

Name of Investment Adviser: <b>Financial Connections Group, Inc.</b>				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone number:
<b>21 Tamal Vista Blvd. #105</b>	<b>Corte Madera</b>	<b>CA/USA</b>	<b>94925</b>	<b>(415) 924-1091</b>

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

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

ACN/Form ADV Órafted by: Dickinson Regulatory Alliance, LLC

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.

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 instructions below.)

Applicant:

<input checked="" type="checkbox"/>	(1)	Provides investment supervisory services . . . . .	<u>95 %</u>
<input type="checkbox"/>	(2)	Manages investment advisory accounts not involving investment supervisory services . . . . .	<u>    %</u>
<input checked="" type="checkbox"/>	(3)	Furnishes investment advice through consultations not included in either service described above . . . . .	<u>0 %</u>
<input type="checkbox"/>	(4)	Issues periodicals about securities by subscription . . . . .	<u>    %</u>
<input type="checkbox"/>	(5)	Issues special reports about securities not included in any service described above . . . . .	<u>    %</u>
<input type="checkbox"/>	(6)	Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities . . . . .	<u>    %</u>
<input checked="" type="checkbox"/>	(7)	On more than an occasional basis, furnishes advice to clients on matters not involving securities . . . . .	<u>5 %</u>
<input type="checkbox"/>	(8)	Provides a timing service . . . . .	<u>    %</u>
<input type="checkbox"/>	(9)	Furnishes advice about securities in any manner not described above . . . . .	<u>    %</u>

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

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

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

- |                                                                                      |                                                |
|--------------------------------------------------------------------------------------|------------------------------------------------|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management      | <input type="checkbox"/> (4) Subscription fees |
| <input checked="" type="checkbox"/> (2) Hourly charges                               | <input type="checkbox"/> (5) Commissions       |
| <input checked="" 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 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).**

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

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

- |     |                                     |                                       |     |                                     |                                                                                   |
|-----|-------------------------------------|---------------------------------------|-----|-------------------------------------|-----------------------------------------------------------------------------------|
| (1) | <input checked="" type="checkbox"/> | Financial newspapers and magazines    | (5) | <input 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 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<br>(securities held at least a year) | (5) | <input type="checkbox"/>            | Margin transactions                                                                  |
| (2) | <input checked="" type="checkbox"/> | Short term purchases<br>(securities sold within a year)  | (6) | <input type="checkbox"/>            | Option writing, including covered options, uncovered options or spreading strategies |
| (3) | <input type="checkbox"/>            | Trading (securities sold within 30 days)                 | (7) | <input checked="" 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).

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
[X] [ ]

(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.
[X] B. Applicant sells products or services other than investment advice to clients.(tax prep)
[ ] 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 May 2, 2006) as a securities broker-dealer.
[ ] B. Applicant is registered (or has an application May 2, 2006) 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 [ ] (7) accounting firm
[ ] (2) investment company [ ] (8) law firm
[ ] (3) other investment adviser [ ] (9) insurance company or agency
[ ] (4) financial planning firm [ ] (10) pension consultant
[ ] (5) commodity pool operator, commodity trading Adviser or futures commission merchant [ ] (11) real estate agent, broker or dealer
[ ] (6) banking or thrift institution [ ] (12) entity that creates or packages limited partnerships

(For each checked in 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
[ ] [X]

(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).

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.

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.

(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.

Investment Management Services involves continuous and ongoing services and provides for the monitoring and internal review of portfolio assets. Additional triggers may also occur at the time of new deposits or significant withdrawals, or by direction from the client. Reviews are performed by Brian Pon and/or Jill Hollander

Financial Planning and Consultation Services are not ongoing in nature and thus terminate upon the delivery of services unless otherwise agreed as evidenced in the then-current Client Agreement.

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

Clients are provided with transaction confirmation notices and regular summary account statements directly from the broker/dealer or custodian. Clients receiving Investment Management Services will also receive a quarterly report from the Adviser which summarizes account activity and performance. The Adviser may generate various written reports, financial plans, post-meeting communications, or other communications and solely at the Adviser's discretion.

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 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
- B. directly or indirectly compensates any person for client referrals? Yes  No

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

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

- has custody of client funds or securities (unless registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet? Yes  No

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

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

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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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 Adviser exactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
<b>Item 1.D</b>	<p><b><u>Advisory Services and Fees</u></b></p> <p>Financial Connections Group, Inc., (“<i>Financial Connections</i>”, or “<i>Adviser</i>”) provides <b>fee-only Investment Management, Financial Planning, Consulting and Tax Preparation Services.</b></p> <p><b><u>Financial Planning Services</u></b></p> <p>Financial Connections is pleased to offer comprehensive planning services or the client may desire advice or consultation relating to certain planning components. Financial Connections provides flexible services and can thus tailor services as desired by the client. However, when Financial Planning Services only focus on certain areas of client interests or needs, the client must understand that the client’s overall financial situation or needs may not be addressed due to service limitations set by the client. The advice provided may include recommendations for updates and reviews. Unless the Adviser is engaged for long-term services pursuant to a written agreement that includes review and updates, it would be the client’s responsibility to engage additional services under a new engagement if desired.</p> <p>Financial Connections provides Financial Planning Services on an hourly or fixed fee project basis. Financial Planning Services are not ongoing in nature unless provided for in the Client Agreement. If the Adviser is not engaged for ongoing services, Financial Planning Services terminate upon the project delivery. Financial Planning Services focus on advice that is long-term in nature and the advice is based upon information presented by the client. Advice may be provided on such subjects as financial and cash management, risk management, financial concerns of non-traditional couples, estate planning, tax issues, retirement planning, long-term care, educational funding, goal setting, benefit considerations, financial concerns of professional women, or other needs as identified by the client. The Adviser can also include the review and updates for a pre-existing plan.</p> <p>Financial Connections’ financial planning fees are negotiable, but generally range from the minimum project fee of \$2,000 to \$5,000 for fixed fee projects, depending upon the level and scope of the professional, planning and/or consulting services required as well as the nature and complexity. The Adviser’s hourly fee is \$240, with a minimum engagement of \$2,000. Fees and services to be provided are agreed upon at engagement. The Adviser may require a retainer up to ½ the project fee in order to schedule projects. Fees or project balances for Financial Planning are due and payable upon receipt of invoice.</p> <p>The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Financial Connections. Moreover, each client is advised that it remains their responsibility to promptly notify Financial Connections if there is ever any change in their financial situation or investment objectives for the purpose of reviewing, evaluating, or revising Financial Connections’ previous recommendations and/or services.</p> <p>If the client elects to engage Financial Connections to provide Comprehensive Management Services (investment management and financial planning which may include three-hours tax preparation), the fee for Financial Planning services may be waived during the initial engagement year.</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**

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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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 Adviser exactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
	<p>Financial Planning Services may be immediately terminated by either party upon written notice. If the client did not receive the Adviser's Form ADV Part II at least 48 hours prior to engagement, the client has the right to terminate services within 5 days of signature with fees due (prepaid fees but unearned will be promptly refunded). Alternatively, the client may terminate services at any time and will only be invoiced for time incurred by the Adviser up until effective date of termination.</p> <p><b><u>Divorce Planning Services</u></b></p> <p>Financial Connections offers a planning service for divorce. Depending on the engagement, the Adviser will prepare a financial analysis of the various options for divorce settlement. The analysis will include a cash flow summary, net worth statement, marital inventory, short and long-term projections, etc. If part of the project, Financial Connections will provide reports to your attorney to help expedite the financial settlement process.</p> <p>The Adviser's hourly fee is \$150. Fees and services to be provided are agreed upon at engagement. The Adviser requires a retainer prior to commencement of the project. Once the retainer is used up, an invoice will be issued. It is payable 15 days from the invoice date. Non-payment may result in the project being suspended or cancelled.</p> <p>Divorce Planning Services may be immediately terminated by either party upon written notice. The client must sign a Divorce Planning Agreement. The client has the right to terminate services within 5 days of signature with fees due (prepaid fees but unearned will be promptly refunded). Alternatively, the client may terminate services at any time with a certified letter and will only be invoiced for time incurred by the Adviser up until effective date of termination.</p> <p><b><u>Investment (Comprehensive) Management Services</u></b></p> <p>In the event the client desires Comprehensive Management Services upon completion of the initial Financial Planning Services, they can subsequently engage Financial Connections to provide both ongoing Financial Planning and Investment Management Services.</p> <p><b>Comprehensive Management Services</b> are ongoing in nature. An initial interview and data-gathering interview is completed to determine the client's individual needs, goals, objectives, time horizons, risk tolerance and any other information the client may provide.</p> <p>In addition, in the event that a client requests, the Adviser will manage all or a portion of a client's assets in accordance with the client's designated socially conscious ("SC") investment objective, pursuant to which the Adviser shall allocate client assets among various mutual funds that have social conscious investing as their primary investment objective. Those clients that direct the Adviser to allocate all or a portion of their investment assets among SC mutual funds, should understand that the following limitations correspond to an SC objective: (1) the current number of fixed income and equity SC mutual funds is extremely limited; (2) because of this limitation, the ability of</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**

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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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 Adviser exactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer										
	<p>the Adviser to diversify client assets among different mutual funds is correspondingly currently limited; (3) the number of publicly traded companies that meet the SC investment parameters are also limited; (4) because of the current limitations of available SC funds and publicly traded companies that qualify for SC investing, there is greater probability of similarity of holdings (fixed income and equity) amongst SC funds, which, depending upon the performance of the underlying securities, could have a more pronounced positive or negative impact on the SC portfolio; and (5) as a result of (1) - (4), an SC portfolio may be more volatile than a fully diversified portfolio, and is appropriate for SC investors with an investment time horizon in excess of five years.</p> <p>The clients' active participation and involvement in the development of the portfolio as well as the ongoing Comprehensive Management is preferred. The Adviser encourages frequent client contact. However, it is up to the client to initiate the appointment at his/her convenience. Clients may call the office at any time during normal business hours to discuss the client's account, financial situation or investment needs directly with an advisory representative of Financial Connections. However, <b>during advisory relationship clients are obligated to promptly notify the Adviser of any changes in the client's financial status.</b> Prompt contact in this situation allows the client and Adviser to have the opportunity to review the current investment plan to help ensure the Adviser's investment strategies continue to meet the client's changing needs, or to determine if there needs to be a change in stated investment objectives and Adviser strategies.</p> <p>Comprehensive Management clients will receive transactional statements and regular account statements from the custodian. Financial Connections will also prepare quarterly summary reports or may agree to provide other information, based upon the informational needs of the client.</p> <p>Unless the client directs otherwise, Financial Connections shall generally recommend that all such investment management accounts be maintained at TD Ameritrade ("Ameritrade"). Prior to engaging Financial Connections to provide comprehensive management services, the client will be required to enter into a formal <i>Comprehensive Agreement</i> with Financial Connections setting forth the terms and conditions under which Financial Connections shall manage the client's assets, and a separate custodial/clearing agreement with TD Ameritrade.</p> <p>Financial Connections shall charge an annual fee for financial planning and investment management services which shall be paid quarterly and in arrears based on the market value of the assets under management on the last business day of the previous quarter. Fees for investment management services are prorated based on deposits and withdrawals.</p> <table border="0"> <thead> <tr> <th><u>Assets Under Management</u></th> <th><u>Annual Fee</u></th> </tr> </thead> <tbody> <tr> <td>Up to \$1,000, 000</td> <td>1.00%</td> </tr> <tr> <td>\$1,000,001 to \$2,000,000</td> <td>0.75%</td> </tr> <tr> <td>\$2,000,001 to \$3,000,000</td> <td>0.65%</td> </tr> <tr> <td>\$3,000,001 and up</td> <td>.50% or Retainer</td> </tr> </tbody> </table> <p>Comprehensive management clients may be offered tax preparation services if they request it. Services will be charged at the hourly tax billing rate.</p>	<u>Assets Under Management</u>	<u>Annual Fee</u>	Up to \$1,000, 000	1.00%	\$1,000,001 to \$2,000,000	0.75%	\$2,000,001 to \$3,000,000	0.65%	\$3,000,001 and up	.50% or Retainer
<u>Assets Under Management</u>	<u>Annual Fee</u>										
Up to \$1,000, 000	1.00%										
\$1,000,001 to \$2,000,000	0.75%										
\$2,000,001 to \$3,000,000	0.65%										
\$3,000,001 and up	.50% or Retainer										

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**

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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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 Adviser exactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
	<p>At the discretion of Financial Connections, a comprehensive client may be charged a Retainer/Flat-Fee. If engaged in this manner, the Retainer/Flat-Fee agreement will be reviewed and reassessed every two years.</p> <p>For new clients commencing services subsequent to January 1, 2002, Financial Connections generally requires an account minimum of \$500,000 or a minimum annual fee of \$5,000.00. The scope of the ongoing annual financial planning and/or related consultation services to be rendered by Financial Connections is intended to generally be limited to reviewing/evaluating/revising Financial Connections' previous recommendations and/or services relative to a change in the client's financial situation and/or investment objectives. In the unlikely event that a client requires extraordinary financial planning and/or consultation services, Financial Connections may charge an additional fee for such extraordinary services at the Adviser's hourly rates. This additional fee may be subject to a separate <i>Financial Planning Agreement</i>. In addition, in the event the client requires tax preparation services, such additional services shall be provided at an hourly rate of \$190. Existing clients may receive some tax preparation services under their original agreement and thus grandfathered for these services.</p> <p>Financial Connections, in its sole discretion, may charge a lesser management fee based upon certain criteria (i.e. existing financial planning client, anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.) For those clients that have previously engaged Financial Connections to perform financial planning services, the management fee shall be decreased during the initial engagement year in an amount equal to the financial planning fee previously paid.</p> <p>Both Financial Connections' <i>Comprehensive Management Agreement</i> and the custodian's custodial/clearing agreement, may authorize the custodian to debit the account for the amount of Financial Connections' investment management fee and to directly remit that management fee to Financial Connections in accordance with applicable regulatory procedures. Advisory Fees are determined based upon the fair market value of the portfolio as of the last trading day of the relevant quarter. Market value is determined by the client's custodian. In absence of a market value, the Adviser and client will seek an independent third party opinion. Where services are initiated at any other time other than the beginning of a calendar quarter, advisory fees will be pro-rated.</p> <p><u>General Disclosure</u></p> <p>Advisory fees will not be based upon a share of capital gains or capital appreciation of the funds of any portion of funds of an advisory contract (known as "performance fees"). Advisory fees are not collected for services to be performed more than six months in advance and in excess of \$500, as this type of fee arrangement results in constructive custody of funds. The aforementioned advisory fees represent fees for advisory services of Financial Connections only. Clients pay transaction fees to broker/dealers and fees to other service providers, as may be applicable (e.g., retirement plan fees, trust account fees, etc.). As previously noted, payment of Comprehensive Management fees are paid through a debit directly to the client's account by the custodian holding the client's funds and securities. The Adviser's hourly or fixed fee invoices for consultation or other services can be paid directly, if desired.</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**

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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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 Adviser exactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
<b>Item 3.K</b>	<p>All fees paid to the Financial Connections for Advisory services are separate from the fees and expenses charged to shareholders of mutual funds shares by the fund companies, or by the investment Adviser managing the fund portfolios. A complete explanation of the expenses charged by mutual funds is contained in each fund's prospectus. Investors are strongly encouraged to read any offering document or prospectus before investing.</p> <p>For those clients that require an enhanced and/or specialized level of asset management services, Financial Connections shall also recommend that certain clients authorize the active discretionary management of a portion of their assets by and/or among certain independent investment manager[s] and/or investment programs (the "<i>Independent Manager[s]</i>"), based upon the stated investment objectives of the client. The terms and conditions under which the client shall engage the <i>Independent Manager[s]</i> shall be set forth in separate written agreements between the client and Financial Connections and the client and the designated <i>Independent Manager[s]</i>. Financial Connections shall continue to render non-investment supervisory services to the client relative to the ongoing monitoring and review of account performance, asset allocation and client investment objectives, for which Financial Connections shall receive an annual advisory fee which is based upon a percentage of the market value of the assets being managed by the designated <i>Independent Manager[s]</i> (between 0.20% and 1.00%). Factors which Financial Connections shall consider in recommending <i>Independent Manager[s]</i> include the client's stated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research. The investment management fees charged by the designated <i>Independent Manager[s]</i>, together with the fees charged by the corresponding designated broker-dealer/custodian of the client's assets, are exclusive of, and in addition to, Financial Connections' ongoing investment advisory fee.</p> <p>Financial Connections 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. If requested by the client, Financial Connections may recommend the services of other professionals for implementation purposes. The client is under no obligation to engage the services of any such recommended professional.</p>
<b>Items 4.A, B &amp; C</b>	<p><b><u>Types of Investments:</u></b></p> <p>Financial Connections does not manage but may offer assistance with partnership investments but limits advice to consultation and a review of the offering memoranda for appropriateness of the investment. The nature of the advice will be based upon information provided by the client.</p> <p><b><u>Method of Analysis and Investment Strategies</u></b></p> <p>Financial Connections attempts to measure an investor's goals, risk tolerance and time horizon through an interview process and information provided by the client in an effort to determine a plan/portfolio to best fit the investor's profile. Investment strategies may be based upon a number of concepts and determined by the type of investor.</p> <p>Portfolios, advice, and recommendations are based upon a client's stated goals, objectives, investment time horizon and risk tolerance using the information the client</p>

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Form ADV  
Continuation Sheet for Form ADV Part II**

Adviser: Financial Connections Group, Inc.	SEC File Number: 801-57202	Date: June 28, 2008
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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<b>Item 5</b>	provides. Information provided by the client will be deemed reliable and a realistic presentation of the client's present situation, goals and objectives. Investment strategies used to implement investment advice are generally long-term in nature and primarily utilize a buy and hold philosophy. Investment strategies may include short-term purchases depending upon the individual needs and objectives of the client.
<b>Item 6</b>	<p><b><u>Education and Business Background (Firm):</u></b></p> <p>All individuals that give investment advice on behalf of Financial Connections must have earned a college degree and have substantive investment-related experience.</p> <p><b><u>Education and Business Background of Officers / Shareholders:</u></b></p> <p><b>JILL HOLLANDER</b>  <b>President and Chief Compliance Officer</b>  Born 1950</p> <p>Post-Secondary Educational Background:  University of Arizona, Tuscon, AZ – 1972 Bachelor of Arts  Golden Gate University, San Francisco, CA – 1981 MBA Finance  College of Financial Planning – Denver, CO 1995</p> <p>Certified Financial Planner™ 1994  Chartered Retirement Planning Counselor<sup>SM</sup> 2007  Certified Divorce Financial Analyst 2008</p> <p>Corporate Coach University “Coaching Skills Training” 2000  Certified in Long-Term Care 2001</p> <p>Recent Business Background:  Jill Hollander dba Financial Connections Berkeley , CA 1/94 – 2005</p> <p>Gladstone Managed Investments (GMI) Berkeley, CA 1/93-12/99</p> <p><b>BRIAN PON</b>  <b>Secretary, Shareholder, Advisory Representative</b>  Born 1970</p> <p>Post-Secondary Educational Background:  University of California, Berkeley, CA - 1992 Bachelor of Science in  Engineering Physics  University of California, Berkeley, CA - 1998 Personal Financial Planning (PFP)</p> <p>Registered tax preparer, 1997  IRS Special Enrolled Agent (EA) 2001  Certified Financial Planner™</p> <p>Recent Business Background:  Lawrence Berkeley National Laboratory - 06/91 – 5/00</p>

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<b>Item 7.A &amp; B</b>	H & R Block - 01/97-4/00 – Tax Preparer
<b>Item 9.E</b>	<p><b><u>Other Business Activities</u></b> Financial Connections may provide, for a separate fee, tax preparation services to clients. Clients are welcome, but are never obligated, to engage any additional services.</p> <p><b><u>Participation or Interest in Client Transactions and Code of Ethics</u></b></p> <p>The Advisory Representatives or personnel of the Adviser may buy or sell securities for their personal accounts that may be identical to or different from those recommended to clients. Thus, at times the interests of these personal accounts may coincide with the interests of clients' accounts. However, at no time will the Adviser or any related person receive an added benefit or advantage over clients with respect to these transactions. The Adviser and its associated persons will not place themselves in a position to have added benefit as a result of advice given to clients. In each instance, the Adviser will place the interests of clients ahead of the Adviser and its personnel.</p> <p>The Chief Compliance Officer of the Investment Adviser monitors reportable personal securities transactions of its staff. The Investment Adviser will not permit insider trading. The Adviser monitors personal securities transactions of its associated persons. The Adviser prohibits associated persons from engaging in certain transactions that include, but are not limited to, short-swing trading, market timing, and front-running.</p> <p>As required by the SEC, the Adviser has instituted a written Code of Ethics as part of its Written Supervisory Policies and Procedures. <i>Purpose of the Code:</i> To promote ethical conduct, accurate disclosure in reports and documents compliance with rules and regulations; and reporting of violations of the Code. Financial Connections has adopted a Code of Ethics to prevent violations of federal securities laws. Financial Connections expects all employees to act with honesty, integrity and professionalism and to adhere to federal securities laws.</p>
<b>Item 10</b>	<p>Any Advisory Representative or personnel member who violates the Adviser's Code of Ethics will be subject to internal warning, loss of authority, termination and possible regulatory action. Clients are welcome to request a copy of the Adviser's Code of Ethics, if desired, by contacting Jill Hollander, President and Chief Compliance Officer</p> <p><b><u>Minimum Fees For Investment Management Services</u></b></p> <p>Financial Connections requires a minimum of \$500,000 of investable assets for Financial Planning. The Adviser's minimum Financial Planning project fee is \$2,000.</p> <p>The Adviser requires a minimum of \$500,000 of investable assets for Comprehensive Management Services or a minimum annual fee of \$5,000.</p>
<b>Item 12.A (1&amp;2)</b>	Financial Connections reserves the right to decline services to any prospective client and for any reason. The Adviser also reserves the right to waive minimum conditions based on unique individual circumstances, special arrangements, pre-existing relationships or as otherwise may be determined by the Chief Compliance Officer.

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<b>Item 12.B</b>	<p><b><u>Investment Authority</u></b></p> <p>Financial Connections may maintain limited power of attorney to execute trades as evidenced by the Client Agreement. Financial Connections does not have authority to withdraw funds or securities except where the client authorizes the deduction of advisory fees via their qualified custodian. Clients retain the authority to vote proxies. Therefore, although Financial Connections may provide investment advisory services relative to client investment assets, Financial Connections' 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. Financial Connections and/or the client shall correspondingly instruct each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.</p> <p>Clients therefore will agree to ensure that proxy materials are sent directly to them. Clients are welcome to delegate said proxy voting authority to a properly authorized agent (non-advisory personnel). Financial Connections will not take action with respect to any securities or other investments that become the subject of any legal proceedings, including bankruptcies.</p> <p><b><u>Brokerage Recommendations</u></b></p> <p>Financial Connections recommends the services of TD Ameritrade ("<i>TD Ameritrade</i>" or "<i>Ameritrade</i>"). Factors considered in recommending Ameritrade (or any other broker-dealer/ custodian) to clients include Ameritrade's financial strength, reputation, execution, pricing, research, and service. Ameritrade enables Financial Connections to obtain many no-load mutual funds without transaction charges and other no-load and load waived funds at nominal transaction charges. Ameritrade charges transaction fees generally considered discounted from customary retail commission rates. The transaction fees charged by Ameritrade may be higher or lower than those charged by other broker-dealers. Financial Connections will not receive any portion of the transactions fees charged to fee-only clients.</p> <p>In addition, Financial Connections' general policies relative to the execution of client securities brokerage transactions are as follows:</p> <p>Execution of Brokerage Transactions (when applicable). If requested, Financial Connections will arrange for the execution of securities brokerage transactions for the account through broker-dealers that Financial Connections reasonably believes will provide "best execution". In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services including the value of research provided, execution capability, transaction fees, and responsiveness. Accordingly, although Financial Connections will seek competitive transaction fees, it may not necessarily obtain the lowest possible transaction fees for account transactions.</p> <p>The account may pay to a broker-dealer a transaction fee greater than another qualified</p>

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<b>Item 13.A</b>	<p>broker-dealer might charge to effect the same transaction where Financial Connections determines in good faith that the transaction fee is reasonable in relation to the value of the brokerage and research services received.</p> <p>Transactions for each client account generally will be effected independently, unless Financial Connections decides to purchase or sell the same securities for several clients at approximately the same time. Financial Connections may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among Financial Connections' clients differences in prices and transaction fees or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among Financial Connections' clients in proportion to the purchase and sale orders placed for each client account on any given day. To the extent that Financial Connections determines to aggregate client orders for the purchase or sale of securities, including securities in which Financial Connections' Officer(s) and/or associated person(s) may invest, Financial Connections shall generally do so in accordance with the parameters set forth in SEC No-Action Letter, <i>SMC Capital, Inc.</i> Financial Connections shall not receive any additional compensation or remuneration as a result of the aggregation.</p> <p>The client may direct Financial Connections to use a particular broker-dealer (subject to Financial Connections' right to decline and/or terminate the engagement) to execute some or all transactions for the client's account. In such event, the client will negotiate terms and arrangements for the account with that broker-dealer, and Financial Connections will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by Financial Connections. As a result, client may pay higher transaction fees or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. In the even that transactions for client accounts are effected through a broker-dealer that refers investment management clients to Financial Connections, the potential for conflict of interest may arise.</p> <p><i>Additional Considerations Received</i></p> <p>Although not a material consideration when determining whether to recommend that a client utilize the services of <i>Ameritrade</i>, Financial Connections may receive from <i>Ameritrade</i>, without cost (or at a discount), support services and/or products which assist Financial Connections to better monitor and service client accounts maintained at <i>Ameritrade</i>. These benefits received by Advisor or its related persons do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Financial Connections endeavors at all time to put the interests of its clients first.</p> <p>Financial Connections may have the opportunity to receive traditional "non-cash benefits" from TD Ameritrade such as customized statements; receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk servicing Adviser participants exclusively; access to block trading which provides the ability to</p>

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	<p>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; access to mutual funds which generally require significantly high minimum initial investments or those that are otherwise only generally available to institutional investors; reporting features; receipt of regulatory compliance communications; and perhaps discounts on business-related products. While TD Ameritrade does not directly provide any research, it does offer discounts on research products and industry subscriptions. Any research received is used for the benefit of all clients. Computer real-time software may be purchased through TD Ameritrade or independent companies to facilitate sending and receiving account information. Advisory representatives are not registered representatives of TD Ameritrade. The Adviser has no written or verbal arrangements whereby it receives soft dollars.</p>	

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