a minimum account of \$50,000 (fifty thousand dollars) for Investment Supervisory Services clients, and a minimum fee of \$500 for Financial Planning clients. However, under certain unusual circumstances, these minimums may be negotiable. (Please refer to Item 1. D. of this Schedule F narrative for complete details.)</p> <p><u>INVESTMENT OR BROKERAGE DISCRETION</u></p> <p>Upon receiving written authorization from the client, associated persons of TMFS-Charleston may manage accounts on a discretionary basis. When they do so, they limit their discretionary authority by prohibiting themselves from withdrawing funds and/ or securities from client accounts.</p> <p><u>PORTFOLIO MANAGEMENT SERVICES</u></p> <p>As TMFS-Charleston does not have discretionary authority to determine the broker dealer to be used or the commission rates to be paid, clients must direct TMFS-Charleston as to the broker dealer to be used. In directing the use of a particular broker or dealer, it should be understood that TMFS-Charleston will not have authority to negotiate commissions or to obtain volume discounts. Best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to other clients.</p> <p>TMFS-Charleston participates in the Schwab Institutional (SI) services program offered to independent investment advisers by Charles Schwab & Co., Inc. Clients in need of brokerage and custodial services will have Charles Schwab & Co., Inc. As part of the SI program, TMFS-Charleston receives benefits that it would not receive if it did not offer investment advice. (See the disclosure under Item 13 A of this Schedule F narrative, below.)</p>	
Item 10.		
Item 12. A. (1) & (2)		
Item 12. B.		

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Item 12. C.

FINANCIAL PLANNING/ CONSULTING

Due to the nature of its business and client needs, TMFS-Charleston's financial planning practice does not include block trades, negotiating commissions with broker dealers, or obtaining volume discounts, nor necessarily obtaining the best price.

Clients will be required to select their own broker/dealer and insurance companies for the implementation of financial planning recommendations. TMFS-Charleston may recommend Charles Schwab & Co., Inc. for brokerage services. TMFS-Charleston clients must independently evaluate the broker before opening an account. The factors considered by TMFS-Charleston when making this recommendation are the broker's ability to provide professional services, TMFS-Charleston's experience with the broker, the broker's reputation, and the broker's financial strength, among other factors. TMFS Charleston's financial planning clients may use any broker or dealer of their choice.

Item 13. A.

ADDITIONAL COMPENSATION

TMFS-Charleston participates in the Schwab Institutional (SI) service program offered by Charles Schwab & Co., Inc. While there is no direct linkage between the investment advice given and participation in these programs, economic benefits are received which would not otherwise be if TMFS-Charleston did not give investment advice to clients. These benefits include: receipt of duplicate confirmations and bundled duplicate statements, access to a trading desk serving SI participants, access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts, ability to have investment advisory fees deducted directly from client accounts, discounted proprietary software, access – for a fee – to an electronic communication network for client order entry and account information, receipt of compliance publications, and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors.

Advisory representatives will not receive 12b-1 fees from mutual fund expenses. 12b-1 fees will be paid to Charles Schwab & Co., Inc.

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PRIVACY POLICY STATEMENT:

**How We Use And Protect Personal Information at
THE MUTUAL FUND STORE**

At TMFS-Charleston, protecting your privacy is very important to us. We value your trust and we want you to understand what information we collect, how we protect it and how we use it. We treat personal information – nonpublic information that identifies you – with respect, and in accordance with this Privacy Policy.

The information we collect about you generally falls into one of the following categories: Information, such as your address, Social Security number and investment objectives, which you provide on account applications and other forms you submit to us. Transactional information about your accounts, such as your investment choices, account balances and transaction history.

We use the information we collect primarily to manage your investments. We may disclose all the personal information we collect, as described above, to companies that provide services to you on our behalf, in the following types of situations:
Providing administrative, customer assistance, clearing, operational, or other services;
Preparing, printing and delivering portfolio management performance reports, confirmation statements and other documents;
Executing securities transactions; or
Maintaining or developing software for us;
Installing, maintaining and updating informational technologies:

These companies include: Charles Schwab & Co., Inc., the custodian holding the securities owned by many customers of TMFS-Charleston: Tamarac, Inc., which provides software that is utilized by TMFS-Charleston to assist in managing mutual fund allocations in clients' accounts; and the Schwab Performance Technologies Portfolio Center, which provides software utilized by TMFS-Charleston to assist in creating performance reports and statements for clients' accounts.

TMFS-Charleston does not disclose your personal information to companies or organizations not affiliated with us that would use the information we have provided them to contact you about their own products and services. Under no circumstances do we sell any of the personal information we collect.

To further safeguard your personal information within TMFS-Charleston, our policies only allow access to individuals who must have it to service your account. We maintain physical, electronic and procedural safeguards to protect this information. We treat information about our former investors with the same care we take with our current clients' information.

TMFS-Charleston believes that your privacy is important. We appreciate and take seriously the trust you place in us and in our ability to safeguard your personal information. We hope this description of our privacy practices is helpful and reassuring to you. For more

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	<p>information about our privacy policy, please contact TMFS-Charleston, at (203) 209-3280.</p> <p style="text-align: center;"><u>Proxy Voting Policy</u></p> <p style="text-align: center;"><u>PROXY VOTING RULES</u> <u>TMFS-Charleston</u></p> <p>TMFS-Charleston receives proxies for both mutual funds and individual securities held in client accounts. Following are the guidelines used for voting those proxies.</p> <p>Voting of Mutual Fund Proxies Proxies received for TMFS-Charleston Select List funds will be voted only when significant issues are being considered. Questions of board of directors, election of auditors, etc., are normally not voted. TMFS-Charleston will, in its best judgment, vote proxies in the best interest of its clients. Non-Select List funds will not be voted.</p> <p>Voting of Individual Securities Over 95% of all assets at TMFS-Charleston are invested in mutual funds. Individual securities are not held in quantities sufficient to justify the necessary research. Therefore, TMFS-Charleston will not vote proxies for individual securities.</p> <p><u>Conflict of Interest Resolution</u> As TMFS-Charleston votes only mutual funds, it is not anticipated that conflicts of interest would arise due to the diversification offered by mutual funds.</p> <p>Obtaining Voting Records Clients may request voting records for specific mutual fund proxies by sending a written request to TMFS-Charleston stating the name of the mutual fund and the date of the proxy.</p> <p>Voting Procedures TMFS-Charleston may vote mutual fund proxies on-line. Copies of online completed ballots will be by maintained TMFS-Charleston for a period of 5 years.</p> <p style="text-align: center;"><u>Code of Ethics</u></p> <p>TMFS-Charleston is committed to the highest standards of ethical conduct, business practices and legal compliance. Pursuant to SEC Rule 204A-1, TMFS-Charleston has established a written Code of Ethics and maintains and enforces that Code. A copy of the Code of Ethics is available upon request.</p>	

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

Dated 11/01/2007

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

TMFS-Charleston, LLC

SEC File Number:

801- **68354**

Date:

11/01/07

(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: TMFS-Charleston, LLC		IRS Empl. Ident. No.: 20-8692305
Item of Form (identify)	Answer	

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