

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:

Stocker Woods Financial, Inc.

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

2412 Old North Road, # 103**Denton****TX****76209****(940) 566-1212**

**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.**

FORM ADV**Part II - Page 2**

Applicant:

Stocker Woods Financial, Inc.

SEC File Number:

801-N/A

Date:

06/10/2009**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. **Estimate**
(See instruction below.)**Applicant:**

- | | | | |
|-------------------------------------|-----|---|------------|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | <u>70%</u> |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | <u> %</u> |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | <u>10%</u> |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | <u> %</u> |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | <u> %</u> |
| <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 | <u> %</u> |
| <input checked="" type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | <u>10%</u> |
| <input type="checkbox"/> | (8) | Provides a timing service | <u> %</u> |
| <input checked="" type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | <u>10%</u> |

(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 checked="" type="checkbox"/> (2) Hourly charges | <input type="checkbox"/> (5) Commissions |
| <input 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**Part II - Page 3**

Applicant:

Stocker Woods Financial, Inc.

SEC File Number:

801- **N/A**

Date:

06/10/2009**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity securities | <input 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 type="checkbox"/> (3) foreign issues | <input type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | J. Futures contracts on: |
| <input 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 | K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input checked="" type="checkbox"/> (1) real estate |
| G. Investment company securities: | <input checked="" type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input checked="" 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 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 checked="" type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the
Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input checked="" type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input 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 type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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

FORM ADV**Part II - Page 4**

Applicant:

Stocker Woods Financial, Inc.

SEC File Number:

801-N/A

Date:

06/10/2009**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?

Yes No
☒ ☐

(If yes, describe these standards on Schedule F.)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- | | |
|-----------------|--|
| • name | • formal education after high school |
| • year of birth | • business background for the preceding five years |

7. Other Business Activities. (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☒ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.....

Yes No
☐ ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

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

FORM ADV**Part II - Page 5**

Applicant:

Stocker Woods Financial, Inc.

SEC File Number:

801- **N/A**

Date:

06/10/2009**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
<input checked="" type="checkbox"/>	<input type="checkbox"/>

(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.

Please refer to Schedule F, Item 11.A.

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

Please refer to Schedule F, Item 11.B.

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

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Applicant:

Stocker Woods Financial, Inc.

SEC File Number:

801-N/A

Date:

06/10/2009**12. Investment or Brokerage Discretion.**

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

(1) securities to be bought or sold?

Yes No

☒ ☐

(2) amount of the securities to be bought or sold ?

Yes No

☒ ☐

(3) broker or dealer to be used ?

Yes No

☐ ☒

(4) commission rates paid?

Yes No

☐ ☒

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

Yes No

☒ ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients?

Yes No

☒ ☐

B. directly or indirectly compensates any person for client referrals?

Yes No

☐ ☒

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

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

- has custody of client funds or securities 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

☐ ☒

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 1.D.	<p>ADVISORY SERVICES AND FEES</p> <p>Stocker Woods Financial, Inc. (hereinafter "SWF" or the "Firm") offers personalized investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities. Individuals associated with SWF will provide its investment advisory services. These individuals are appropriately licensed, qualified, and authorized to provide advisory services on behalf of SWF. Such individuals are known as Investment Adviser Representatives (IARs).</p> <p>SWF is a corporation formed under the laws of the State of Texas. This Schedule F narrative provides Clients with information regarding SWF and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory Client of the Firm.</p> <p>IARs of SWF are registered representatives of Mutual Service Corporation ("MSC"), a full-service securities broker/dealer and investment adviser licensed under federal and state securities laws, located in West Palm Beach, Florida. MSC and LPL Financial are affiliated companies and are members of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investors Protection Corporation ("SIPC"). Securities transactions for MSC's brokerage Clients are executed through Pershing, LLC, member FINRA, SIPC. SWF is not an affiliate of MSC or LPL Financial.</p> <p>Please contact Carl H. Stocker, President/Chief Compliance Officer, if you have any questions about this Schedule F narrative. Additional information about the Firm is available on the Internet at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for the Firm is 146207.</p> <p>FINANCIAL PLANNING SERVICES</p> <p>Financial planning services will typically involve providing a variety of services, principally advisory in nature, to Clients regarding the management of their financial resources based upon an analysis of their individual needs. SWF will first conduct a complimentary initial consultation. After the initial consultation, if the Client decides to engage SWF for financial planning services, follow up meetings will be conducted as necessary to obtain pertinent information about the Client's financial circumstances and objectives. Once such information has been reviewed and analyzed, a financial plan – designed to achieve the Clients' stated financial goals and objectives – will be produced and presented to the Client. The primary objective of this process is to allow SWF to assist the Client in developing a strategy for the successful management of income, assets, and liabilities in meeting the Client's financial goals and objectives.</p> <p>Financial plans are based on the Client's financial situation at the time the plan is presented and are based on financial information disclosed by the Client to SWF. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. Past performance is in no way indicative of future performance. SWF cannot offer any guarantees or promises that the Client's financial goals and objectives will be met. As the Client's financial situation, goals, objectives, or needs change, the Client must notify SWF promptly. In limited circumstances, some Clients may only require advice on a single aspect of the management of their financial resources. For these Clients, SWF offers financial plans in a modular format and/or general consulting services that address only those specific areas of interest or concern.</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:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 1.D. (continued)	<p>The hourly fee for financial planning services is \$200, and it is negotiable, depending upon the complexity and scope of the plan, the Client's financial situation, and objectives. An estimate of the total time/cost will be determined at the start of the advisory relationship. In <i>limited circumstances</i>, the time/cost could potentially exceed the initial estimate. In such cases, SWF will notify the Client and may request that the Client approve the additional fee. SWF requires that 50% of the fee be paid in advance, with the remaining portion due upon completion of the services rendered. Under no circumstances will SWF require prepayment of a fee more than 6 months in advance and in excess of \$500, as services will be rendered within six months of the date of contract.</p> <p>Clients may act on recommendations made by SWF by placing securities transactions with any brokerage firm the Client chooses. The Client is under no obligation to act on financial planning recommendations. Moreover, if the Client elects to act on any of the recommendations, the Client is under no obligation to implement the financial plan through SWF.</p> <p>The Client may terminate a financial planning agreement within five business days after the date when all parties have signed the agreement without penalty. After this five-day period, either party may terminate the agreement upon written notice to the other. The Client will incur a pro rata charge for bona fide financial planning and/or consulting services rendered prior to such termination. Accordingly, any unearned, pre-paid fees will be returned to the Client promptly.</p> <p>PORTFOLIO MANAGEMENT SERVICES</p> <p>The Firm offers three asset management programs as described below:</p> <p><u>SWF Portfolio Management Services</u></p> <p>SWF provides discretionary and non-discretionary portfolio management services where the investment advice provided is custom tailored to meet the needs and investment objectives of the Client. Subject to any written guidelines, which the Client may provide, SWF will be granted discretion and authority to manage the account. Accordingly, SWF is authorized to perform various functions without further approval from the Client. Such functions include the determination of securities to be purchased/sold and the amount of securities to be purchased/sold. Once the portfolio is constructed, SWF provides on-going supervision and rebalancing of the portfolio as changes in market conditions and Client circumstances may require. Where SWF enters into non-discretionary arrangements with Clients, SWF will obtain Client approval prior to the execution of a trade.</p> <p>SWF may delegate, in its sole discretion, Portfolio Management Services to one or more sub-advisors wherein the sub-advisor will have discretion to manage all or a portion of the Client's account, which management may be based on one or more model portfolios developed by the sub-advisor. SWF will continuously monitor the performance of any accounts managed by a sub-advisor and may hire and fire any sub-advisor without the consent of the Client. Advisory fees charged by sub-advisors are separate and apart from the advisory fees charged by the Firm and will be negotiated on a case-by-case basis.</p> <p>The annual fee for portfolio management services is billed quarterly in advance based on the asset value on the last day of the previous quarter. Fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar quarter. On an annualized basis, the Firm's fees for portfolio management services, subject to negotiation, are based on the following fee schedule:</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:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322												
Item of Form (identify)	Answer													
Item 1.D. (continued)	<p>Assets Under Management</p> <table> <tr> <td>\$25,000 - \$99,999</td> <td>1.40%</td> </tr> <tr> <td>\$100,000 - \$250,000</td> <td>1.25%</td> </tr> <tr> <td>\$250,001 - \$499,999</td> <td>1.15%</td> </tr> <tr> <td>\$500,000 - \$999,999</td> <td>1.10%</td> </tr> <tr> <td>\$1,000,000 - \$5,000,000</td> <td>0.90%</td> </tr> <tr> <td>\$5,000,000</td> <td>Negotiable</td> </tr> </table> <p>Annualized Fee</p> <p>The above fee schedule is <i>not</i> blended. For example, the annual fee for an account size of \$200,000 is 1.25% and not 1.40% on the first \$99,999 and 1.25% on the remainder.</p> <p>At its discretion, SWF may allow accounts of members of the same household to be aggregated for purposes of determining the advisory fee. The Firm may allow such aggregation, for example, where the Firm services accounts on behalf of minor children of current Clients, individual and joint accounts for a spouse, and other types of related accounts. This consolidation practice is designed to allow Clients the benefit of an increased asset total, which could potentially cause the accounts to be assessed a reduced advisory fee based on the breakpoints available in SWF's fee schedule as stated above.</p> <p>Payment of the management fees will be deducted by the qualified custodian holding the client's funds and securities. The client will supply written authorization permitting the fees to be paid directly from the account. SWF will not have access to client funds for payment of fees without written consent by the client. Further, the qualified custodian agrees to deliver a monthly account statement directly to the client, showing all disbursements from the account. The client is encouraged to review all account statements for accuracy. SWF will receive a duplicate copy of the statement that was delivered to the client.</p> <p>SWF or the Client may terminate the management agreement within five days of the date of acceptance without penalty to the Client. After the five-day period, either party, upon 30 days' written notice to the other, may terminate the management agreement. The management fee will be pro-rated for the quarter in which the cancellation notice was given and any unearned fees will be refunded to the Client.</p> <p><u>Special Class Advisory Program</u></p> <p>Special Class is an advisory service program jointly developed by MSC and Pershing. Under this program, SWF will provide continuous discretionary and non-discretionary portfolio management services to a Client based on the Client's individual needs, risk tolerances, and personal or business situation. Where the Firm enters into non-discretionary arrangements with Clients, the Firm will obtain Client approval prior to the execution of a trade. Special Class requires a minimum of \$50,000 to open and maintain an account. This minimum requirement may be waived under certain circumstances.</p> <p>SWF will gather information from the Client including current investments (if any), and current financial condition, and obligations. SWF will then recommend investments to construct a portfolio suited to meet the Client's identified goals, financial needs, and investment objectives in light of general economic and market conditions. A portfolio may include equities, bonds, CDs, covered options, and mutual funds (no-load, front-end load & back-end load). If the mutual fund was not purchased at net asset value, SWF is prohibited from transferring the mutual fund into the portfolio for a period of 2 years from the date of purchase. SWF is prohibited from purchasing or transferring in a mutual fund with a 12b-1 fee greater than 25 basis points (.25%). SWF is prohibited from purchasing or transferring a level-load mutual</p>		\$25,000 - \$99,999	1.40%	\$100,000 - \$250,000	1.25%	\$250,001 - \$499,999	1.15%	\$500,000 - \$999,999	1.10%	\$1,000,000 - \$5,000,000	0.90%	\$5,000,000	Negotiable
\$25,000 - \$99,999	1.40%													
\$100,000 - \$250,000	1.25%													
\$250,001 - \$499,999	1.15%													
\$500,000 - \$999,999	1.10%													
\$1,000,000 - \$5,000,000	0.90%													
\$5,000,000	Negotiable													

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:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.	IRS Empl. Ident.No.: 20-4301322
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Item of Form (identify)	Answer										
Item 1.D. (continued)	<p>fund into a portfolio. All transactions for the portfolio will be placed by SWF. Clients will be required to open and maintain an account at MSC (held by Pershing, MSC's clearing firm). SWF will monitor the performance of the Client's portfolio on at least a quarterly basis in light of changing general economic and market conditions. An associated person of SWF will also meet with the Client at least annually or at the Client's specific request.</p> <p>For Retirement Accounts where Pershing serves as the custodian, 12b-1 fees received by MSC from mutual funds held by the client may be credited to the client's account as a 12b-1 fee credit as cash and swept into the money market fund.</p> <p>Special Class Fee Schedule The total fee paid by a Special Class Client is composed of three components as disclosed below. These include the Advisory Fee, the Service Fee, and the Administrative Fee. The Advisory and Service fee, based on assets under management, will not exceed 2.20%.</p> <p><i>Special CLASS Service Fee:</i> In addition to the advisory fee, an annual service fee shall be paid by the Client to MSC on a tiered level:</p> <table> <thead> <tr> <th>Market Value of Account</th><th>Service Fee to MSC</th></tr> </thead> <tbody> <tr> <td>First \$250,000</td><td>.05 (5 basis points)</td></tr> <tr> <td>Plus, on assets over \$250,000, but less than \$1 million</td><td>.05 (5 basis points)</td></tr> <tr> <td>Plus, on assets over \$1 million, but less than \$5 million</td><td>.04 (4 basis points)</td></tr> <tr> <td>Plus, on assets over \$5 million</td><td>.03 (3 basis points)</td></tr> </tbody> </table> <p>The initial service fee will be based upon the inception market value of the account and will be charged when the account is opened. This annual service fee will be billed quarterly in advance of the service provided and is not negotiable. For assets added to the portfolio in excess of \$10,000, the standard Service Fee shall be pro-rated for the remaining portion of the quarter based on the number of days left in the quarter. For withdrawals from the account in excess of \$10,000, unearned fees on these amounts will be refunded or credited to the account based on a pro-rated portion of the days remaining in the quarter.</p> <p><i>Special CLASS Administrative Fee:</i> In addition to the advisory and service fees discussed above, the Special CLASS account will incur an annual administrative fee of \$150. The administrative fee is compensation to MSC for processing and reporting all transactions in the account and for administering the account during each 12-month period. There will be no refund of the Administrative Fee. This fee may be changed from time to time as costs of administration of the program increase. A Client agrees by contract to accept any changes to this fee. This fee is not negotiable and is assessed on the anniversary date of the account.</p> <p><i>Special CLASS Advisory Fee:</i> The advisory fee due to SWF and the IAR will be based on a percentage of assets (market value) in the Special CLASS Account. The advisory fee will be negotiated between the IAR and the Client. The annual fee is billed quarterly in advance of the services and for new accounts will be determined as of the date the account is opened and pro-rated through the end of the quarter. The fee for subsequent quarters will be based upon the market value of the investments (portfolio) as of the end of the preceding quarter. For assets added to the portfolio in excess of \$10,000, the standard, negotiated fee shall be assessed pro-rated for the remaining portion of the quarter based on the number of days left in the quarter. For withdrawals from the account in excess of \$10,000, unearned fees on these amounts will be refunded or credited to the account on a pro-rated basis for the remaining portion of the quarter based on the number of days left in the quarter. Upon termination of an account during a calendar quarter, pre-paid, unearned</p>	Market Value of Account	Service Fee to MSC	First \$250,000	.05 (5 basis points)	Plus, on assets over \$250,000, but less than \$1 million	.05 (5 basis points)	Plus, on assets over \$1 million, but less than \$5 million	.04 (4 basis points)	Plus, on assets over \$5 million	.03 (3 basis points)
Market Value of Account	Service Fee to MSC										
First \$250,000	.05 (5 basis points)										
Plus, on assets over \$250,000, but less than \$1 million	.05 (5 basis points)										
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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:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 1.D. (continued)	<p>fees will be promptly refunded, based on the number days left in the calendar quarter from the effective date of termination.</p> <p><i>Special CLASS Transaction Fee:</i> Securities transactions under Special CLASS may incur a transaction fee. The transaction fee is charged at the time of the transaction and will be so identified on the Client's confirmation issued from Pershing, the clearing firm for MSC. The specific transaction fee schedule is subject to change and will be fully disclosed to the Client.</p> <p><i>Payment of Special CLASS Fee:</i> All Special CLASS advisory service and administrative fees will be directly debited from the Client account held at Pershing. A Client may withdraw their authorization (contained in the program advisory agreement) for direct debiting at any time; however, a Client should understand that if they elect to withdraw this authorization, MSC will terminate the agreement under the program.</p> <p>The Client may terminate a Special CLASS agreement within five business days after the date when all parties have signed the agreement without penalty. Subsequently, either party may terminate the agreement upon thirty days written notice to the other.</p> <p><u>Sweep Account Information for Special CLASS</u></p> <p>For cash balances held in Special CLASS accounts through Pershing, cash awaiting investment or reinvestment generally is treated as follows: for clients with a nonretirement (and otherwise eligible) Account, up to \$1 million (\$2 million if an Account is held jointly) of the cash balance will be automatically invested in an interest-bearing Federal Deposit Insurance Corporation ("FDIC") insured deposit account (an "IDA").</p> <p>Cash above this amount will be deposited in a money market fund designated by MSC in the IDA program. FDIC insurance on such accounts shall be subject to FDIC limits.</p> <p>The default sweep vehicle may pay 12b-1 and/or marketing support fees, which may be retained by MSC, the Firm or your IAR. Your IAR can provide information regarding your default deposit or money market program.</p> <p>Activity with respect to your IDA will appear on account statements. For each statement period, account statements will reflect deposits to and withdrawals from your IDA and the closing balance of IDA.</p> <p>MSC and Pershing earn fees based on the amount of money in IDAs, including your money. Your IAR and the Firm also may receive a portion of this fee. MSC, the Firm and/or IAR may earn a higher fee if you participate in the IDA program than if you invest in other money market products, such as money market mutual funds. You may receive a lower rate of return on money deposited through the IDA program than on other investment alternatives.</p> <p>For additional information and a list of fees and other items associated with the IDA, please refer to the Insured Deposit Account Program Disclosure Booklet available from your IAR.</p> <p>If a client does not wish to have its cash balance automatically invested in an IDA, you may instruct your IAR (i) to purchase a money market mutual fund as an investment and not automatically as a sweep investment, or (ii) if applicable, to arrange for your cash balance</p>	

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

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Item 1.D. (continued)	<p>to automatically invest in a tax exempt money market.</p> <p>If the Account is a tax-qualified retirement (or non-retirement but ineligible) account, the cash balance will be invested in a money market fund. Your IAR will provide a current prospectus for the money market fund upon account opening and upon request.</p> <p><u>LPL Financial Advisory Programs</u> SWF provides advisory services through programs sponsored by LPL Financial Corporation (LPL), a registered investment advisor and broker-dealer. Below is a brief description of each LPL advisory program. For more information regarding the LPL programs, including more information on the advisory services and fees that apply, the types of investments available in the programs and the potential conflicts of interest presented by the programs please see Form ADV Part II or the applicable Schedule H of LPL and the applicable client agreement.</p> <p><u>Strategic Asset Management/Strategic Asset Management II Programs (SAM/SAM II)</u> Under the SAM/SAM II programs, SWF may purchase and sell on a discretionary basis no load and load waived mutual funds and ETFs pursuant to investment objectives chosen by the client, liquidate previously purchased load mutual funds, and purchase and sell separate accounts within variable annuities. Other securities approved for investment in SAM/SAM II, including equities, fixed income securities, options, hedge funds, structured products and managed futures, may be purchased and sold at client's direction. In some cases, the client may grant SWF discretionary authorization for equities, fixed income securities and options. Client may also elect for the SWF to provide non-discretionary portfolio management services.</p> <p>A minimum account value of \$25,000 is generally required for SAM/SAM II.</p> <p>The account fee charged to the client for SAM/SAM II is negotiable, subject to a maximum account fee of 3.0%. Account fees are payable quarterly in advance.</p> <p>In addition to the account fee, SAM accounts are assessed a transaction charge to defray the costs associated with trade execution. Under SAM II, transaction charges are borne by SWF.</p> <p>A portion of 12b-1 fees received by LPL with respect to mutual funds held in SAM/SAM II accounts may be reallocated to lower the LPL administrative charges assessed by LPL to SWF.</p> <p><u>Optimum Market Portfolios Program (OMP)</u> OMP offers clients the ability to participate in a professionally managed asset allocation program using Optimum Funds Class I shares. Under OMP, client will authorize LPL on a discretionary basis to purchase and sell Optimum Funds pursuant to investment objectives chosen by the client. SWF will assist the client in determining the suitability of OMP for the client and assist the client in setting an appropriate investment objective. SWF will be authorized by client to select a mutual fund asset allocation portfolio designed by LPL's Research Department consistent with the client's stated investment objective. LPL will have discretion to purchase and sell Optimum Funds pursuant to the portfolio selected for the client. LPL will also have authority to rebalance the account.</p> <p>A minimum account value of \$15,000 is generally required for OMP.</p>	

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Item 1.D. (continued)	<p>The account fee charged to the client for OMP is negotiable, subject to a maximum account fee of 2.5%. Account fees are payable quarterly in advance.</p> <p>In addition to the account fee for OMP, accounts are assessed a confirmation charge.</p> <p>Personal Wealth Portfolios Program (PWP) PWP offers clients an asset management account using asset allocation model portfolios designed by LPL. SWF will be authorized by client to select the asset allocation model portfolio based on client's investment objective. SWF will also be authorized by client to select third party money managers (PWP Advisors) or mutual funds within each asset class of the model portfolio. LPL will act as the overlay portfolio manager on all PWP accounts and will have discretion to purchase and sell mutual funds and equity and fixed income securities.</p> <p>A minimum account value of \$250,000 is generally required for PWP.</p> <p>The account fee charged to the client for PWP is negotiable, subject to a maximum account fee of 2.5%. Account fees are payable quarterly in advance.</p> <p>Model Wealth Portfolios Program (MWP) MWP offers clients a professionally managed mutual fund asset allocation program. SWF will obtain the necessary financial data from the client, assist the client in determining the suitability of the MWP program and assist the client in setting an appropriate investment objective. SWF will initiate the steps necessary to open an MWP account and will be authorized by client to select a model portfolio designed by LPL's Research Department consistent with the client's stated investment objective. LPL's Research Department is responsible for selecting the mutual funds within a model portfolio and for making changes to the mutual funds selected.</p> <p>LPL will have discretion to purchase and sell mutual funds (including exchange traded funds) and to liquidate previously purchased securities. LPL will also have authority to rebalance the account.</p> <p>The MWP program may offer model portfolios designed by strategists other than LPL's Research Department. If such models are made available, SWF will be authorized by client to choose among the available models designed by LPL and outside strategists.</p> <p>A minimum account value of \$100,000 is generally required for MWP.</p> <p>The account fee charged to the client for MWP is negotiable, subject to a maximum account fee of 2.5%. Account fees are payable quarterly in advance.</p> <p>Manager Select Program Manager Select provides clients access to the investment advisory services of professional portfolio management firms for the individual management of client accounts. SWF will assist client in identifying a third party portfolio manager (Portfolio Manager) from a list of Portfolio Managers made available by LPL. The Portfolio Manager manages client's assets on a discretionary basis. SWF will provide initial and ongoing assistance regarding the Portfolio Manager selection process.</p>	

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**Schedule F of
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 1.D. (continued)	<p>A minimum account value of \$100,000 is required for Manager Select, however, in certain instances, the minimum account size may be lower or higher.</p> <p>The account fee charged to the client for Manager Select is negotiable, subject to a maximum account fee of 3.0%. Account fees are payable quarterly in advance.</p> <p><u>General</u></p> <p>LPL serves as program sponsor, investment advisor and broker-dealer for the LPL advisory programs. Mutual Service Corporation (MSC) serves as a broker-dealer on LPL advisory program accounts and also provides administrative and back office support services in connection with the programs. For each of their respective services, SWF, MSC and LPL may share in the account fee and other fees associated with program accounts. LPL and MSC are affiliated companies. Associated persons of SWF are registered representatives of MSC.</p> <p>Transactions in LPL advisory program accounts are generally effected through LPL as the Custodian, clearing and executing broker-dealer.</p> <p>SWF receives compensation as a result of a client's participation in an LPL program. Depending on, among other things, the size of the account, changes in its value over time, the ability to negotiate fees or commissions, and the number of transactions, the amount of this compensation may be more or less than what the SWF would receive if the client participated in other programs, whether through LPL or another sponsor, or paid separately for investment advice, brokerage and other services.</p> <p>SELECTION OF OTHER ADVISERS</p> <p>SWF may recommend that Clients utilize the services of a third party investment adviser ("TPA") to manage a portion of, or their entire portfolio. All TPAs that the Firm recommends to its Clients must be registered as investment advisers with either the Securities and Exchange Commission or with the appropriate state authority(ies).</p> <p>After gathering information about the Client's financial situation and objectives, an IAR of SWF will make recommendations regarding the suitability of a TPA or investment style based on, but not limited to, the Client's financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPA(s), SWF will monitor the performance of the TPA(s) to ensure their performance and investment style remains aligned with the investment goals and objectives of the Client.</p> <p>SWF will share in the fee paid by the Client to the TPA. Clients who are referred to TPAs will receive full disclosure, including services rendered and fee schedules, at the time of the referral by delivery of a copy of the relevant TPA's Form ADV Part II or equivalent disclosure document. In addition, if the investment program recommended to a Client is a wrap fee program, the Client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program.</p> <p>Fees paid by the Client to the TPA are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document provided by each TPA to whom the Client is referred and these fees may or may not be negotiable. Such compensation may differ depending upon the individual agreement SWF has with each TPA. As such, SWF or its IARs may have an incentive to recommend one TPA over another TPA with whom it has less favorable compensation arrangements or other advisory programs offered by TPAs with</p>	

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**Schedule F of
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Item of Form (identify)	Answer	
Item 1.D. (continued)	<p>which it has no compensation arrangements.</p> <p>Clients may be required to sign an agreement directly with the TPA(s) selected. The Client, the Firm or the TPA, in accordance with the provisions of those agreements, may terminate the advisory relationship. If the TPA is compensated in advance, the Client will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.</p> <p>General Information on Advisory Services and Fees SWF shall never have custody of any Client funds or securities, as the services of a qualified and independent custodian will be used for these services.</p> <p>The fees charged are calculated as described above, and are not charged based 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 (15 U.S.C. §80b-5(a)(1)).</p> <p>The Firm will invoice Clients directly for the payment of fees or payment for management fees will be made by the qualified custodian holding the Client's funds and securities provided the Client grants written authorization permitting the fees to be paid directly from their account. SWF will not have access to Client funds for payment of fees without Client consent in writing. Further, the qualified custodian agrees to deliver a monthly or quarterly account statement directly to the Client showing all disbursements from the account. The Client is encouraged to review their account statements for accuracy. SWF will receive a duplicate copy of the statement that was delivered to the Client.</p> <p>SWF does not represent, warrant, or imply that the services or methods of analysis it employs can or will predict future results, successfully identify market tops or bottoms, or insulate Clients from losses due to market corrections or declines.</p> <p>Advice offered by SWF may involve investments in mutual funds. Clients are hereby advised that all fees paid to SWF for investment advisory services and/or accounting services are separate and distinct from the fees and expenses charged by mutual funds (as described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. Further, transaction charges may apply when purchasing or selling securities. SWF does not share in any portion of the brokerage fees/transaction charges imposed by the custodian holding the Client's funds or securities. The Client should review all fees charged by mutual funds, brokers, custodians, SWF, and others to fully understand the total amount of fees to be paid by the Client.</p>	
Item 3.L.	<p>TYPES OF INVESTMENTS The Firm may provide advice on other types of investment held in a Client's portfolio at the inception of the advisory relationship or on any investment on which the Client requests advice.</p>	
Item 4. B.(8)	<p>SOURCES OF INFORMATION The Firm uses independent sources for research such as Morningstar.</p>	
Item 5.	<p>EDUCATION AND BUSINESS STANDARDS At a minimum, IARs of the Firm must meet all examination or experience requirements of the states and/or jurisdictions in which the individual provides advisory services.</p>	

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Continuation Sheet for Form ADV Part II

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Item of Form (identify)	Answer	
Item 6.	<p>EDUCATION AND BUSINESS BACKGROUND</p> <p>Carl H. Stocker <i>Year of Birth:</i> 1976 <i>Formal Education:</i></p> <ul style="list-style-type: none"> University of North Texas, B.B.A., Industrial Management, 1970. <p><i>Business Background for the Previous Five Years:</i></p> <ul style="list-style-type: none"> Stocker Woods Financial, Inc., President/Chief Compliance Officer, 04/2006 – Present. Mutual Service Corporation, Registered Representative/Investment Adviser Representative, 01/2003 – Present. <p>Michael D. Woods, CFP® <i>Year of Birth:</i> 1973 <i>Formal Education:</i></p> <ul style="list-style-type: none"> University of North Texas, B.A., Communications, 1998. <p><i>Business Background for the Previous Five Years:</i></p> <ul style="list-style-type: none"> Stocker Woods Financial, Inc., Vice President, 04/2006 – Present. Mutual Service Corporation, Registered Representative/Investment Adviser Representative, 01/2003 – Present. 	
Item 7.C. & 9.B.	<p>OTHER BUSINESS ACTIVITIES</p> <p>IARs associated with SWF are registered representatives of Mutual Service Corporation (MSC) a licensed full service securities broker/dealer and investment adviser under federal and state securities laws. MSC is a member of the Financial Industry Regulatory Authority ("FINRA"). Securities transactions for MSC's brokerage Clients are executed through Pershing, LLC ("Pershing"), an unaffiliated securities broker/dealer.</p> <p>IARs of SWF who are separately licensed as registered representatives of MSC are involved in the sale of securities of various types, including, but not limited to stocks, bonds, mutual funds, variable annuities, and limited partnerships. In addition, associated persons may also be involved in the sale of insurance products. As such, associated persons can effect transactions in insurance products for Clients and earn commissions for these activities. The amount of time IARs of the Firm spend in their capacities as registered representatives of MSC and as IARs of the Firm will vary.</p> <p>All compensation received by IARs of SWF for securities transactions through MSC will be separate, yet customary for effecting securities transactions, including 12b-1 fees for the sale of investment company products. IARs may make differing recommendations with respect to the same securities or insurance products to different advisory Clients. All recommendations made are specific to each Client's individualized needs and current financial situation.</p> <p>SWF's Clients are advised that they have total freedom to implement recommendations through any broker/dealer. If the Client implements recommendations made by an IAR of SWF by purchasing securities through MSC, the IAR, in their separate capacity as a registered representative, may receive additional compensation in the form of commissions, including 12b-1 fees for the sale of investment company products.</p>	
Item 9.E.	<p>PARTICIPATION OF INTEREST IN CLIENT TRANSACTIONS</p> <p>SWF or individuals associated with the Firm may buy or sell for their personal accounts investment products identical to those recommended to Clients. It is the expressed policy</p>	

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Item 9.E. (continued)	<p>that employees of the Firm shall not have priority in any purchase or sale over Client accounts.^{(1),(2)}</p> <p>Code of Ethics</p> <p>SWF has adopted a Code of Ethics ("Code"), the full text of which is available to Clients and prospective Clients upon request. The Firm has several goals in adopting this Code. SWF desires to comply with all applicable laws and regulations governing its practices. Therefore, the Firm's management has set forth guidelines for professional standards of conduct for its associated persons; the goal of which is to protect Client interests at all times and to demonstrate the Firm's commitment to its fiduciary duties of honesty, good faith, and fair dealing with Clients. All associated persons are expected to adhere strictly to these guidelines. They are also expected to follow the procedures for approval and reporting of personal securities transactions and any violations as established in the Code. Additionally, SWF maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by the Firm or any person associated with SWF.</p> <p>Footnotes:</p> <p>⁽¹⁾ These policies have been established recognizing that some securities being considered for purchase and/or sale on behalf of the Firm's Clients trade in sufficiently broad markets to permit transactions by Clients to be completed without an appreciable impact on the markets of the securities. Under certain circumstances, exceptions may be made to the previously stated policies. Records of these trades, including the reasons for the exceptions, will be maintained in the Firm's records.</p> <p>⁽²⁾ The foregoing does not apply to certain types of securities, such as obligations of the U.S. Government and shares in open-end mutual funds. Open-end mutual funds are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds by advisory representatives are not likely to have an impact on the prices of the fund shares in which Clients invest.</p> <p>Privacy Policies</p> <p>The Firm views protecting its customers' private information as a top priority and, pursuant to the requirements of the federal Gramm-Leach-Bliley Act, the Firm has instituted policies and procedures to ensure that customer information is kept private and secure.</p> <p>SWF does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a Client's account, SWF may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.</p> <p>SWF restricts internal access to nonpublic personal information about the Client to those associated persons of the Firm who need access to that information in order to provide services to the Client. As emphasized above, it has always been and will always be the Firm's policy never to sell information about current or former customers or their accounts to anyone. It is also the Firm's policy not to share information unless required to process a transaction, at the request of a customer, or as required by law.</p>	

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Item 10.	<p>CONDITIONS FOR MANAGING ACCOUNTS</p> <p>For the SWF Portfolio Management Program, the Firm requires a minimum investment of \$25,000, which may be waived or lowered in the Firm's sole discretion.</p> <p>For the Special CLASS Program, the minimum investment required is \$50,000.</p> <p><u>LPL SAM/SAM II</u>: this program generally has a minimum account size of \$25,000.</p> <p><u>LPL OMP</u>: this program generally has a minimum account size of \$15,000.</p> <p><u>LPL PWP</u>: this program generally has a minimum account size of \$250,000.</p> <p><u>LPL MWP</u>: this program generally has a minimum account size of \$100,000.</p> <p><u>LPL Manager Select</u>: this program has a minimum account size of \$100,000, however, in certain instances; the minimum account size may be lower or higher.</p>	
Item 11.A. & B.	<p>REVIEW OF ACCOUNTS/ REPORTS TO CLIENTS</p> <p>Portfolio Management Client accounts are monitored on an ongoing basis by the IAR assigned to the account. Triggering factors that may stimulate additional reviews of a Client's account include, but are not limited to, the following: changes in economic conditions, changes in the Client's financial situation or investment objectives, and/or the Client's request for an additional review of the account.</p> <p>For the Special CLASS Program, the Client will receive a monthly statement from Pershing, the clearing firm of MSC. This statement will show total portfolio value, the securities holdings, and activity in the account. Clients will also receive transaction confirmations on all transactions in their account on a trade-by-trade basis. Pershing will also provide quarterly statements detailing performance of the account, positions, and activity for the quarter.</p> <p><u>LPL SAM, SAM II, and OMP Programs</u>: In addition to the quarterly portfolio reports described in the applicable program Schedule H or the Form ADV Part II of LPL, LPL will transmit to clients: (1) trade confirmations unless the trade is the result of a systematic purchase, systematic redemption or systematic exchange; and (2) account statements, showing all transactions in cash and securities and all deposits and withdrawals of principal and income during the preceding calendar month. For SAM and SAM II, trade confirmations and account statements for the variable annuities, hedge funds, and managed futures are provided by a third party.</p> <p><u>LPL Manager Select, Model Wealth Portfolios and Personal Wealth Portfolios Programs</u>: In addition to the quarterly portfolio reports described in the applicable program Schedule H or the Form ADV Part II of LPL, LPL will transmit to clients account statements showing all transactions in cash and securities and all deposits and withdrawals of principal and income during the preceding calendar month.</p>	
Item 12.A. (1),(2)	<p>INVESTMENT OR BROKERAGE DISCRETION</p> <p>Clients may grant the Firm discretionary trading authorization to buy, sell, or exchange investments held by and in the name of the Client's account in shares of mutual funds, variable annuity sub-accounts, the money market fund, or cash. The IAR may select, allocate, and exchange investments in the account among mutual funds, money market, and cash as determined by the IAR from time to time in accordance with this agreement. Such discretionary authorization will be limited to movements between mutual fund investments, sub-accounts, qualified retirement plans, or advisor trusts, without generating any commission to the associates. Clients must approve all other transactions in advance. The Client's prior consent will not be required to make these investment decisions or to</p>	

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 12.A. (1),(2) (continued)	<p>place orders to implement those decisions. Where the Firm enters into non-discretionary arrangements with Clients, the Firm will obtain Client approval prior to the execution of any trade. All orders for transactions for the account will be placed through MSC in its capacity as a broker/dealer.</p> <p>For SAM/SAM II accounts, Clients may grant SWF discretionary trading authorization to buy, sell, or exchange investments held by and in the name of the client's account in shares of mutual funds, variable annuity sub-accounts, ETF's, the money market fund, or cash. The IAR may select, allocate, and exchange investments in the account among mutual funds, money market, and cash as determined by the IAR from time to time in accordance with this agreement. Such discretionary authorization will be limited to the above products, without generating any commission to the associates. Clients must approve all other transactions in advance. The client's prior consent will not be required to make these investment decisions or to place orders to implement those decisions. Where the Firm enters into non-discretionary arrangements with clients, the Firm will obtain client approval prior to the execution of any trade.</p>	
Item 12.B.	<p>SUGGESTION OF BROKERS</p> <p>SWF will recommend that Clients in need of brokerage and custodial services utilize MSC and Pershing, the clearing firm for MSC, or Fidelity Brokerage Services, LLC, member NYSE, SIPC, among others.</p> <p>IARs of SWF, who are registered representatives of MSC, are subject to various rules that may restrict such registered individuals from conducting securities transactions away from MSC, unless MSC provides the representative with written authorization. Therefore, the Client is advised that IARs may be limited to conducting securities transactions through MSC and its primary clearing firm, Pershing, or various other custodians.</p> <p>Special CLASS Clients are required to select MSC and Pershing to participate in these programs and to direct all program trades to MSC. SWF therefore, reserves the right to not accept a Client account if the Client wishes to select a broker/dealer other than MSC. Due to the nature of its advisory services, SWF does not have the authority to negotiate commissions or obtain volume discounts, although SWF will attempt to achieve best execution of transactions.</p> <p>SWF believes that MSC provides quality services at reasonable commission rates. SWF bases its opinion on several factors, including the broker's ability to provide professional services, competitive commission rates, volume discounts, execution price negotiations, the broker's reputation, experience, and financial stability, and the quality of service rendered by the broker or dealer in other transactions.</p> <p>Best execution is not measured solely in reference to commission rates. Lower commissions might be available elsewhere, but SWF believes the difference in cost is reasonably justified by the quality of the brokerage services offered through MSC.</p> <p><i>Directed Brokerage</i></p> <p>Some Clients may instruct SWF to use one or more particular brokers for the transactions in their accounts, provided that the broker is pre-approved by MSC. Clients who may want to direct the Firm to use a particular broker should understand that this might prevent SWF from effectively negotiating brokerage compensation on their behalf. This arrangement may also prevent SWF from obtaining the most favorable net price and execution. Thus,</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:
Stocker Woods Financial, Inc.	801- N/A	06/10/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Stocker Woods Financial, Inc.		IRS Empl. Ident.No.: 20-4301322
Item of Form (identify)	Answer	
Item 12.B. (continued)	<p>when directing brokerage business, Clients should consider whether the commission expenses and execution, clearance, and settlement capabilities that they will obtain through their broker are adequately favorable in comparison to those that the Firm would otherwise obtain for its Clients. Clients are encouraged to discuss available alternatives with their advisory representative.</p>	
Item 13.A.	<p>ADDITIONAL COMPENSATION</p> <p>IARs, in their function as registered representatives and/or insurance agents, will effect securities transactions through MSC. If an advisory Client implements recommendations made by the associated person by purchasing securities or other products through MSC, the associated person may receive additional compensation in the form of commissions, including 12b-1 fees for the sale of investment company products. IARs who are licensed insurance agents may refer Clients to other licensed insurance agents and may share in commissions earned.</p> <p>As described in Section 1D, MSC, the Firm and/or the IAR may receive compensation based on the assets invested in IDA and/or the money market funds available in the Special CLASS program.</p> <p>MISCELLANEOUS</p> <p><i>Proxy Voting</i></p> <p>The Firm will not vote proxies on behalf of advisory Clients' accounts. Although, on rare occasions and only at the Client's request, the Firm may offer Clients advice regarding corporate actions and the exercise of proxy voting rights. However, in certain cases sub-advisors may vote client proxies (including the use of third party proxy voting services) and in such cases proxy voting materials will not be forwarded to the Client. The Firm does not assist the sub-adviser in voting proxies and does not have knowledge of how the sub-adviser votes proxies.</p> <p><i>Class Action Lawsuits</i></p> <p>From time to time, securities held in the accounts of Clients will be the subject of class action lawsuits. The Firm has no obligation to determine if securities held by the Client are subject to a pending or resolved class action lawsuit. It also has no duty to evaluate a Client's eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, the Firm has no obligation or responsibility to initiate litigation to recover damages on behalf of Clients who may have been injured as a result of actions, misconduct or negligence by corporate management of issuers whose securities are held by Clients. However, in certain cases sub-advisors may take actions regarding class action lawsuits and in such cases class action materials will not be forwarded to the Client. The Firm does not assist the sub-adviser in taking action regarding class action lawsuits and does not have knowledge of how the sub-adviser takes such action.</p> <p>Where the Firm receives written or electronic notice of a class action lawsuit, settlement or verdict affecting securities owned by a Client, it will forward all notices, proof of claim forms and other materials, to the Client. Electronic mail is acceptable where appropriate, and the Client has authorized contact in this manner.</p>	

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