

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

OMB Number 3235-0049
Expires: July 31, 2008
Estimated average burden
hours per response. . 9.402

Name of Investment Adviser: Wunderlich Securities, Inc.				
Address: 6000 Poplar Avenue, Suite 150	(Number and Street)	(City) Memphis, TN	(State)	(Zip Code) 38119
Area Code: 901-251-1330			Telephone Number:	

**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.**

Table of Contents

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

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

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

FORM ADV

Part II - Page 2

Applicant:

Wunderlich Securities, Inc.

SEC File Number:

801-67275

Date:

04/24/2007

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

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

Applicant:		
<input checked="" type="checkbox"/>	(1) Provides investment supervisory services	89.0%
<input checked="" type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services	11.0%
<input type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above	%
<input type="checkbox"/>	(4) Issues periodicals about securities by subscription	%
<input type="checkbox"/>	(5) Issues special reports about securities not included in any service described above	%
<input type="checkbox"/>	(6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities	%
<input type="checkbox"/>	(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities	%
<input type="checkbox"/>	(8) Provides a timing service	%
<input type="checkbox"/>	(9) Furnishes advice about securities in any manner not described above	%

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

B. Does applicant call any of the services it checked above financial planning or some similar term? Yes ☐ No ☒

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

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

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:

Wunderlich Securities, Inc.

SEC File Number:

801-67275

Date:

04/24/2007

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 issuers | <input checked="" type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input 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 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 type="checkbox"/> G. Investment company securities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input type="checkbox"/> (1) variable life insurance | |
| <input type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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

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

- | | |
|---|--|
| (1) <input 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 checked="" type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

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

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

Wunderlich Securities, Inc.

SEC File Number:

801-67275

Date:

04/24/2007**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 checked="" 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:

Wunderlich Securities, Inc.

SEC File Number:

801-67275

Date:

04/24/2007**9. Participation or Interest in Client Transactions.**

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

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

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

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

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

Yes ☒ No ☐

(If yes, describe on Schedule F.)

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

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

Wunderlich Securities, Inc. ("WSI"), considers account reviews a continuous process of which a number of factors may trigger a portfolio review. Among these triggers are accounts managed on a discretionary basis, the buying or selling of a security, balancing gains/losses for tax planning, raising or lowering cash based on market conditions, investing new capital contributions, and adjusting overall portfolio composition to maximize returns given current market conditions.

Wunderlich reviews the suitability of the program in which the client is enrolled, the securities held within the account, the client's stated investment objective, financial status as well as any liquidity needs.

The assigned investment advisor representative is responsible for knowing his client an their financial objectives. The firm employs sixteen branch office managers who are responsible for performing reviews quarterly and the number of accounts assigned depends upon the size of the branch.

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

WSI sends brokerage statements to customers no less than quarterly, unless activity occurred within the month, then a monthly statement is sent to the customer's address of record. Additionally the firm provides each customer with a confirmation of each transaction within three days of the occurrence.

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

12. Investment or Brokerage Discretion.

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

(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; 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:
Wunderlich Securities, Inc.	801-67275	04/24/2007

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: Wunderlich Securities, Inc.		IRS Empl. Ident. No.: 62-1518255
Item of Form (identify)	Answer	
Part II, #1.D.....	<p>Wunderlich Securities, Inc., is a Tennessee Corporation ("WSI") and is full service broker-dealer and investment advisory firm. Among the myriad of products and services offered by the firm, WSI offers investment supervisory services as well as the servicing of investment advisory accounts not-involving investment supervisory services. The investment advisory agreement allows broker discretion through a commission based account agreement. These investment advisory agreements allow either party to terminate the agreement upon receipt of written notice by the other party. That notwithstanding, a client may terminate the investment advisory agreement within five days of the date of acceptance. In the event of termination, the account will default to a standard commission based brokerage account.</p> <p>Discretionary Based Accounts: The investment advisory agreement allows broker discretion through a commission based account agreement.</p> <p><u>WSI offers the following programs:</u> <i>Masters Investment Consulting Program</i> The Masters Program is available to investors with \$100,000 or more in assets (some managers have higher minimums). One annual fee, assessed quarterly, covers the analysis of customer investment objectives, ongoing portfolio management, all securities transaction costs and monthly and quarterly account statements.</p> <p><i>Diversified Managed Allocations</i> A Diversified Managed Allocations (DMA) account offers a strategically allocated combination of professionally managed portfolios. The allocation of a client's DMA account is determined specifically for them according to investment objectives, including risk tolerance and income needs.</p> <p><i>Fundsource,</i> FundSource offers a highly personalized approach to investing, tailoring an investment plan to client needs. WSI begins the process with a thorough review of client objectives, time horizon and tolerance for risk. From these results, WSI will develop a customized strategy that is designed to help achieve customer goals, whether they are short- or long-term.</p> <p><i>Compass Advisory Program</i> A fully discretionary separately managed account platform designed to pursue specific investment objectives.</p> <p><i>PIM</i> PIM is a professional money management program built around the Financial Advisors own personal investment style and unique brand of client services. The PIM program offers professional investment management focusing on a personal approach to servicing clients. Each client is offered investment management services delivered within structured guidelines, according to the client's individual needs and investment objectives.</p> <p>These investment advisory agreements allow either party to terminate the agreement upon receipt of written notice by the other party. That notwithstanding, a client may terminate the investment advisory agreement within five days of the date of acceptance. In the event of termination, all fees will be prorated. WSI shall be entitled to the pro rata portion of the advisory fee for the period that the agreement was in effect in accordance with the prior fee schedule. Termination by either party shall not have the effect of canceling orders to deposit or invest cash or to purchase or sell securities or other property placed prior to the receipt of the notice of termination.</p> <p>Any notice required to be given under the investment advisory agreement must be in writing and sent by Certified Mail, Return Receipt Requested, or by Express Mail, to the address of the recipient set forth in the investment advisory agreement, or to such other address as either party may give written notice of to the other.</p>	
<p>Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).</p>		

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

Applicant:	SEC File Number:	Date:
Wunderlich Securities, Inc.	801-67275	04/24/2007

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: Wunderlich Securities, Inc.	IRS Empl. Ident. No.: 62-1518255
Item of Form (identify)	Answer

Part II, #6.....

Gary K. Wunderlich, Jr., Chairman and Chief Executive Officer. Mr. Wunderlich and some partners acquired Crisler Tipton and Company in July of 1996 and subsequently changed the name to Wunderlich Securities, Inc. Prior to his employment at Wunderlich Securities, Mr. Wunderlich formed and ran a broker dealer for Brookfield & Company in Memphis. This broker dealer, called Brookfield Wunderlich, Inc., focused solely on private placements and advisory work for its clients. Mr. Wunderlich was employed there from 1994 until 1996. Prior to his employment at Brookfield, Mr. Wunderlich was an investment representative at Progressive Capital Securities Corp. His primary responsibility was the placement of limited partnership units with accredited investors. He was employed at Progressive from 1992 until 1994. Prior to joining Progressive Mr. Wunderlich was a student at the University of Virginia where he earned a Bachelors of Arts degree in Economics. In addition to his degree in Economics Mr. Wunderlich holds an MBA from the University of Memphis in Finance. Civically Mr. Wunderlich serves on the Boards of the Greater Memphis Arts council, The Children's Museum of Memphis and the Memphis Botanic Garden. He is a former Board member of Presbyterian Day School.

Stephen Bonnema, Chief Operating Officer. Mr. Bonnema joined WSI in December 2001. Mr. Bonnema has served in various compliance, regulatory and financial positions and has extensive experience in all aspects of broker/dealer accounting and systems. Mr. Bonnema's background includes five years as a regulatory examiner at the Chicago Board Options Exchange (CBOE). After CBOE, he spent 10 years at Howe Barnes Investments, Inc. (NYSE member firm) in various capacities, including Financial Controller, Operations Manager and Interim Chief Financial Officer. Mr. Bonnema has also held the position of CFO/COO at a smaller broker dealer that Wunderlich acquired in 2001. He received his BA in finance from Governor State University (IL).

Philip Zanone, President. Mr. Zanone joined Wunderlich Securities in 1997, after years in the private client group at Morgan Keegan. Mr. Zanone was named President of the firm in 1999 and is in charge of the Private Client Group of Wunderlich Securities. Mr. Zanone received his B.A. from Vanderbilt University in 1990. Mr. Zanone also serves on the board of Memphis College of Art, The Assisi Foundation, and the Buckman Boys and Girls Club.

Donald A. Ritcheson, Chief Financial Officer. Mr. Ritcheson joined WSI in 2006. Previously, Ritcheson was Executive Managing Director and Chief Operating Officer of FTN Midwest Securities Corp., an institutional equity broker dealer owned by First Horizon National Corporation. In addition to being a member of the Board of Directors, he was ultimately responsible for the Finance, Compliance and Operations areas of the firm. Prior to being named Chief Operating Officer of FTN Midwest Securities, Ritcheson was the Chief Financial Officer of FTN Financial Securities Corp., an institutional fixed income broker dealer owned by First Horizon National Corporation. Prior to joining First Horizon, Ritcheson was Chief Financial Officer for Legacy Securities Corp. and Llama Company, two boutique investment banking and retail brokerage firms.

Tracy L. Wiswall, Chief Compliance Officer. Mr. Wiswall was formerly a Senior Compliance Examiner in the Routine Investigations section of the District 5 Office of the NASD. He joined Wunderlich Securities in May of 2004 to head the Compliance Department. Since his arrival he has helped to redefine the department by leveraging his knowledge and experience as a securities regulator, along with implementing many new technological tools, in order to redesign the firm's compliance and supervisory systems. Mr. Wiswall and his staff are tasked with continually updating, implementing and enforcing policies and procedures to ensure continued compliance with all applicable federal, state and self-regulatory rules and laws.

J. Walker Hays, IV, Managing Director. Mr. Hays joined Wunderlich Securities in 1997. Previously, Mr. Hays worked in the Private Client Group of Morgan Keegan & Company, Memphis, Tennessee, for 5 years and in the Metropolitan Lending division of National Bank of Commerce (now SunTrust Bank) for 4 years. He has been active in the management of the retail and support divisions of Wunderlich Securities, Inc. He is a Managing Director of the company and has been a member of its Board of Directors since 1997. Mr. Hays received his B.A. from Washington and Lee University in 1988. He currently serves on the boards of The James Group, LLC (a commercial insurance agency), The Mid-South Chapter Washington and Lee Alumni Association, and the Junior League of Memphis Community Advisory Board.

Martin Gaia, Managing Director. Mr. Gaia joined Wunderlich Securities in 1997. Previously, he spent 7 years in the private client group at Morgan Keegan & Company, Memphis, Tennessee. Mr. Gaia is the syndicate manager and our brokerage firm's insurance principle. He also manages all mutual fund and fee based wrap programs. Mr. Gaia received a B.B.A. in Finance from the University of Memphis in 1989.

Part II, #7.....	<p>7.A - Wunderlich Securities, Inc. ("WSI"), is a broker-dealer registered with the in good standing with the National Association of Securities Dealers, Inc. conducting general securities business, and clearing through First Clearing, LLC.</p> <p>7.B - Wunderlich Securities, Inc. ("WSI"), is a broker-dealer registered with the in good standing with the National Association of Securities Dealers, Inc. conducting general securities business, and clearing through First Clearing, LLC. WSI provides Broker/Dealer services to clients and charges commissions or fee in lieu of commission related to the sale or purchase of stocks, bonds, mutual funds, etc.</p> <p>7.C - The principal business of WSI and it's executive officers to provide Broker/Dealer services to clients.</p>
Part II, #8C	<p>1) Wunderlich Securities, Inc. is a Tennessee Corporation ("WSI") and is full service broker-dealer and investment advisory firm.</p> <p>7) Benham, Ichen & Knox, LLP Located At 1117 South Milwaukee Ave, Forum Square Building C, Suite 11, Libertyville, IL 60048-3768. WSI registers some of this company's employees to transact referral business and engage in fee sharing arrangements.</p>

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:
Wunderlich Securities, Inc.	801-67275	04/24/2007

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: Wunderlich Securities, Inc.	IRS Empl. Ident. No.: 62-1518255
Item of Form (identify)	Answer

Part II, #9.....

9.A - WSI makes markets in NASDAQ National Market, NASDAQ Small Cap, OTCBB and Over-the-Counter securities. All trades done through this desk are executed on a riskless principle basis and therefore there are no conflicts of interest. Wunderlich Securities may also from time to time purchase fixed income products on either a principal or riskless principal basis. The firm monitors trade reporting engines for proper reporting, executed trades which do not appear to be executed at then current market prices, and for fair and reasonable markups and markdowns.

9.B - WSI, a registered broker/dealer, effects brokerage transactions for both fee based clients and discretionary accounts on a commission basis.

9.E - WSI believes that investing alongside its clients is better than investing separately from them because it establishes a common financial interest. Accordingly, WSI's employees and officers are allowed to purchase the same securities that they buy for clients with the strict condition that all client transactions take precedence. Client interests are always placed ahead of the personal interests of WSI's personnel.

9 Code of Ethics – High ethical standards are essential for the success of the Adviser and to maintain the confidence of clients and investors serviced by the Adviser ("clients"). The Adviser's long-term business interests are best served by adherence to the principle that the interests of clients come first. We have a fiduciary duty to clients to act solely for the benefit of our clients. Potential conflicts of interest may arise in connection with the personal trading activities of our personnel. Accordingly, the Adviser has adopted this Code of Ethics containing provisions designed to (1) prevent improper personal trading; (2) identify conflicts of interest; and (3) provide a means to address any actual or potential conflict of interest. Adherence to the Code of Ethics and the related restrictions on personal investing is considered a basic condition of employment by the Adviser.

Part II, #10.....

The firm provides investment supervisory services, manages investment advisory accounts and provides financial planning services. WSI offers these services through the following programs: Masters Investment Consulting Program, Diversified Managed Allocations, Fundsourc and Compass Advisory Program. The minimum account size to participate in the Masters investment Consulting Program is \$100,000.00. To participate in the Diversified Managed Account with 2 managers one must invest \$150,000.00. Fundsourc requires a \$25,000.00 minimum investment and the Compass Advisory Program has a \$50,000.00 minimum investment threshold. The PIM service requires a minimum investment of \$50,000.

The firm may from time to time pay a fixed fee to persons or entities for the purpose of client referrals. The fee may not be tied to the actual opening of an account, the dollar value of assets contained within an account, nor may the fee be tied to any commission or fee charged to the client.

Part II, #12 A.....

1 & 2) When they do, they limit their discretionary authority by prohibiting themselves from withdrawing funds and/or securities from client accounts.

4) Investment advisory clients who choose to maintain a commission based account will be charges a fair and reasonable commission, mark-up or mark-down based upon the firm's commission and/or mark-up schedule.

Part II, #12 B.....

Clients wishing to implement WSI's advice are free to select any broker they wish and are so informed. If clients wish to have WSI's advisory representatives implement the advice in their capacity as registered representatives, their broker/dealer will be used. WSI has a wide range of approved securities products for which WSI performs due diligence in selecting. WSI's registered representatives are required to adhere to these products when implementing securities transactions through WSI. Commissions charged for these products may be higher or lower than commissions clients may be able to obtain if transactions were implemented through another broker/dealer. Upon written authorization from the client, WSI may manage client's assets on a limited discretionary basis.

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:
Wunderlich Securities, Inc.	801-67275	04/24/2007

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

1. Full name of applicant exactly as stated in item 1A of Part I of Form ADV: Wunderlich Securities, Inc.	IRS Empl. Ident. No.: 62-1518255
Item of Form (identify)	Answer

Part II, #13	<p>A) WSI's advisory representatives sell securities and insurance products, in their separate capacities as registered representatives and independent insurance agents, for sales commissions.</p> <p>Some of the advice offered by the advisory representatives involve investments in mutual fund products. Load and no-load mutual funds may pay annual distribution charges, sometimes referred to as a 12(b)-1 fee. The advisory representatives may receive a portion of the 12(b)-1 fee from some investment companies in their separate capacities as registered representatives. Clients should be aware that these 12(b)-1 fees come from fund assets, and thus, indirectly from client's assets. The receipt of these fees could represent an incentive for registered representatives to recommend funds with 12(b)-1 fees or higher 12(b)-1 fees over funds with no fees or lower fees, therefore creating a potential conflict of interest. While the advisory representatives of WSI endeavor at all times to put the interest of the clients first as part of their fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest, and may affect the judgment of the advisory representatives when making recommendations.</p> <p>B) Advisor enters into agreements with Solicitors (Referring Parties) to refer clients to Advisor. If a referred client enters into an investment advisory agreement with Advisor, a cash referral fee is paid to the referring party, which is based upon a percentage of the client advisory fees that are generated. The referral agreements between any referring party and Advisor will not result in any charges to clients in addition to the normal level of advisory fees charged.</p>
	Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).