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FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

| | | | | |
|---|----------------|---------|------------|------------------------------|
| Name of Investment Adviser: Lifeline Wealth Advisors, Inc. | | | | |
| Address: (Number and Street) | (City) | (State) | (Zip Code) | Area Code: Telephone Number: |
| 5850 Canoga Ave, Suite 314 | Woodland Hills | CA | 91367 | 805-823-0990 |

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any government authority.**

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

FORM ADV**Part II - Page 2**

Applicant:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

Definitions for Part II

Related person - Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant, including any non-clerical, non-ministerial employee.

Investment Supervisory Services - Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

1. **A. Advisory Services and Fees.** (check the applicable boxes)

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

- Applicant:
- | | | | |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 75% |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | % |
| <input type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | % |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | % |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | % |
| <input type="checkbox"/> | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities | % |
| <input checked="" type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | 25% |
| <input type="checkbox"/> | (8) | Provides a timing service | % |
| <input type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | % |

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

- B. Does the applicant call any of the services it checked above financial planning or some similar term?
- | | |
|-------------------------------------|--------------------------|
| Yes | No |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |

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

- | | | | | | |
|-------------------------------------|-----|--|-------------------------------------|-----|-------------------|
| <input checked="" type="checkbox"/> | (1) | A percentage of assets under management | <input type="checkbox"/> | (4) | Subscription fees |
| <input type="checkbox"/> | (2) | Hourly charges | <input checked="" type="checkbox"/> | (5) | Commissions |
| <input type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input type="checkbox"/> | (6) | Other |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. **Types of Clients** - Applicant generally provides investment advice to: (check those that apply)

- | | | | | | |
|-------------------------------------|----|----------------------------------|-------------------------------------|----|---|
| <input checked="" type="checkbox"/> | A. | Individuals | <input checked="" type="checkbox"/> | E. | Trusts, estates, or charitable organizations |
| <input type="checkbox"/> | B. | Banks or thrift institutions | <input checked="" type="checkbox"/> | F. | Corporations or business entities other than those listed above |
| <input type="checkbox"/> | C. | Investment companies | <input type="checkbox"/> | G. | Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> | D. | Pension and profit sharing plans | | | |

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

Applicant:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity Securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input type="checkbox"/> J. Futures contracts on: |
| (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (2) oil and gas interests |
| | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> G. Investment company securities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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

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

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

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

- | | |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

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

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases (securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases (securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options, uncovered options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" type="checkbox"/> Short sales | |

FORM ADV**Part II - Page 4**

Applicant:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

9. Participation or Interest in Client Transactions.

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

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

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

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

Yes



No



(If yes, describe on Schedule F.)

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

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

Mark Jachec, President and Chief Compliance Office, reviews all accounts on at least a monthly basis. More frequent reviews may be necessary due to the client's individual circumstances, economic conditions, general factors affecting the stock market, etc.

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

Clients will receive transaction confirmations and quarterly statements from their account custodians. Collectively, these reports will list client's account holdings, transactions, and fees paid.

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

FORM ADV**Part II - Page 6**

| | | |
|--------------------------------|------------------|------------|
| Applicant: | SEC File Number: | Date: |
| Lifeline Wealth Advisors, Inc. | 801- 70470 | 03/15/2010 |

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

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

Yes ☒ No ☐

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

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return 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 <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
| B. Directly or indirectly compensates any person for client referrals? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |

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

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

- has custody of client funds or securities; or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet?
- | | |
|------------------------------|--|
| Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
|------------------------------|--|

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

(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:

Lifeline Wealth Advisors, Inc.

IRS Empl. Ident. No.:

Item of Form
(identify)

Answer

Item 1.D

Lifeline Wealth Advisors, Inc. (hereinafter known as "LWA" or "Adviser") is an investment advisor registered with the State of California and a corporation formed under the laws of the State of California and domiciled in the State of California. Adviser offers investment advisory services to individuals, high net worth individuals, as well as pension and profit sharing plans. Adviser's services and fee arrangements are described in the following pages.

This Schedule F narrative provides Clients with information regarding Adviser and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory Client of Adviser.

Additional information about Adviser 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 Adviser is 150945.

**Item 1.D
(Continued)****Advisory Services and Fees****Portfolio Management**

Adviser's portfolio management service is designed to assist clients in meeting their financial goals through the use of financial investments. For each portfolio management client, Adviser will conduct one or more meetings (in person if possible, otherwise via telephone conference) with the client in order to understand the client's current financial situation, existing resources, financial goals, and tolerance for risk. Based on the foregoing, LWA will propose an investment approach to the client. LWA may propose an investment portfolio, consisting of exchange traded funds, mutual funds, individual stocks or bonds, or other securities. Upon the client's agreement to the proposed investment plan, Adviser will work with the client to establish or transfer investment accounts so that LWA is able to manage the client's portfolio. Once the relevant accounts are under Adviser's management, LWA will review such accounts on a regular basis and at least quarterly. Adviser may periodically rebalance or adjust client accounts under its management. If the client experiences any significant changes to his/her financial or personal circumstances, the client must notify LWA so that it can consider such information in managing the client's investments.

Annual Advisory Fee

| Assets Under Management | Annual Client Fee |
|--------------------------------|--------------------------|
| \$0 - \$500,000 | 3.00 % |
| \$500,001 - \$1,000,000 | 2.20 % |
| \$1,000,001 - \$2,000,000 | 1.90 % |
| \$2,000,001 - \$9,999,999 | 1.70 % |

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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

(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: Lifeline Wealth Advisors, Inc. | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

| | |
|-------------------------|---|
| Item 1.D (Continued) | <p>Fees will be based on the fee schedule above. Fees will be calculated quarterly in advanced, based on an average of assets under management during the quarter, at the end of a quarterly billing period. Exceptions may be made to the published fee schedule under certain circumstances pursuant to a negotiated agreement with the client. In the event that the client terminates LWA's services before the end of a billing period, the client shall be given a pro-rata refund based on the number of days the client's account was managed by LWA.</p> <p>Unless the Client requests direct billing, fees will be automatically deducted from the account. Clients will be provided with a quarterly statement reflecting deduction of the advisory fee. LWA's fee schedule does not include the following separately incurred expenses, of which Adviser does not receive any part: mutual fund expenses, exchange traded fund expenses, trading costs, and custodial costs. These fees will be separately charged by the relevant parties and borne by the client.</p> <p>Either party may terminate the investment advisory agreement at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within five (5) business days of signing LWA's investment advisory agreement. After five (5) business days, clients will receive a pro-rata refund, which takes into account work completed by Adviser on behalf of the client. The client will incur charges for bona fide advisory services rendered to the point of termination, and such fees will be due and payable by the client.</p> <p>LWA's advisory fee shall be negotiable in certain cases. No increase in the fee schedule shall be effective without prior written notification to the client. No portion of LWA's compensation shall be based on capital gains or capital appreciation of assets under management.</p> <p>The Adviser may recommend that clients establish brokerage accounts with Raymond James Financial Services, Inc. ("RJFS" or "Custodian"), a FINRA member. RJFS provides the Adviser with access to its institutional trading and operations services, which typically are not available to RJFS retail customers. These services are generally available, without cost, to financial advisory Advisers who maintain a minimum threshold of client assets with RJFS.</p> <p>The Adviser utilizes RJFS for custody of customer assets and execution of customer transactions. RJA, a corporate affiliate of RJFS and member of the New York Stock Exchange and the Securities Investor Protection Corporation, acts as the clearing agent in the execution of securities transactions placed through RJFS. The Adviser, subject to its best execution obligations, may trade outside of RJFS. In the selection of broker-dealers, the Adviser may consider all relevant factors, including the commission rate, the value of research provided, execution capability, speed, efficiency, confidentiality, familiarity with potential purchasers and sellers, financial responsibility, responsiveness, and other relevant factors. The Adviser has retained and will compensate RJFS and or RJA to provide various administrative services</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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

(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: Lifeline Wealth Advisors, Inc. | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

Item 1.D
(Continued)

which include determining the fair market value of assets held in the account at least quarterly and producing a brokerage statement and performance reporting for client detailing account assets, account transactions, receipt and disbursement of funds, interest and dividends received, and account gain or loss by security as well as for the total account.

Transaction-Based Fee Accounts

Fees for the account include all execution charges except (1) certain dealer mark-ups and odd-lot differentials, transfer taxes, exchange fees and any other charges imposed by law with regard to transactions in the account, (2) offering concessions and related fees for purchases of money market mutual funds and other public offerings of securities as more fully disclosed in the prospectus; and (3) certain legal transfer fees. Client may also incur charges for other account services provided by RJFS, through RJA, not directly related to the execution and clearing of transactions including, but not limited to, IRA custodial fees, safekeeping fees, interest charges on margin loans, and fees for transfers of securities. In no event will RJFS be obligated to execute any transaction that would violate state or federal law or regulation of any self-regulatory organization of which RJFS is a member. Further, RJFS may designate certain investments that cannot be held in a Client's account.

Except as otherwise provided, RJFS's responsibility is limited to executing transactions pursuant to the direction of the Adviser. RJFS has not assisted in the selection of the Adviser and the client has the sole and exclusive responsibility for the selection of the Adviser. The client agrees that the Adviser is solely responsible for the management of client's portfolio. Client has authorized the Adviser as its agent and attorney-in-fact to buy and sell securities or other investments for the account, or engage other investment advisers, including those affiliated with RJFS, and that any engagement is solely at the direction of Adviser as the Adviser deems appropriate. The Adviser has agreed to indemnify and hold harmless RJFS, RJA, and their officers, directors, associates, agents, employees, and affiliates from any losses, costs (including attorneys' fees), indebtedness, and liabilities arising from actions directed by client or the Adviser. This indemnification agreement is a continuing one and shall remain in full force and effect until terminated in writing.

Asset-Based Fee Accounts

Fees for a client's account include all execution charges, but may exclude as applicable the following fees: (1) certain dealer mark-ups and odd-lot differentials, transfer taxes, exchange fees and any other charges imposed by law with regard to transactions in the account, (2) offering concessions and related fees for purchases of money market mutual funds and other public offerings of securities as more fully disclosed in the prospectus; and (3) certain legal transfer fees.

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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

(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:

Lifeline Wealth Advisors, Inc.

IRS Empl. Ident. No.:

Item of Form
(identify)

Answer

Item 1.D
(Continued)**Wrap Account Portfolio Management**

Adviser will emphasize continuous and regular account supervision on a discretionary or non-discretionary basis. Adviser may create a portfolio, consisting of individual stocks or bonds; exchange traded funds, mutual funds and other securities. Our investment strategy will be tailored to the individual needs of the Client. Each portfolio will be initially designed to meet a particular investment goal, which Adviser has determined to be suitable to the Client's circumstances. Once the appropriate portfolio has been determined, Adviser will review the portfolio at least quarterly and if necessary, rebalance the portfolio based upon the Client's individual needs, stated goals and objectives. However, each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio.

Wrap Account Annual Advisory Fee

Adviser's annual fee for investment management services provided under this Agreement shall be based on the market value of the assets under management and be calculated as follows:

Annual Advisory Fee

| Assets Under Management | Annual Client Fee |
|--------------------------------|--------------------------|
| \$0 - \$500,000 | 3.00 % |
| \$500,001 - \$1,000,000 | 2.20 % |
| \$1,000,001 - \$2,000,000 | 1.90 % |
| \$2,000,001 - \$9,999,999 | 1.70 % |

These annual fees shall be negotiable in certain cases and be pro-rated and paid in advance on a quarterly basis. No increase in the annual fee shall be effective without prior written notification to the Client. In the event that the Client terminates Adviser's services before the end of a calendar quarter, Client shall be assessed a pro-rata fee based on the number of days the Client's account was managed by Adviser. It is the client's responsibility to verify the accuracy of the fee calculation. The custodian will not determine whether the fee is properly calculated.

Unless the Client requests direct billing, fees will be automatically deducted from the account. Clients will be provided with a quarterly statement reflecting deduction of the advisory fee.

Either party may terminate the agreement at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within five (5) business days of signing the Adviser's investment advisory agreement. After five (5) business days, clients will receive pro-rata refunds, which

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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

(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: Lifeline Wealth Advisors, Inc. | | IRS Empl. Ident. No.: |
| Item of Form (identify) | Answer | |

| | |
|-------------------------|--|
| Item 1.D (continued) | <p>take into account work completed by the Adviser on behalf of the client. The client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the client. Refunds will be given on a pro-rata basis. If in any quarter client withdraws less than \$5,000 at a time from client account, no prorated refund of advisory fee will be offered. Client withdraws of more than \$5000 at a time will be offered a prorated refund.</p> <p>Since this a wrap fee account, the Client will not incur transaction charges imposed by unaffiliated third parties. The Client may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), wire transfer fees and other fees and taxes on brokerage accounts and securities transactions.</p> <p>Further details about the wrap fees charged by Adviser for the Program accounts may be found in Schedule H of this Form ADV.</p> <p>Adviser believes that its annual fee is reasonable in relation to the advisory services provided, and the fees charged by other investment advisers offering similar services. However, lower fees for comparable services may be available from other sources.</p> <p>Adviser will adhere to the SEC Staff No-Action Letter, <i>SMC Capital, Inc.</i> in the event that orders are aggregated.</p> <p><u>Additional Information Concerning Fees</u></p> <p>Adviser may distribute publications or newsletters to clients which will be provided at no charge.</p> <p>In certain circumstances, advisory fees and account minimums may be negotiable based upon prior relationships as well as related account holdings. The fees charged are calculated as described above and are not charged on the basis of a share of capital gains or capital appreciation of the funds or any portion of the funds of an advisory Client.</p> <p>All fees paid to Adviser for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. Such 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.</p> <p>A Client could invest in a mutual fund directly, without the services of Adviser. In that case, the Client would not receive the services provided by Adviser which are designed, among other things, to assist the Client in determining which mutual fund or funds are most appropriate to the Client's financial condition and objectives. Accordingly, the Clients should review both the fees charged by the funds and the</p> |
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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:

Lifeline Wealth Advisors, Inc.

SEC File Number:

801- 70470

Date:

03/15/2010

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

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| Item 1.D (continued) | <p>fees charged by Adviser to fully understand the total amount of fees to be paid by the Clients and to thereby evaluate the advisory services being provided.</p> <p>Advisory recommendations are based on the Client's financial situation at the time the services are provided and are based on financial information disclosed by the Client to Adviser. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. As the Client's financial situation, goals, objectives, or needs change, the Client must notify Adviser promptly.</p> <p>Adviser shall never have custody of any Client funds or securities, as the services of a qualified and independent custodian will be used for these asset management services.</p> <p>In performing its services, Adviser shall not be required to verify any information received from the Client or from the Client's other professionals, and is expressly authorized to rely thereon. The Client is free to accept or reject any recommendation made by Adviser. Moreover, each Client is advised that it remains his/her/its responsibility to promptly notify Adviser if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising Adviser's previous recommendations and/or services. Adviser's Clients are advised to promptly notify Adviser if there are ever any changes in their financial situation or investment objectives, or if they wish to impose any reasonable restrictions upon Adviser's management services.</p> <p>A copy of the written disclosure statement for Adviser, as set forth on Part II of Form ADV, shall be provided to each Client prior to, or contemporaneously with, the execution of the Investment Advisory Agreement. Any Client who has not received a copy of Adviser's written disclosure statement at least forty-eight (48) hours prior to executing the initial applicable agreement shall have five (5) business days subsequent to executing the agreement to terminate Adviser's services without penalty.</p> <p>Neither Adviser nor the Client may assign the Investment Advisory Agreement without the prior written consent of the other party. Transactions that do not result in a change of actual control or management of Adviser shall not be considered an assignment.</p> <p>LWA is in compliance with CCR Section 260.238(k) where LWA <i>will not do the following:</i></p> <p>"Failing to disclose to a client in writing before entering into or renewing an advisory agreement with that client any material conflict of interest relating to the adviser, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice including:</p> <p>1) Compensation arrangements connected with advisory services to clients which are</p> |
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| Item 1.D (continued) | in addition to compensation from such clients for such services; and (2) Charging a client an advisory fee for rendering advice without disclosing that a commission for executing securities transactions pursuant to such advice will be received by the adviser, its representatives or its employees, or that such advisory fee is being reduced by the amount of the commission earned by the adviser, its representatives or employees for the sale of securities to the client.” |
| Item 5 | Education and Business Standards Adviser generally requires a college degree and/or five (5) years of equivalent industry experience for someone to become an investment advisory representative with the Adviser. In addition, all investment advisory representatives must have obtained all required licenses or a professional designation such as the CFP®. |
| Item 6 | Education and Business Background Mark Jachec <i>Born 1958</i> <u>Business Experience</u> 10/2009 – Present, Lifeline Wealth Advisors, Inc., President and Chief Compliance Officer, Woodland Hills, CA 10/2009 – Present, Registered Representative, Comprehensive Asset Management and Servicing, Inc., Woodland Hills, CA 06/2009 – 10/2009, Morgan Stanley Smith Barney, Vice President of Investments, Woodland Hills, CA 04/1994 – 05/2009, Smith Barney, Vice President of Investments, Woodland Hills, CA <u>Education and Professional Licensing</u> 1980 – University of Notre Dame, Notre Dame, IN; Bachelor of Business Administration 1994 – Series 7, 63, 65 2001 – Series 8, 9, 10 |
| Item 7 | Other Business Activities Mr. Jachec is an agent of and offers securities through Comprehensive Asset Management and Servicing, Inc. (“CAMAS”), 2001 Hwy 46, Ste. 506, Parsippany, NJ 07054, 1-800-637-3211 Member FINRA/SIPC. Lifeline Wealth Advisors, Inc. is independent of CAMAS. This other business activity may take up to half of Mr. Jachec’s time. |

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

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| Item 7 (Continued) | Mr. Jachec is also licensed to sell life and health insurance. He may receive normal commissions for insurance sales in his separate role as an insurance agent/broker which may make up 25% of his total compensation. |
| Item 9. B&E | <p>Participation or Interest in Client Transactions</p> <p>As stated above, Adviser is a registered representative of CAMAS and as such may effects securities transactions for compensation for client transactions. Adviser or its related persons may recommend to its advisory client securities that it may also purchases for it itself.</p> <p><u>Code of Ethics</u></p> <p>Adviser has established a Code of Ethics that will apply to all of its associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our Clients at all times. Adviser has a fiduciary duty to all Clients. This fiduciary duty is considered the core underlying principle for Adviser's Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. Adviser requires all of its supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand and agree to comply with Adviser's Code of Ethics. Adviser has the responsibility to make sure that the interests of all Clients are placed ahead of Adviser's or its supervised person's own investment interest. Full disclosure of all material facts and potential conflicts of interest will be provided to Clients prior to any services being conducted. Adviser and its supervised persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all Clients. This disclosure is provided to give all Clients a summary of advisor's Code of Ethics. However, if a Client or a potential Client wishes to review Adviser's Code of Ethics in its entirety, a copy will be provided promptly upon request.</p> <p><u>Participation or Interest in Client Transactions</u></p> <p>Adviser and its associated persons may buy or sell securities and other investments that are also recommended to Clients. In order to minimize this conflict of interest, Adviser and its associated persons will place Client interests ahead of their own interests.</p> <p><u>Insider Trading</u></p> <p>LWA also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by LWA.</p> |

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

Applicant:

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| Item 11.A, B | Review of Accounts Mark Jachec, President and Chief Compliance Officer, reviews all accounts at least on a quarterly basis. More frequent reviews may be necessary due to the client's individual circumstances, economic conditions, general factors affecting the stock market, etc. Clients will receive transaction confirmations and quarterly statements from their account custodians. Collectively, these reports will list client's account holdings, transactions and fees paid to Lifeline Wealth Advisors, Inc. |
| Item 12.A,B | Investment or Brokerage Discretion LWA may execute or recommend the broker through which the clients execute their securities transactions. The choice of which firm to execute trades through will be determined on the financial strength of the broker or dealer, its reputation, pricing and ability to execute trades in a timely manner. In many cases, securities transactions will be executed through RJFS. It is important to note that RJFS does not maintain a supervisory relationship with respect to LWA or its representatives. RJFS and LWA are separately registered and independently controlled entities. LWA does not maintain custody of client assets. In all managed account cases, the custodian sends quarterly statements to LWA's clients showing all disbursements for the custodian account including the amount of the advisory fees. Clients provide written authorization permitting LWA to be paid directly for their accounts held by the custodian or trustee. Clients in need of brokerage and custodial services may have RJFS recommended to them. As part of the RJFS program, LWA 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). |
| Item 13.A,B | Additional Compensation LWA may receive research and execution related services from the parties mentioned in Item 12B of Schedule F to assist LWA in managing its accounts. These services and products would include financial publications, pricing information and other products or services. Such research and execution related services are offered to all investment advisers who utilize these firms. However, the commissions charged by these parties may be higher than those charged by a broker who does not provide the aforementioned research and execution related services. |

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Continuation Sheet for Form ADV Part II

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| Item 13.A,B (Continued) | <p>While these individuals endeavor at all times to put the interest of the clients first as part of LWA's fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations.</p> <p>While there is no direct linkage between the investment advice given and participation in the RJFS program, economic benefits are received by LWA which may include bundled duplicate statement, access to a trading desk service provided by RJFS; 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; 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 high minimum initial investments or are generally available only to institutional investors.</p> <p>LWA may recommend that clients establish accounts with RJFS or other previously described firms to maintain custody of clients' assets to effect trades for their accounts. RJFS provides LWA with access to their institutional trading and custody services, which are typically not available to RJFS retail investors. These services are generally available to independent investment advisors on an unsolicited basis, at no charge to them so long as the clients' assets are maintained in accounts at RJFS. RJFS's services include brokerage custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.</p> <p>For LWA's Client accounts maintained in their custody, RJFS may charge separately for custody on some accounts and may be compensated by account holders through commissions or other transaction-related fees or securities trades that are executed through RJFS or that settle into RJFS accounts.</p> <p>RJFS also makes available to LWA other products and services that may benefit LWA but which may not benefits its clients. These types of services will help LWA in managing and administering client accounts. These include software and other technology that provide access to client account data (i.e. trade confirmations and account statements); facilitate trade executions; provide research, pricing information, and other market data; facilitate in the payment of LWA's fees from its clients' accounts; and assist with back-office functions, record-keeping, and client reporting. Many of these services may be used to service all or a substantial number of LWA's accounts. LWA does not maintain custody of client assets.</p> <p>Adviser may pay referral fees (non-commission) to independent solicitors (non-registered representatives) for the referral of their Clients to the Adviser. Such referral fee represents a share of Adviser's asset-based investment Advisory fee.</p> |
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**Schedule F of
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Continuation Sheet for Form ADV Part II

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| Item 13.A,B (Continued) | This arrangement will not result in higher costs to the Client. In this regard, Adviser maintains <i>Solicitors Agreements</i> in compliance with applicable state and federal laws. All Clients referred by Solicitors to Adviser will be given full written disclosure describing the terms and fee arrangements between Adviser and its Solicitor(s). |
| Miscellaneous | <p><u>Proxy Voting Policy</u></p> <p>Adviser does not vote Client proxies. However, money managers selected by Adviser may vote proxies for Clients. Therefore, except in the event a money manager votes proxies, Clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the Client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the Client's investment assets. Therefore (except for proxies that may be voted by a money manager), Adviser and/or the Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets.</p> <p><u>Privacy Policy</u></p> <p>Adviser views protecting its customers' private information as a top priority and, pursuant to the requirements of the Gramm-Leach Bliley Act, Adviser has instituted policies and procedures to ensure that customer information is kept private and secure.</p> <p>Adviser does not share or disclose customer information to nonaffiliated third parties except as permitted or required by law. Adviser is committed to safeguarding the confidential information of its Clients. Adviser holds all personal information provided by Clients in the strictest confidence and it is the objective of Adviser to protect the privacy of all Clients. Except as permitted or required by law, Adviser does not share confidential information about Clients with nonaffiliated parties. In the event that there were to be a change in this policy, Adviser will provide Clients with written notice and Clients will be provided an opportunity to direct Adviser as to whether such disclosure is permissible. Adviser delivers a copy of its privacy policy to all Clients on an annual basis.</p> <p>To conduct regular business, Adviser may collect personal information from sources such as:</p> <ul style="list-style-type: none">• Information reported by the Client on applications or other forms the Client provides to Adviser;• Information about the Client's transactions implemented by others and viewable by Adviser;• Information developed as part of analyses or investment advisory services. |

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

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Miscellaneous
(Continued)

To administer, manage, service, and provide related services for Client accounts, it is necessary for Adviser to provide access to customer information within the Adviser and to nonaffiliated companies with whom Adviser has entered into agreements with. To provide the utmost service, Adviser may disclose the information below regarding customers and former customers, as necessary, to companies to perform certain services on Adviser's behalf.

- Information Adviser receives from the Client on applications (name, social security number, address, assets, etc.);
- Information about the Client's transactions with Adviser or others (account information, payment history, parties to transactions, etc.);
- Information concerning investment advisory account transactions;
- Information about a Client's financial products and services with Adviser.

How We Protect Information

Adviser maintains the confidentiality of the information that its Clients provide. Adviser protects Client's information by meeting all laws setting forth procedures for providing physical, electronic, and procedural safeguards that comply with federal regulations to guard your nonpublic personal information. All people who work for the Adviser are trained to handle Client's information properly in order to maintain its security. Adviser also restricts access to personal information about Clients to only those employees who need such information to provide service(s) to the Client. Adviser maintains physical, electronic, and procedural safeguards that comply with industry standards to guard Clients' personal information. Adviser does not sell or market Clients' or prospective Clients' personal information to third parties. Adviser does not disclose any information about its Clients or former Clients to anyone, except as needed by our service providers (e.g., broker, accountants, attorneys and auditors) or as required by law.

Changes in Privacy Policy

Adviser may modify the policy at any time. Adviser will notify its current Clients of any modifications.

Questions

Please contact Mark Jachec, President and Chief Compliance Officer, if you have any questions about this Schedule F narrative at (805) 823-0990.

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

Schedule H of
Form ADV
Page 1

Applicant:

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(for sponsors of wrap fee programs)

Name of wrap fee program or programs described in attached brochure:

Prestige Wrap Fee Program

- 1. Applicability of Schedule.** This Schedule must be completed by applicants that are compensated under a wrap fee program for sponsoring, organizing, or administering the program, or for selecting, or providing advice to clients regarding the selection of, other investment advisers in the program ("sponsors"). A wrap fee program is any program under which a specified fee or fees not based directly upon transactions in a client's account is charged for investment advisory services (which may include portfolio management or advice concerning the selection of other investment advisers) and execution of client transactions.
- 2. Use of Schedule.** This Schedule sets forth the information the sponsor must include in the wrap fee brochure it is required to deliver or offer to deliver to clients and prospective clients of its wrap fee programs under Rule 204-3 under the federal Advisers Act and similar rules of the jurisdictions. The wrap fee brochure prepared in response to this Schedule must be filed with the Commission and the jurisdictions as part of Form ADV by completing the identifying information on this Schedule and attaching the brochure. Brochures should be prepared separately, not on copies of this Schedule. Any wrap fee brochure filed with the Commission as part of an amendment to Form ADV shall contain in the upper right hand corner of the cover page the sponsor's registration number (801- ...).
- 3. General Contents of Brochure.** Unlike Parts I and II of this form, this Schedule is not organized in "check-the-box" format. These instructions, including the requests for information in Item 7 below, should not be repeated in the brochure. Rather, this Schedule describes minimum disclosures that must be made in the brochure to satisfy the sponsor's duty to disclose all material facts about the sponsor and its wrap fee programs. **Nothing in this Schedule relieves the sponsor from any obligation under any provision of the federal Advisers Act or rules thereunder, or other federal or state law to disclose information to its advisory clients or prospective advisory clients not specifically required by this Schedule.**
- 4. Multiple Sponsors.** If two or more persons fall within the definition of "sponsor" in Item 1 above for a single wrap fee program, only one such sponsor need complete the Schedule. The sponsors may choose among themselves the sponsor that will complete the Schedule.
- 5. Omission of Inapplicable Information.** Any information not specifically required by this Schedule that is included in the brochure should be applicable to clients and prospective clients of the sponsor's wrap fee programs. If the sponsor is required to complete this Schedule with respect to more than one wrap fee program, the sponsor may omit from the brochure furnished to clients and prospective clients of any wrap fee program or programs information required by this Schedule that is not applicable to clients or prospective clients of that wrap fee program or programs. If a sponsor of more than one wrap fee program prepares separate wrap fee brochures for clients of different programs, each brochure prepared must be filed with the Commission and the jurisdictions attached to a separate copy of this Schedule. Each such brochure must state that the sponsor sponsors other wrap fee programs and state how brochures for those programs may be obtained.
- 6. Updating.** Sponsors are required to file an amendment to the brochure promptly after any information in the brochure becomes materially inaccurate. Amendments may be made by use of a "sticker," *i.e.*, a supplement affixed to the brochure that indicates what information is being added or updated and states the new or revised information, as long as the resulting brochure is readable. Stickers should be dated and should be incorporated into the text of the brochure when the brochure itself is revised.
- 7. Contents of Brochure.** Include in the brochure prepared in response to this Schedule:

 - (a) on the cover page, the sponsor's name, address, telephone number, and the following legend in bold type or some other prominent fashion:
This brochure provides clients with information about Lifeline Wealth Advisors, Inc., and the Prestige Wrap Fee Program, that should be considered before becoming a client of the Prestige Wrap Fee Program. This information has not been approved or verified by any governmental authority.
 - (b) a table of contents reflecting the subject headings in the sponsor's brochure;
 - (c) the amount of the wrap fee charged for each program or, if fees vary according to a schedule established by the sponsor, a table setting forth the fee schedule, whether such fees are negotiable, the portion of the total fee (or the range of such amounts) paid to persons providing advice to clients regarding the purchase or sale of specific securities under the program ("portfolio managers"), and the services provided under each program (including the types of portfolio management services);

**Schedule H of
Form ADV
Page 2**

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| Applicant: Lifeline Wealth Advisors, Inc. | SEC File Number: 801 - 70470 | Date: 03/15/2010 |
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- (d) a statement that the program may cost the client more or less than purchasing such services separately and a statement of the factors that bear upon the relative cost of the program (e.g., the cost of the services if provided separately and the trading activity in the client's account);
- (e) if applicable, a statement that the person recommending the program to the client receives compensation as a result of the client's participation in the program, that the amount of this compensation may be more than what the person would receive if the client participated in other programs of the sponsor or paid separately for investment advice, brokerage, and other services, and that the person may therefore have a financial incentive to recommend the wrap fee program over other programs or services;
- (f) a description of the nature of any fees that the client may pay in addition to the wrap fee and the circumstances under which these fees may be paid (including, if applicable, mutual fund expenses and mark-ups, mark-downs or spreads paid to market makers from whom securities were obtained by the wrap fee broker);
- (g) how the program's portfolio managers are selected and reviewed, the basis upon which portfolio managers are recommended or chosen for particular clients, and the circumstances under which the sponsor will replace or recommend the replacement of the portfolio manager;
- (h)
 - (1) if applicable, a statement to the effect that portfolio manager performance information is not reviewed by the sponsor or a third party and/or that performance information is not calculated on a uniform and consistent basis,
 - (2) if performance information is reviewed to determine its accuracy, the name of the party who review the information and a brief description of the nature of the review,
 - (3) a reference to any standards (i.e., industry standards or standards used solely by the sponsor) under which performance information may be calculated;
- (i) a description of the information about the client that is communicated by the sponsor to the client's portfolio manager, and how often or under what circumstances the sponsor provides updated information about the client to the portfolio manager.
- (j) any restrictions on the ability of clients to contact and consult with portfolio managers;
- (k) in narrative text, the information required by Items 7 and 8 of Part II of this form, and as applicable to clients of the wrap fee program, the information required by Items 2, 5, 6, 9A and C, 10, 11, 13 and 14 of Part II;
- (l) if any practice or relationship disclosed in response to Item 7, 8, 9A, 9C and 13 of Part II presents a conflict between the interests of the sponsor and those of its clients, explain the nature of any such conflict of interest; and
- (m) if the sponsor or its divisions or employees covered under the same investment adviser registration as the sponsor act as portfolio managers for a wrap fee program described in the brochure, a brief, general description of the investments and investment strategies utilized by those portfolio managers.

8. **Organization and Cross References.** Except for the cover page requirements in Item 7(a) above, information contained in the brochure need not follow the order of the items listed in Item 7. However, the brochure should not be organized in such a manner that important information called for by the form is obscured.

Set forth below the pages(s) of the brochure on which the various disclosures required by Item 7 are provided.

| Page(s) | | | Page(s) | | | Page(s) | | |
|---------|-------|--------------|---------|-------|----------|---------|-------|------------|
| Item | 7(a) | cover | Item | 7(f) | 3 | Item | 7(j) | 2 |
| | #7(b) | cover | | #7(g) | 2 | | #7(k) | 4-6 |
| | #7(c) | 3-4 | | #7(h) | 5 | | #7(l) | 4-6 |
| | #7(d) | 4 | | #7(i) | 2 | | #7(m) | 2 |
| | #7(e) | N/A | | | | | | |

**LIFELINE WEALTH
ADVISORS, INC.**

**PRESTIGE WRAP FEE
PROGRAM ACCOUNTS**

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Prestige Wrap Fee Program Brochure

Sponsored by:
Lifeline Wealth Advisors, Inc.
5850 Canoga Ave., Suite 314
Woodland Hills, CA 91367
(805) 823-0990

This brochure provides clients with information about Lifeline Wealth Advisors, Inc., and the Prestige Wrap Fee Program that should be considered before becoming a client of the Prestige Wrap Fee Program. This information has not been approved or verified by any governmental authority.

Program Description

Prestige Wrap Fee Program (“Wrap Program”) has been designed to connect Lifeline Wealth Advisors, Inc.’s clients with professional in-house money managers and investment vehicles suitable for their financial circumstances and investment objectives. Lifeline Wealth Advisors, Inc. (“Adviser”) is the sponsor of the Wrap Program. Mark Jachec is currently the sole investment advisory representative of the Adviser and the Wrap Program’s sole portfolio manager.

Lifeline Wealth Advisors, Inc. Plan

Lifeline Wealth Advisors, Inc. is a registered investment adviser which offers investment management services to individuals, high net worth individuals, corporations and business entities. Adviser, depending upon the engagement, offers its services on a fee basis which primarily include percentage of assets based fees. Prior to engaging Adviser to provide any of the foregoing investment advisory services, the client will be required to enter into one or more written agreements with Adviser setting forth the terms and conditions under which Adviser shall render its services (collectively the “Agreement”).

Lifeline Wealth Advisors, Inc. Services

Prestige Wrap Fee Program Accounts. The Adviser’s Wrap Fee Program Accounts will be managed by the Adviser on a non-discretionary or discretionary basis. The Adviser will review the Wrap Assets on a regular and continuous basis and make recommendations as the Adviser deems appropriate. Adviser will work with its clients to identify their investment goals and objectives as well as risk tolerance in order to create an initial portfolio allocation designed to complement their clients’ educational, home ownership and retirement funding goals and objectives, etc. Adviser may create a portfolio, consisting of individual stocks, bonds or other securities.

In cases where the Client’s account is managed on a non-discretionary basis, the Adviser will not implement any recommendation without the client’s prior approval. The Adviser will act as the Client’s agent to implement such recommendation in accordance with Client’s instructions. The client agrees to review trade confirmations received from the client’s custodian and notify the Adviser immediately of any errors.

There will be no restrictions on the ability of clients to contact and consult with portfolio managers.

Mark Jachec will review all accounts at least on a quarterly basis. More frequent reviews may be necessary due to the client’s individual circumstances, economic conditions, general factors affecting the stock market, etc.

Clients will receive transaction confirmations and quarterly statements from their account custodians. Collectively, these reports will list client’s account holdings, transactions and fees paid to the Adviser.

Brokerage and Custody of Program Accounts

Lifeline Wealth Advisors, Inc. will direct transactions for Wrap Fee Accounts to such broker-dealers as they may select, unless the client gives specific directions otherwise. In directing or recommending brokerage, the Adviser seeks “best execution” for client accounts, which is a combination of a number of judgmental factors including price, execution quality and client needs. Recognizing the value of these judgmental factors, brokers selected or recommended may charge commissions that are higher than the lowest commissions that might otherwise be available.

As stated earlier, Adviser may execute or recommend that clients execute their securities transactions through various firms. The choice of which firm to execute trades through will be determined on the financial strength of the broker or dealer, its reputation, pricing and ability to execute trades in a timely manner. Securities transactions will be executed through various brokerage firms and their costs are exclusive of and in addition to the Registrant's fee.

Brokerage firms may be paid certain advisory fees, product management fees (on annuities and securities such as mutual funds), administrative fees and/or transaction charges for its role with respect to Adviser's accounts. Clients may not be charged these fees, instead Adviser may be assessed any costs for executing transactions. It is important to note that the aforementioned brokerage firms do not maintain a supervisory relationship with respect to Adviser or its representatives.

Adviser does not maintain custody of client assets. In all managed account cases, the custodian sends quarterly statements to Adviser's clients showing all disbursements for the custodian account including the amount of the advisory fees. Clients provide written authorization permitting Adviser to be paid directly for their accounts held by the custodian or trustee.

Program Fees

The annual Fee payable to Lifeline Wealth Advisors, Inc. for its Wrap Fee Program is as follows:

Annual Advisory Fee

| Assets Under Management | Client Fee |
|--------------------------------|-------------------|
| \$0 - \$500,000 | 3.00 % |
| \$500,001 - \$1,000,000 | 2.20 % |
| \$1,000,001 - \$2,000,000 | 1.90 % |
| \$2,000,001 - \$9,999,999 | 1.70 % |

What services are covered by the Program Fees? The Client will not incur transaction charges. The Client may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), wire transfer fees and other fees and taxes on brokerage accounts and securities transactions.

What services are not covered by the Program Fees? The Program Fees do not cover brokerage charges to the extent that trades are conducted through brokers or dealers other than what Adviser chooses for its client. The Program Fees do not cover custody charges if clients are custodied anywhere other than the custodian in charge of the client's account. Lastly, the Program Fees do not include expenses of mutual funds that may be included in the client's portfolio.

How are fees charged? These annual fees shall be negotiable in certain cases and be pro-rated and paid in advance on a quarterly basis. No increase in the annual fee shall be effective without prior written notification to the Client. Clients are responsible for custodial fees and transaction costs. In the event that the Client terminates Adviser's services before the end of a calendar quarter, Client shall be assessed a pro-rata fee based on the number of days the Client's account was managed by Adviser.

Unless the Client requests direct billing, fees will be automatically deducted from the account. Clients will be provided with a quarterly statement reflecting deduction of the advisory fee.

Is there a minimum fee and are fees negotiable? There is no minimum fee and fees are negotiable in certain circumstances.

Additional Information about Program Fees. Either party may terminate the agreement at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within five (5) business days of signing the Adviser's investment advisory agreement. After five (5) business days, clients will receive pro-rata refunds, which take into account work completed by the Adviser on behalf of the client. The client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the client. Refunds will be given on a pro-rata basis.

No portion of Adviser's compensation shall be based on capital gains or capital appreciation of the Assets except as provided for under the Investment Advisers Act of 1940.

Adviser will adhere to the SEC Staff No-Action Letter, *SMC Capital, Inc.* in the event that orders are aggregated.

The wrap program may cost the client more or less than purchasing such services separately and will depend on the trading activity in the client's account. The cost of non-wrapped investment advisory services is generally 10% lower than investment advisory services provided under the wrap program.

About Lifeline Wealth Advisors, Inc. and its Affiliations

Key Personnel

Mark Jachec, President and Chief Compliance Officer, will manage all Wrap Program Assets as further described in Schedule F of Form ADV. He will conduct periodic reviews of all client accounts.

Education and Business Background

Mark Jachec

Born 1958

Business Experience

10/2009 – Present, Lifeline Wealth Advisors, Inc., President and Chief Compliance Officer, Thousand Oaks, CA

10/2009 – Present, Registered Representative, Comprehensive Asset Management and Servicing, Inc., Thousand Oaks, CA

06/2009 – 10/2009, Morgan Stanley Smith Barney, Vice President of Investments, Woodland Hills, CA

04/1994 – 05/2009, Smith Barney, Vice President of Investments, Woodland Hills, CA

Education and Professional Licensing

1980 – University of Notre Dame, Notre Dame, IN; Bachelor of Business Administration

1994 – Series 7, 63, 65

2001 – Series 8, 9, 10

Education and Business Standards

All individuals that render investment advisory services on behalf of Adviser are generally required to have a college degree and/or five (5) years of equivalent industry experience. In addition, all investment advisory representatives must have obtained all required licenses or a professional designation such as the

CFP®.

Other Financial Industry Activities or Affiliations

Mr. Jachec, in his individual capacity, is licensed in insurance. Hence, he will be able to receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory clients.

Review of Accounts

Mr. Jachec, President and Chief Compliance Officer, reviews all accounts at least on a quarterly basis. More frequent reviews may be necessary due to the client's individual circumstances, economic conditions, general factors affecting the stock market, etc.

Mr. Jachec's performance information is not reviewed by the sponsor or a third party.

Clients will receive transaction confirmations and quarterly statements from their account custodians. Collectively, these reports will list client's account holdings, transactions and fees paid to the Adviser.

Additional Compensation

Adviser may receive research and execution related services from the parties mentioned in Item 12B of Schedule F to assist Lifeline Wealth Advisors, Inc. in managing its accounts. These services and products would include financial publications, pricing information and other products or services. Such research and execution related services are offered to all investment advisers who utilize these firms. However, the commissions charged by these parties may be higher than those charged by a broker who does not provide the aforementioned research and execution related services.

While these individuals endeavor at all times to put the interest of the clients first as part of Adviser's fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations.

While there is no direct linkage between the investment advice given and participation in the RJFS program, economic benefits are received by Adviser which may include bundled duplicate statement, access to a trading desk service provided by RJFS; 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; 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 high minimum initial investments or are generally available only to institutional investors.

Adviser may recommend that clients establish accounts with RJFS or other previously described firms to maintain custody of clients' assets to effect trades for their accounts. RJFS provides Adviser with access to their institutional trading and custody services, which are typically not available to RJFS retail investors. These services are generally available to independent investment advisors on an unsolicited basis, at no charge to them so long as the clients' assets are maintained in accounts at RJFS. RJFS's services include brokerage custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Adviser's Client accounts maintained in their custody, RJFS may charge separately for custody and may be compensated by account holders through commissions or other transaction-related fees or securities trades that are executed through RJFS or that settle into RJFS accounts.

RJFS also makes available to Adviser other products and services that may benefit Adviser but which may not benefit its clients. These types of services will help Adviser in managing and administering client accounts. These include software and other technology that provide access to client account data (i.e. trade confirmations and account statements); facilitate trade executions; provide research, pricing information, and other market data; facilitate in the payment of Adviser's fees from its clients' accounts; and assist with back-office functions, record-keeping, and client reporting. Many of these services may be used to service all or a substantial number of Adviser's accounts. Adviser does not maintain custody of client assets.