

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

OMB APPROVAL	
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Name of Investment Adviser: Guidant Planning, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
1499 Huntington Drive, Suite 303	South Pasadena	CA	91030	(626) 396-1650

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

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

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

FORM ADV
Part II - Page 2

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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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:	
X (1) Provides investment supervisory services	30%
X (2) Manages investment advisory accounts not involving investment supervisory services	40%
X (3) Furnishes investment advice through consultations not included in either service described above	20%
(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	%
X (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities	10%
(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
	X	

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

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

- | | |
|--|--|
| X A. Individuals | X E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | X 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) |
| X 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:

Guidant Planning, Inc.

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

- | | | |
|---|-------------------------------------|--|
| A. Equity securities | <input checked="" type="checkbox"/> | H. United States government securities |
| X (1) exchange-listed securities | | I. Options contracts on: |
| X (2) securities traded over-the-counter | | X (1) securities |
| X (3) foreign issues | | (2) commodities |
| B. Warrants | | J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | | (1) tangibles |
| | | (2) intangibles |
| D. Commercial paper | | K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> E. Certificates of deposit | | X (1) real estate |
| <input checked="" type="checkbox"/> F. Municipal securities | | X (2) oil and gas interests |
| | | X (3) other (explain on Schedule F) |
| G. Investment company securities: | <input checked="" type="checkbox"/> | L. Other (explain on Schedule F) |
| X (1) variable life insurance | | |
| X (2) variable annuities | | |
| X (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) Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) 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 checked="" type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the
Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input checked="" type="checkbox"/> Other (explain on Schedule F) |

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

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

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

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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, 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
- 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 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
 X

(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.

Reviews are conducted by the Adviser. Reviews will be conducted with clients not less than at least annually or as agreed by client and Adviser, provided client continues an investment advisory contract with Adviser. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Clients are responsible for promptly notifying their Advisory Representative of any changes to the client's financial goals, objectives or financial situation.

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

Adviser does not provide regular reports to clients with the exception of the materials requested by client for the financial planning services. Clients will be provided with account statements reflecting the transaction occurring in the clients' accounts at least on a quarterly basis from the account custodian. Clients will be provided with confirmations for each securities transaction executed in the client's account.

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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:
- | | | |
|--|--------------------------|--------------------------|
| (1) securities to be bought or sold? | Yes | No |
| | X | <input type="checkbox"/> |
| (2) amount of the securities to be bought or sold? | Yes | No |
| | X | <input type="checkbox"/> |
| (3) broker or dealer to be used? | Yes | No |
| | <input type="checkbox"/> | X |
| (4) commission rates paid? | Yes | No |
| | <input type="checkbox"/> | X |

- B. Does applicant or a related person suggest brokers to clients? Yes No
X

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

(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
 X

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Guidant Planning, Inc.	801-	06/30/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer
1.D.	<p>Guidant Planning, Inc. (“Guidant”, “Guidant Planning”, “GP”, “Adviser”, “the firm”) is a registered investment adviser which provides personal financial planning, asset monitoring and continuous investment supervisory management services. The services are more fully described below.</p> <p>I. FINANCIAL PLANNING, CONSULTING SERVICES AND FINANCIAL ADMINISTRATIVE SERVICES</p> <p>GP offers various financial planning and consulting services involving various aspects of a client’s financial situation. Such services include but are not limited to:</p> <ul style="list-style-type: none"> - Estate Planning - Retirement Planning - 401k Asset Allocation - Investment Consultation - Retirement Wealth and Tax Management - Tax Planning - Asset Allocation - IRA Rollover Consultation - Retirement Distribution Consultation - Inheritance Planning <p>Services begin with an introductory meeting at GP’s expense, no cost to the client. The introductory meeting gives GP an opportunity to get acquainted with the client, explain services and provide the client with information about the services. GP will complete a Inventory of client’s assets and Net Worth Statement at GP’s expense, no-charge to the client. Should client move forward and engage GP for planning services, the next step will be for GP to complete a financial plan for the client. Clients have the option of choosing a flat charge of \$895 for this stage of the planning or may opt to be charged at an hourly rate of \$350.</p> <p>Financial planning services are performed at a flat fee rate or at an hourly rate, which are negotiated and is billed at the agreed upon rate, which is billed on an ongoing basis. The client has the unconditional right to terminate these services within five business days without obligation or penalty. After five business days, a client has the right to cancel services at any time prior to the delivery of the requested services. If such notice of cancellation is given after five business days, the adviser may bill the client for reasonable time expended. In special circumstances, fees may be negotiable. Hourly fees are fully due and payable upon completion and delivery of the service or specific report requested by the client.</p> <p>GP provides a money back guarantee of consultation fees if our time together did not provide good value to the client, the client did not learn anything new, or the client simply feels the cost has not been worthwhile. In addition, at GP’s discretion, may provide up to \$500 in discount, should the plan be implemented with GP.</p> <p>GP’s financial planning service is designed to assist the client in defining her or his current financial position, personal investment needs, goals, and risk tolerance. GP then produces a plan, outlining specific investments suited to meeting the client’s stated objectives.</p> <p>GP will gather financial information and history from client including, but not limited to, retirement and financial goals, investment objectives, investment horizon, financial needs, cash flow analysis, cost of living needs, education needs, savings tendencies, and other applicable financial information required by GP in order to complete the financial plan requested.</p> <p>Financial plans are based on the client’s financial situation at the time and are based on financial information disclosed by the client to GP. Clients are advised that certain assumptions may be made</p>

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

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

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer
	<p>with respect to interest and inflation rates and use of past trends and performance of the market and economy. However, past performance is in no way an indication of future performance. GP cannot offer any guarantees or promises that client's financial goals and objectives will be met. Further, client must continue to review any plan and update the plan based upon changes in the client's financial situation, goals, or objectives or changes in the economy. Should client's financial situation or investment goals or objectives change, clients must notify GP promptly of the changes.</p> <p>Fees are negotiable. Client may terminate planning services within five (5) business days after entering into the advisory agreement without penalty. After five (5) business days of entering into the advisory agreement, client may terminate upon GP's receipt of client's written notice to terminate. Any prepaid fees will be refunded based on time expended by GP multiplied by the hourly rate of \$150 per hour. After completion and presentation of the financial planning services no refunds will be issued. Services will be considered rendered and fees earned.</p> <p>Client is advised that fees for financial planning and consulting services are strictly for services. Therefore, client may pay fees and/or commissions for additional services obtained such as asset management or products purchased such as securities or insurance.</p> <p>The advisory fees charged by third party managers with whom GP has a relationship may be higher or lower than the advisory fees charged by other managers. Disclosure of the advisory fees and any conflicts of interest with respect to the third party manager should be disclosed in the third party manager's disclosure brochure.</p> <p><u>GENERAL DISCLOSURES</u></p> <p>Advice offered by Advisory Representatives may involve investment in mutual funds. Mutual funds may carry loads (i.e. sales charges) that may be up-front or on a contingent deferred basis or be no-loads with no initial or contingent deferred sales charges. Clients are advised that Advisory Representatives are registered representatives of First Allied Securities, Inc. ("First Allied"), a registered broker/dealer, member of the Financial Industry Regulatory Authority ("FINRA") and SIPC. Therefore, Advisory Representatives have a conflict of interest in recommending mutual funds that carry a load since such mutual funds will pay Advisory Representatives a commission should the purchase be made through Advisory Representatives.</p> <p>A conflict of interest may exist between the interests of GP and/or its Advisory Representatives and the interests of the client in that GP and Advisory Representatives offer financial planning and investment advisory services for a fee and also offer various securities products for which they may be paid a commission. The securities products available through GP may be limited to certain products that have been reviewed and made available for offering through the broker/dealer with which Advisory Representatives may be registered representatives.</p> <p>Lower fees for comparable services may be available from other sources. Material conflicts of interest have been disclosed to the client in writing via the Form ADV, Part II that could cause the GP or Advisory Representatives to not render unbiased and objective advice. GP does not maintain custody of client funds or securities.</p> <p>Client is advised that the investment recommendations and advice offered by GP are not legal advice or accounting advice. Client should coordinate and discuss the impact of financial advice with their attorney and/or accountant. Client is advised that it is necessary to inform GP promptly with respect</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer
	<p>to any changes in the client's financial situation and investment goals and objectives. Failure to notify GP of any such changes could result in investment recommendations not meeting the needs of the client. Further, clients are advised:</p> <ul style="list-style-type: none"> • A conflict exists between the interest of the IA and the interests of the client; • Client is under no obligation to act upon the GP's recommendations; and • If the client elects to act on any of the recommendations, the client is under not obligation to effect the transactions through GP. <p>GP does not vote client securities or proxies on behalf of clients. Clients are responsible for voting all proxies.</p> <p><u>Advisory Referral Programs/Wrap Fee Programs</u> Guidant has entered into agreements with various third party investment advisers. Under these agreements, Guidant Planning, Inc. offers clients various types of programs sponsored by these advisers. All third party investment advisers to whom Guidant will refer clients will be licensed as investment advisers by the state of California or registered investment advisers with the United States Securities and Exchange Commission.</p> <p>After gathering information about a client's financial situation and investment objectives, a representative of Guidant Planning, Inc. will assist the client in selecting one or more particular third party programs. Guidant receives compensation pursuant to its agreements with these third party advisers for introducing clients to such advisers and for certain ongoing services provided by the client. His compensation, disclosed in the appropriate third party Schedule H, is typically a percentage of the investment advisory free charged by that third party adviser or a fixed fee.</p> <p>Guidant and its representative receive compensation from the third party adviser for referring clients, and because such compensation may differ depending upon the individual agreement with each third party adviser, Guidant and/or its representative may have an incentive to recommend one of these third party advisers over other third party advisers with whom it has either less favorable or no compensation arrangements.</p> <p>Since the fee for the investment advisory services of Guidant is paid by the independent third party adviser, the fee paid to Guidant is not negotiable. Fees paid by clients to independent third party advisers are established and payable in accordance with the Form ADV, Part II or other equivalent disclosure provided by each independent third party adviser to whom Guidant refers its clients, and may or may not be negotiable, as disclosed in the disclosure documents of the third party adviser.</p> <p>Certain programs may charge a wrap fee. Selection of a wrap fee program may result in the payment of fees by clients in excess of the combined total of separate advisory fees and brokerage commissions paid on a transactional basis. If a wrap fee program is not selected, the client may incur additional fees. In addition to the fees charged by third party investment advisers, client may be charged transaction charges by securities broker dealers. First Allied is a registered securities broker/dealer with whom certain associated persons of Guidance Planning, Inc., are agents, may receive transaction charges, a portion of which may in turn be paid to those associated representatives of Guidant in their capacities as agents of the broker/dealer, First Allied.</p> <p>Clients who are referred to third party investment advisers will receive full disclosure, including services rendered and fee schedules, at the time of the referral, by delivery of a copy of the relevant third party adviser's Form ADV, Part II or an equivalent disclosure document at the same time the</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer
3. K. (3)	<p>client receives Guidant Planning's, own disclosure brochure. If the investment program recommended to a client is a wrap fee program, the client will also receive the appropriate Schedule H or equivalent wrap fee brochure provided by the program sponsor and describing that program's services and costs in detail. Guidant will provide each client with all appropriate disclosure statements, including disclosure of any solicitation fees as required by Securities and Exchange Commission Rule 206(4)-3.</p> <p>Clients will sign an advisory agreement with Guidant and will also sign an advisory agreement directly with the third-party adviser of the program selected by the client. The client, Guidant, or the third-party adviser in accordance with the provisions of those agreements may terminate the advisory relationship. The client will typically receive a pro- rata refund of any prepaid advisory fees upon termination of an advisory agreement. Additionally, the client may terminate its advisory relationship with Guidant without being assessed any penalty within five business days of having signed the advisory agreement.</p> <p>The representative of Guidant will contact the client at least quarterly, and will make written inquiry regarding changes in the client's financial situation and needs or investment objectives. In addition, the representative will meet with the client at least annually to review any changes in the client's financial situation, needs, or investment objectives, as well as the performance of the programs managed by the third party investment adviser. A representative will be available for the client's consultation during normal business hours.</p>
3.L.	<p>Equipment leasing, cable television, fast food franchising, and leveraged buyouts are among the other partnership interests in which the firm gives investment advice.</p> <p>Real estate investment trusts are included in the investment products on which Guidant Planning, Inc. offers advice. With respect to its advisory referral program, will not offer advice on any specific securities or other investments, but will refer clients to third party investment advisers who will provide advice to clients in accordance with the relevant program provided by the third party adviser. Guidant assists clients in selecting third party investment advisers whose investment programs and strategies have been reviewed by Guidant and determined appropriate for Guidant's client based on her or his individual circumstances and investment goals.</p>
4. B. (8) 4. C. (7)	<p>With respect to client's investing and "AssetMark Investment Services", applicant introduces clients to investment managers who provide discretionary management of individual portfolios or equity and/or fixed income securities.</p> <p>With respect to clients investing in "AssetMark Investment Services", applicant uses model portfolios of mutual funds, exchange traded funds, and variable annuity sub- accounts provided by a number of institutional investment strategists and based on the information, research, asset allocation methodology and investment strategists.</p> <p>The main sources of information the adviser uses include on-line services and technical analysis software.</p> <p>With respect to clients investing in "AssetMark Investment Services", applicant uses model portfolios of mutual funds, exchange-traded funds, and variable annuity sub-accounts provided by a number of institutional investment strategist and based on the information, research, asset allocation methodology, and investment strategists.</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer
9.E.	<p>representatives of First Allied. In certain instances, First Allied will collect, as paying agent for Guidant, the investment advisory fee remitted to Guidant by the account custodian, and First Allied will retain a portion as a charge to the investment adviser (not the client) for the functions of First Allied is required to carry about by FINRA. This fee will not increase execution or brokerage charges to the client or the fee the client has agreed to pay Guidant pursuant to the client's advisory agreement. A portion of the fee retained by First Allied may be reallocated to other registered representatives of First Allied who, as registered representatives of First Allied, are responsible for the supervision of other representatives, and assist First Allied with the functions described above.</p> <p>First Allied furnishes certain materials and forms for its brokerage programs. These include account agreement forms to be used by First Allied Representatives when opening client accounts. First Allied reviews, and, if applicable, approves the material solely in its capacity as a broker/dealer for the account.</p> <p>First Allied may also act as paying agent with respect to payments made by certain third party advisers to Guidant under solicitors agreements between them. First Allied does not act as an investment adviser with respect to any accounts that are referred directly by Guidant to third party advisers.</p> <p>Guidant Planning, Inc.'s associated person, Mr. Allen G. Yee, provides assistance in completing trusts through NAFEP. In these capacities, the associates of Guidant Planning, Inc. act as tax and estate advisers and will receive fees from clients opting to purchase such services from the adviser associates, in addition to the advisory fees. Associated persons of Guidant Planning, Inc. are also licensed as insurance agents. Guidant's adviser Yee divides his time approximately as follows: investment advice, 25%; security sales, 50%; insurance sales, 10%; tax and estate, 15%.</p> <p>A potential conflict between the interests of the client and the interests of the advisory associate exists in the fee arrangements for products recommended. The client is under no obligation to purchase securities products recommended by the adviser, its principals or associates or First Allied or to purchase the recommended products through those persons, unless done in conjunction with an investment management program.</p>
10.	<p>On occasion, the adviser's interest may coincide with the interests of an advisory client. At such times, the adviser or its associate may buy or sell for their own accounts a security that is also recommended to a client to buy or to sell. Client transactions shall always take precedence over transactions effected by the adviser or its associates for their own accounts. Any recommendation to purchase or sell a security in which the firm's advisers may have a financial interest is purely coincidental, and the adviser will disclose fully to the client any such existing interest. Guidant Planning, Inc. maintains personal transactions records and all rules and regulations of the Investment Advisers Act of 1940 as well as the California Corporations Code are strictly enforced. No insider trading will be permitted under any circumstances.</p>
12. B.	<p>The minimum investment required in the "AssetMark Investment Service" program is generally \$50,000 for mutual fund and variable annuity accounts and \$100,000 for Exchange Traded Funds and privately managed accounts. Accounts below these minimums may be accepted on an individual basis at the discretion of the applicant.</p> <p>Applicant does not take any independent discretionary authority over client accounts. Applicant does, however, offer client participation in the "AssetMark Investment Services" program, an asset</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: Guidant Planning, Inc.	SEC File Number: 801-	Date: 06/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Guidant Planning, Inc.	IRS Empl. Ident.No.:
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Item of Form (identify)	Answer		
13. A.	<p>allocation program more fully described in Schedule H attached hereto. Model portfolios composed by a group of independent investment strategists are offered under the program, with different models designed to satisfy a gradient of risk/return assumptions. The independent investment strategists have no direct relationship with the applicant or client, make no analysis of the client's circumstances or objectives, and do not tailor the models to any specific client's need.</p> <p>The applicant assists the client in selecting the model portfolios that best suit the client's objectives. The client then specifically directs the account to be invested in accordance with the chosen model portfolio. When the client selects the model portfolio, the client further directs that the account be automatically adjusted to reflect any adjustment in the model portfolio by the investment strategist. This client authorization would result in the purchase and sale of certain mutual funds or exchange traded funds (or transfers between variable annuity sub-accounts) without further authorization by the client at such time as the investment strategist changes the composition of the selected model portfolio.</p> <p>The client receives confirmation of all transactions in the account, and is free to terminate participation in the program and retain or dispose of any assets in the account at any time. The applicant has no authority to cause any purchase or sale of securities in any client account, or change the model portfolio, or to direct the account to be invested in any manner other than as previously authorized by the client.</p> <p>Clients may implement and execute securities transactions through Guidant Planning, Inc.'s associate who is also broker/dealer agent/registered representative of First Allied. No client, however, is under any obligation to accept the advisory recommendations of Guidant Planning, Inc. or to execute recommended transactions through its associate or other person(s) affiliated with that broker/dealer, except as done in conjunction with an investment management program offered through that sponsor.</p> <p>Guidant Planning, Inc. and its associated persons do not directly suggest brokers to clients, unless done in conjunction with an investment management program. The client is always free to utilize her or his broker of choice in implementing the advice or financial plan. Guidant believes that First Allied provides a full range of investment and other financial services at rates that are generally no higher than comparable services in the financial services community.</p> <p>As stated earlier, in their capacity as broker/dealer agents, associates of Guidant Planning, Inc. may also receive 12(b)-1 fees on mutual fund products recommended to and purchased by adviser clients. Full disclosure of such fees is made prior to sale. For advisory referral program accounts, Guidant is paid by a participation in the advisory fee paid by clients to third-party advisors to whom Guidant refers client accounts. Guidant has entered into contracts with various third-party advisers, performing portfolio management. Full disclosure, either Form ADV, Part II or its equivalent, will be given to the client at the time of solicitation in accordance with Rule 206(4)-3.</p> <p>Applicant is entitled to receive a quarterly reimbursement from AssetMark Investment Services, Inc. for qualified marketing and/or business development expenses incurred by applicant. The amount of such reimbursement is based on the total assets invested at the end of each calendar quarter "the AssetMark program" as follows:</p> <table style="width: 100%; border: none;"> <tr> <td style="text-align: center;"><u>Asset Level</u></td> <td style="text-align: center;"><u>Quarterly Reimbursement</u></td> </tr> </table>	<u>Asset Level</u>	<u>Quarterly Reimbursement</u>
<u>Asset Level</u>	<u>Quarterly Reimbursement</u>		

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

**Schedule F of
Form ADV**

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	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">\$25mm</td> <td style="width: 50%; text-align: right;">\$1,250</td> </tr> <tr> <td>\$35mm</td> <td style="text-align: right;">\$1,750</td> </tr> <tr> <td>\$50mm</td> <td style="text-align: right;">\$2,500</td> </tr> <tr> <td>\$75mm</td> <td style="text-align: right;">\$3,750</td> </tr> <tr> <td>\$100mm</td> <td style="text-align: right;">\$5,000</td> </tr> </table> <p>PRIVACY NOTICE GP gathers various nonpublic information from clients in order to provide advisory products and services. GP does not share nonpublic information with nonaffiliated third parties except as permitted by law. Clients will be provided with a copy of GP's privacy policy upon establishment of a client relationship with GP and annually thereafter as long as client remains an active client.</p> <p>WARRANTEES/REPRESENTATIONS GP does not represent, warrantee or imply that the services or methods of analysis used by GP can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to major market corrections or crashes. No guarantees can be offered that client's goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by GP will provide a better return than other investment strategies.</p> <p>Varied fluctuations in the price of investments are a normal characteristic of securities markets due to a variety of influences. Managed account programs should be considered a long-term investment and thus long-term performance and performance consistency are the major goals.</p> <p>CODE OF ETHICS GP or its Advisory Representatives may buy or sell securities identical to those recommended to customers for their personal accounts. In addition, any related person(s) may have an interest or position in a certain security (ies) which may also be recommended to the Clients.</p> <p>It is the expressed policy of GP that its Advisory Representatives may not purchase or sell any individual stock or bond prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such Advisory Representatives benefiting from transactions placed on behalf of advisory accounts.</p> <p>As these situations represent a conflict of interest, GP has established the following restrictions in order to ensure its fiduciary responsibilities:</p> <ol style="list-style-type: none"> 1) A Director, officer or Advisory Representatives shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her affiliation with GP or First Allied, unless the information is also available to the investing public on reasonable inquiry. No person shall prefer his or her own interest to that of the advisory Clients. 2) All Clients are fully informed that certain individuals may receive separate compensation when effecting transactions during the implementation process. 3) GP emphasizes the unrestricted right of the Clients to decline to implement any advice rendered, except in situations where a Third Party Advisory Service is granted discretionary authority in the Client's account. 4) GP requires that all individuals must act in accordance with all applicable Federal and 	\$25mm	\$1,250	\$35mm	\$1,750	\$50mm	\$2,500	\$75mm	\$3,750	\$100mm	\$5,000
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	<p>State regulations governing registered investment advisory practices.</p> <p>5) Any individual not in observance of the above may be subject to termination.</p> <p>* This investment policy has been established recognizing that some securities being considered for purchase and sale trade in sufficiently broad markets to permit transactions by Clients to be completed without an appreciable impact on the markets of the securities. Under certain circumstances, exceptions may be made to the policies stated above. Records of these trades, including the reasons for the exceptions, will be maintained with GP's records in the manner set forth above.</p> <p>* Open-end mutual funds and/or the investment sub-accounts which may comprise a variable insurance product are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase of redemption. As such, transactions in mutual funds and/or variable insurance products by Advisory Representatives are not likely to have an impact on the prices of the fund shares in which Clients invest, and are therefore not prohibited by GP's Investment policies and procedures.</p> <p>In accordance with Section 204-A of the Investment Advisers Act of 1940, GP also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by GP or any person associated with GP.</p>

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