

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

OMB APPROVAL

OMB Number: 3235-0049
Expires: February 28, 2011
Estimated Average burden
Hours per response.....4.07

Name of Investment Adviser: Cooke Financial Planning					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
PO Box 445	Montgomeryville		PA	18936	(215) 740-1895

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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(Schedule 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.

Applicant: **Cooke Financial Planning**

SEC File Number:
801- **NA**

Date:
04/28/2009

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

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

Applicant:

- (1) Provides investment supervisory services 10 Est %
- (2) Manages investment advisory accounts not involving investment supervisory services..... _____ %
- (3) Furnishes investment advice through consultations not included in either service described above... 80 Est %
- (4) Issues periodicals about securities by subscription _____ %
- (5) Issues special reports about securities not included in any service described above..... _____ %
- (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... _____ %
- (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities... 10 Est %
- (8) Provides a timing service _____ %
- (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)

- (1) A percentage of assets under management (4) Subscription fees
- (2) Hourly charges (5) Commissions
- (3) Fixed fees (not including subscription fees) (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)

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

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

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"/> (1) exchange-listed securities
<input checked="" type="checkbox"/> (2) securities traded over-the-counter
<input checked="" type="checkbox"/> (3) Foreign issuers | <input checked="" type="checkbox"/> H. United States government securities |
| <input type="checkbox"/> B. Warrants | <input checked="" type="checkbox"/> I. Options contracts on:
<input checked="" type="checkbox"/> (1) securities
<input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> J. Futures contracts on:
<input type="checkbox"/> (1) tangibles
<input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input checked="" type="checkbox"/> K. Interests in partnerships investing in:
<input checked="" type="checkbox"/> (1) real estate
<input checked="" type="checkbox"/> (2) oil and gas interests
<input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> F. Municipal securities | |
| <input type="checkbox"/> G. Investment company securities:
<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 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 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 type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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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, please 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 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
- year of birth
- formal education after high school
- 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:
 - (1) broker-dealer
 - (2) investment company
 - (3) other investment adviser
 - (4) financial planning firm
 - (5) commodity pool operator, commodity trading adviser or futures commission merchant
 - (6) banking or thrift institution
 - (7) accounting firm
 - (8) law firm
 - (9) insurance company or agency
 - (10) pension consultant
 - (11) real estate broker or dealer
 - (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.)

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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 sell for itself securities it also recommended 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 advisory 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 condition 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 account, 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.

Cooke Financial Planning, through the principal assigned to the account, will review the status of all continuously managed accounts monthly, or more frequently as necessary, to ensure concurrence with stated investment guidelines.

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

Reports will detail transactions, performance, and income on a quarterly or more frequent basis, and will be generated by those clearing firms, sub-advisors or custodians selected. Cooke Financial Planning will offer a review to each client on an annual or more frequent basis as determined by the client.

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12. Investment or Brokerage Discretion.

- A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:
- | | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <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 product 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 |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input type="checkbox"/> | <input checked="" 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 (unless applicant is registered or registering only with the Securities and Exchange Commission); or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet?..... Yes No

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

Applicant: Cooke Financial Planning	SEC File Number: 801- NA	Date: 04/28/2009
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(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: Kevin J. Cooke dba Cooke Financial Planning	IRS Empl. Ident. No.: 20-0546928
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Item of Form (identify)	Answer
Item 1D	<p><u>ADVISORY SERVICES AND FEES</u></p> <p>Cooke Financial Planning ("Advisor") provides fee-only, financial planning and advisory services to individual investors, small businesses, and other entities. Depending upon client circumstances, planning and advisory services may be comprehensive or targeted within a particular area. Services are generally provided relative to long term goal planning, asset allocation, risk management, and retirement and/or educational funding strategies.</p> <p>An initial interview is conducted at no cost or obligation to determine the scope of services to be provided. During the initial meeting, a current brochure/ADV Part II and Privacy Policy statement will be given to the client. Should the client wish to engage the Advisor, additional discussion and analysis may be conducted to further ascertain financial need, goals, holdings, etc., as provided by the client. Resultant analyses will be reduced to written report, offering observation and recommendation as necessary in order to assist the client in the development and/or execution of their desired plan and potential services. The plan engagement may be concluded upon completion and delivery of the proposal(s), however, the client is encouraged to engage the Advisor in the future as needed. Periodic reviews are recommended and it is assumed the client's responsibility to initiate these meetings.</p> <p>If the client engages the Advisor for ongoing advice concerning their portfolio and its allocation, an amended agreement is required. The Advisor utilizes asset allocation models to aid in the development of a diversified, long-term approach to each clients' personal investment goals and objectives. Models may also include one or more investment products: equity and/or corporate debt securities, commercial paper, certificates of deposit, municipal or US government securities, investment company securities, option contracts, as well as interests in partnerships investing in real estate or oil and gas. Where appropriate, the Advisor may recommend to the client various investment managers or sub-advisors, whom are independent of Cooke Financial Planning, to assist in the comprehensive management of their assets.</p> <p>An asset-based fee may be charged for accounts that are under continuous supervision and management of the Advisor, and as described in this brochure. Any other third-party fees that might be incurred as a result of implementing plan recommendations are not included in the Advisor's fee, and will be billed separately through the third-party.</p> <p>Custody of all client funds and securities will be maintained by independent, non-affiliated custodians, and not with or by the Advisor.</p>

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

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

Applicant: Cooke Financial Planning	SEC File Number: 801- NA	Date: 04/28/2009
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(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: Kevin J. Cooke dba Cooke Financial Planning	IRS Empl. Ident. No.: 20-0546928
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Item of Form (identify)	Answer								
Item 1D (Cont'd)	<p><u>Financial Planning Fees</u></p> <p>The Advisor's financial planning fee is \$150.00 per hour, pro-rated in six (6) minute increments, and the client will be provided a quoted estimate for projects that are expected to exceed one (1) hour. Rates are negotiable at the Advisor's discretion. At the signing of the engagement agreement, the client agrees to submit the lesser of \$500 or one-half of the fee stated on the engagement agreement. The balance of fees is due and payable with completion of the project, and will not be collected for services to be provided more than six (6) months in advance. Engagement agreements may be cancelled within five (5) days of execution date without penalty; after five (5) days fees may be pro rated.</p> <p><u>Asset-Based Fees</u></p> <p>Asset based fees are charged based upon a percentage of assets under management within the client account(s) that are under the Advisor's continuous advice and supervision, or those that are managed by independent investment advisors or sub-advisors selected for the portfolio (provided to the client for the independent manager or sub-advisor under separate schedule or brochure).</p> <p>Fees charged may be determined by factors such as account size and other potential unique advisory service aspects required by the client. Typically the client will be billed quarterly and in arrears of each advisory billing cycle period. The client invoice will be sent to the client for review, and in advance of the custodian billing, and will contain the covered period, assets under management, calculation formula used, and total fees assessed. Fee ranges for accounts that are under the firm's continuous supervision are:</p> <table style="margin-left: 40px;"> <thead> <tr> <th><u>Asset Value</u></th> <th><u>Asset Fee</u></th> </tr> </thead> <tbody> <tr> <td>First \$500,000</td> <td>1.00%</td> </tr> <tr> <td>Next \$500,000</td> <td>0.75%</td> </tr> <tr> <td>Subsequent Amounts</td> <td>0.50%</td> </tr> </tbody> </table> <p>The applicable fees referenced on this schedule include all fees and charges for the services of the Advisor and its representatives. Any clearing and/or custody fees assessed, and other brokerage charges by the selected clearing firm, and/or individual retirement account or qualified retirement plan account termination fees of the custodian, may be borne by the client and as provided in the current, separate fee schedule of the service provider.</p>	<u>Asset Value</u>	<u>Asset Fee</u>	First \$500,000	1.00%	Next \$500,000	0.75%	Subsequent Amounts	0.50%
<u>Asset Value</u>	<u>Asset Fee</u>								
First \$500,000	1.00%								
Next \$500,000	0.75%								
Subsequent Amounts	0.50%								

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

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

Applicant: Cooke Financial Planning	SEC File Number: 801- NA	Date: 04/28/2009
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(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: Kevin J. Cooke dba Cooke Financial Planning	IRS Empl. Ident. No.: 20-0546928
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Item of Form (identify)	Answer
Item 1D (Cont'd)	<p>Fee payments will generally be assessed on the first business day following each calendar quarter cycle based upon the value of the account assets under management as of the close of business on the last business day of the preceding quarter, as determined by an independent pricing service, custodian, or otherwise in good faith.</p> <p>By executing a client agreement, the client authorizes clearing and/or custody relationships to deduct all applicable fees from the client accounts and all such fees will be clearly noted on client statements; and acknowledging that the investment advisor representative, Advisor, and its clearing and custody relationships, in connection with the performance of their respective services on behalf of the client, shall be entitled to and may share in the fee payable.</p> <p>Either party, upon written notice only to the other, may terminate the agreement. If the agreement is terminated in writing within five (5) days of executing the service agreement, no fees are due and the full amount is to be returned to the client. If termination occurs prior to the end of a calendar billing period, a <i>pro rata</i> refund of unearned fees will be made to the client.</p>
Item 5	<p><u>EDUCATION AND BUSINESS STANDARDS</u></p> <p>Cooke Financial Planning requires personnel who provide planning and advisory services to clients will generally have a baccalaureate degree; relevant financial planning and investment advisory experience, and have received or are seeking to be a CFP® practitioner in good standing with the Certified Financial Planner Board of Standards.</p>
Item 6	<p><u>EDUCATION AND BUSINESS BACKGROUND</u></p> <p>Principal Name: Kevin J. Cooke (Born 1967)</p> <p>Education: MBA - Saint Joseph's University BBA - Finance - Temple University Securities Registrations - NASAA Series 63/65 (Previously held FINRA Series 7) ERISA/Employee Benefits Program - The Philadelphia Institute</p> <p>Experience: President - Cooke Financial Planning (2009) President - Gotta Be Green Lawn Care (2004 - 2008) Relationship Manager - The Vanguard Group (1996 - 2003)</p>
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(Complete amended pages in full, circle amended items and file with execution page (page 1).)

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

Applicant: Cooke Financial Planning	SEC File Number: 801- NA	Date: 04/28/2009
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(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: Kevin J. Cooke dba Cooke Financial Planning	IRS Empl. Ident. No.: 20-0546928
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Item of Form (identify)	Answer
Item 9	<p><u>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</u></p> <p>The Advisor has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all its associated persons. This code governs personal trading for each associated person and is to ensure securities transactions are conducted in a manner that avoid actual or potential conflicts of interest between Advisor personnel and clients of the firm. Associated personnel of the Advisor may periodically buy or sell securities for themselves that the Advisor or its representatives also recommend to their clients. Security transactions may be made by the Advisor or its investment advisor representatives for its/their own account(s) without specific disclosure to the client, however, such transactions will not be made when they are adverse to clients' interest. The firm collects, reviews, and maintains a record of securities holdings and transactions executed by any of its associated persons. These records aid in identifying and resolving potential conflicts of interest. A copy of the firm's Code of Ethics is available upon request.</p> <p>All non-public, personal information exchanged between the client and the Advisor will be treated as confidential and will not be disclosed to third parties, except as permitted or expressly requested by the client, or required by law.</p>
Item 12	<p><u>INVESTMENT OR BROKERAGE DISCRETION</u></p> <p>Cooke Financial Planning is not associated with any broker or dealer firm, however, it may recommend the services of brokers or dealers based on each client's need, overall cost, and ease of use for the client.</p> <p>The client may limit third party managers authority by, for example, directing them to use a particular broker-dealer or imposing guidelines on the amount of investments on a particular company, industry, asset class, or geographical region. When a client elects to use a particular broker-dealer for their account, the manager or its service providers assigned may not be able to obtain the best available price or execution, or otherwise freely negotiate transaction terms that may be more favorable to the client. Further, directed arrangements made by the client may result in the client foregoing certain potential benefits the service provider may have been able to obtain for the client by, for example, aggregating ("batched" or "block") trades.</p> <p>All account restrictions or limitations, will be made in writing by the client and approved in writing by a principal of the Advisor. A record will be made and retained per regulation for each of these actions.</p>

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

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

Applicant: Cooke Financial Planning	SEC File Number: 801- NA	Date: 04/28/2009
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(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: Kevin J. Cooke dba Cooke Financial Planning	IRS Empl. Ident. No.: 20-0546928
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Item of Form (identify)	Answer
Item 13	<p><u>ADDITIONAL COMPENSATION</u></p> <p>All monetary compensation paid to CFP is paid directly by the client. The Adviser may provide recommendation or referral to other investment advisory firms as a service to its clients, however, it does receive referral fees from these firms.</p> <p>CFP is a member of Garrett Planning Network (GPN), a nationwide network of independent, fee-only financial advisers. GPN provides practice management consulting and support to its members, as well as information on financial planning topics. Prospective clients may be referred to CFP through the Garrett Planning Network web site, however, no referral fee is paid to GPN.</p>
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(Complete amended pages in full, circle amended items and file with execution page (page 1).)