

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

Applicant: Your Source Financial, PLC. dba Your Source Financial	SEC File Number: 801-62784	Date: 10/01/2007
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Your Source Financial, PLC. dba Your Source Financial	IRS Empl. Ident. No.: 86-0988990
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Item of Form (identify)	Answer
Item 1.D	<p>ADVISORY SERVICES AND FEES</p> <p><u>Services</u> Your Source Financial. (“YSFi” or “Registrant”) primarily provides equity and fixed income discretionary advisory and asset management services to a variety of clients.</p> <p>Registrant creates private equity funds that invest in other funds or directly in early and expansion-stage private companies. Registrant also serves as investment advisor to these privately offered pooled investment vehicles formed as limited partnerships (where Registrant is the general partner). Registrant’s pooled investment vehicles are available only to persons who are “accredited investors” under the Securities Act of 1933, as amended. These pooled investment vehicles are not made available to the general public and are not registered investment companies.</p> <p>Advisory services provided to all clients are fully discretionary where Registrant has the authority to make all investment decisions for clients accounts and, when it deems appropriate and without prior consultation with its clients, buys, sells, and trades in any stocks, bonds, other investment vehicles, or any other security, subject to any Investment advisory agreement, offering memoranda, investment guidelines and/or restrictions as agreed to between the Registrant and clients.</p> <p>Registrant may delegate the investment management responsibilities to one or more sub-advisors that may be related persons of Registrant. Also Registrant may contract to pay solicitors to solicit clients. In both cases, Registrant will be responsible for the advisory fee paid to such sub-advisors or solicitors and the client’s fee will not be increased to cover such costs.</p> <p><u>Advisory Fees</u> Generally, fees are calculated as a percentage of assets under management based on the quarter end market value. Fees are shown as annual percentages, though paid quarterly. Advisory Fees are based on a consolidated appraisal of all billable client accounts under supervision.</p> <p>The fees described in this section are strictly for the provision of investment advisory services and do not include other fees that a client account may incur, such as custody fees, mutual fund fees, or fees charged by other service providers retained by the accounts. YSFi does not receive, or participate in the sharing of such fees or otherwise receive any benefit as a result of custodial arrangements entered into by its clients’ accounts. A description of these fees is available in each mutual fund’s prospectus and custodian disclosure documents. Client’s pays all account transaction charges, check-printing charges, and other miscellaneous charges incurred at the Custodian.</p> <p>Investment advisory services generally may be terminated by either party upon thirty days’ written notice. If clients make contributions during the quarter, the Registrant reserves the right to bill the client for a pro-rata portion of the contributed assets to the investment account. If a client terminates the agreement mid-quarter, then the client will be entitled to a prompt pro-rata refund of Supervisory Fee based on the number of days remaining in the quarter. The client must notify the Registrant in writing in order to terminate the Agreement.</p> <p>Fees and account minimums are subject to negotiation. Registrant reserves the right to waive the management fee on employee or other accounts. Lower fees for comparable services may be available from other sources. Existing clients of YSFi may have different fee arrangements from those specified below. Fee schedules vary depending on the size of account, and may change. Ranges shown below are approximations. Performance fees also apply for some strategies.</p>

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Item 1.D (Cont'd)	<p>The Registrant's standard advisory fee schedule is the following:</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Range</th> <th style="text-align: center;">Fee Percentage</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">First \$2,000,000</td> <td style="text-align: center;">1.50%</td> </tr> <tr> <td style="text-align: center;">\$ 2,000,000 to \$ 3,000,000</td> <td style="text-align: center;">1.00%</td> </tr> <tr> <td style="text-align: center;">\$ 3,000,000 to \$ 5,000,000</td> <td style="text-align: center;">0.75%</td> </tr> <tr> <td style="text-align: center;">\$ 5,000,000 to \$10,000,000</td> <td style="text-align: center;">0.65%</td> </tr> <tr> <td style="text-align: center;">Over \$10,000,000</td> <td style="text-align: center;">0.50%</td> </tr> </tbody> </table> <p><u>Financial Planning Fees</u> The Registrant's fixed fees for financial planning range from \$500 to \$12,500, depending upon the complexity of the client's financial situation and are negotiable within this range. Fees are agreed in advance and are due in advance upon signing the Planning Agreement. The client has the unconditional right to cancel the Planning Agreement within five business days after signing the agreement without obligation or penalty. After five business days, the client may cancel the Planning Agreement at any time before the delivery of the financial plan, but may be required to pay fees for work already performed.</p> <p>The Registrant's hourly charges for financial planning are \$150.00 per hour. A minimum of \$150.00 is charged in all cases. No maximum charge is defined. The Registrant provides a project estimate of time to client prior to signing the Planning Agreement. Additional time needed beyond original estimate will be agreed in advance by all parties.</p> <p><u>Direct Private Investment Fee Schedule</u> Maximum of 200 basis points on capital commitments plus a 20% carried interest.</p> <p>Basic fees are typically based on capital commitments, as determine by Registrant. Basic fees are either charged directly to and paid by the investment vehicle or billed directly to and paid by the underlying investor in the investment vehicle. Fees are generally billed quarterly in advance by applying 25% of the annual percentage rate to the capital commitments. Registrant calculates the capital commitments for all its clients' accounts.</p> <p>Partnerships that are formed to invest primarily in direct privately purchased securities or in other partnerships may pay fees in advance. Termination provisions are individually negotiated. In all cases of termination before expiration, subject to the terms of the partnership agreement, any unearned fee for any client account will be refunded to the client in accord with the terms of the agreement with the client.</p> <p><u>General</u> The Registrant does not represent or guarantee that investment performance will be achieved as a result of the Registrant's recommendations. Recommendations are based in part on historic performance that may not be indicative of future performance.</p> <p>The client is responsible for providing complete supporting documentation. The Registrant uses client supporting documentation as a critical resource for the Registrant's recommendations. The client agrees to notify the Registrant if there is a material change in financial condition or investment objectives.</p> <p>The Registrant is neither engaged in the practice of law nor in the practice of accounting. Any</p>	Range	Fee Percentage	First \$2,000,000	1.50%	\$ 2,000,000 to \$ 3,000,000	1.00%	\$ 3,000,000 to \$ 5,000,000	0.75%	\$ 5,000,000 to \$10,000,000	0.65%	Over \$10,000,000	0.50%
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Item 1.D (Cont'd)	<p>recommendations from the Registrant concerning law or accounting do not entail a legal analysis or legal opinion. The client is responsible to retain at client's expense, attorneys, accountants, appraisers and other professionals as necessary to ensure suitability and compliance with all laws.</p> <p>In certain client relationships and only when offered by the Registrant, the Registrant may pay, as part of the management fee collected from the client, for certain accounting and legal services to be rendered to the client through the Registrant's affiliated firms (see Item 8 of this Schedule F). Terminated clients do not receive these services at the Registrant's expense nor do they receive any fee rebate because accounting services are not provided. The Registrant is not responsible for any losses caused by the actions of any recommended third party, including without limitation, any accounting or legal professional services, unless such recommendation is the result of the Registrant's willful misfeasance, bad faith or gross negligence.</p> <p><u>Proxy Voting and Class Actions</u> The Registrant will not exercise proxy or class action voting authority over client securities. The obligation to vote proxies and class actions shall at all time rest with the client. The client shall in no way be precluded from contacting the Registrant for advice or information about a particular proxy or class action vote. However, the Registrant shall not be deemed to have proxy or class action voting authority solely as a result of providing such advice to the client.</p> <p>Should the Registrant inadvertently receive proxy or class action voting information for a security held in the client's account, the Registrant will immediately forward such information on to the client, but will not take any further action with respect to the voting of such proxy or class action.</p> <p><u>Valuation</u> For marketable securities, the prices provided by custodians are used for client reporting and fee billing. This valuation is determined independently of the Registrant.</p> <p><u>IPOs</u> The Registrant does not purchase IPOs for advisory clients.</p> <p>TYPES OF CLIENTS <u>Other Clients</u> Registrant may advise unregistered partnerships and other entities formed for the purpose of investment.</p> <p>TYPES OF INVESTMENTS <u>Interests in Partnerships</u> Registrant may invest on behalf of clients in private securities and in partnerships and other commingled vehicles that primarily invest in privately purchased securities.</p> <p><u>Interests in Privately Purchased Securities</u> Registrant may direct investments on behalf of clients in securities purchased privately, including without limitation, equity or equity-related debt, convertible or any other types of securities, in the U.S. and outside the U.S.</p> <p>SOURCES OF INFORMATION <u>Main Sources of Information</u> Registrant from time to time uses independent consultants as a source of research to obtain</p>
Item 2.G.	
Item 3.K.	
Item 3.L	
Item 4.b.(8)	

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	information on a particular industry, sector, etc., prior to determining whether it should commit capital to a particular private venture. The use of independent consultants is not considered a soft dollar service as this research is paid directly by the client(s) on a pro-rata basis who either participated in the investment opportunity or would have participated had the deal been consummated. See item 12 for a description of soft dollars.

Item 5	EDUCATION AND BUSINESS STANDARDS Investment Advisor Representatives of the Registrant who provide investment advice to the client are required to have a university degree and several years of investment experience or related business experience. Investment Advisor Representatives must also pass the Series 65 or Series 66 examinations or obtain a waiver from such requirement.
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Item 6	EDUCATION AND BUSINESS BACKGROUND <table border="1"> <tr> <td>Name:</td> <td>George R. Collett, CFP®</td> </tr> <tr> <td>Born:</td> <td>1960</td> </tr> <tr> <td>Education:</td> <td>BA Philosophy Wabash College Crawfordsville, IN 1982</td> </tr> <tr> <td>Employment History (Last 5 Yrs):</td> <td>2000 to Present: Principal/Investment Adviser Representative, Your Source Financial; Independently licensed life, health, and disability agent 2005 to Present: Principal, Your Source Accounting, L.L.C. 2005 to Present: Principal, YSF Properties, L.L.C. 2006 to Present: Principal, Collett Financial, P.C. 2006 to Present: Principal, Your Source, L.L.C.</td> </tr> </table> <table border="1"> <tr> <td>Name:</td> <td>Raymond J. DiMuro, CFP®</td> </tr> <tr> <td>Born:</td> <td>1966</td> </tr> <tr> <td>Education:</td> <td>BS Business Administration University of San Diego, San Diego, CA 1988</td> </tr> <tr> <td>Employment History (Last 5 Yrs):</td> <td>2002 to Present: Principal/Investment Adviser Representative, Your Source Financial; Independently licensed life, health, and disability agent 2005 to Present: Principal, Your Source Accounting, L.L.C. 2005 to Present: Principal, YSF Properties, L.L.C. 2005 to Present: Principal, DiMuro Financial, P.C. 2006 to Present: Principal, Your Source, L.L.C.</td> </tr> </table> <table border="1"> <tr> <td>Name:</td> <td>Roger Nusbaum</td> </tr> <tr> <td>Born:</td> <td>1966</td> </tr> <tr> <td>Education:</td> <td>BA Economics San Diego State University, San Diego, CA 1988</td> </tr> <tr> <td>Employment History (Last 5 Yrs):</td> <td>2004 to Present: Portfolio Manager/ Investment Adviser Representative, Your Source Financial 2003 to 2004: Sole Proprietor 2002 to 2003: Registered Representative, Morgan Stanley, Inc. 2002 to 2003: Investment Adviser Representative, Fischer Investments, Inc.</td> </tr> </table>	Name:	George R. Collett, CFP®	Born:	1960	Education:	BA Philosophy Wabash College Crawfordsville, IN 1982	Employment History (Last 5 Yrs):	2000 to Present: Principal/Investment Adviser Representative, Your Source Financial; Independently licensed life, health, and disability agent 2005 to Present: Principal, Your Source Accounting, L.L.C. 2005 to Present: Principal, YSF Properties, L.L.C. 2006 to Present: Principal, Collett Financial, P.C. 2006 to Present: Principal, Your Source, L.L.C.	Name:	Raymond J. DiMuro, CFP®	Born:	1966	Education:	BS Business Administration University of San Diego, San Diego, CA 1988	Employment History (Last 5 Yrs):	2002 to Present: Principal/Investment Adviser Representative, Your Source Financial; Independently licensed life, health, and disability agent 2005 to Present: Principal, Your Source Accounting, L.L.C. 2005 to Present: Principal, YSF Properties, L.L.C. 2005 to Present: Principal, DiMuro Financial, P.C. 2006 to Present: Principal, Your Source, L.L.C.	Name:	Roger Nusbaum	Born:	1966	Education:	BA Economics San Diego State University, San Diego, CA 1988	Employment History (Last 5 Yrs):	2004 to Present: Portfolio Manager/ Investment Adviser Representative, Your Source Financial 2003 to 2004: Sole Proprietor 2002 to 2003: Registered Representative, Morgan Stanley, Inc. 2002 to 2003: Investment Adviser Representative, Fischer Investments, Inc.
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Item of Form (identify)	Answer
Item 6 (Cont'd)	Name: Chad W. Ragland
	Born: 1970
	Education: BS Economics Northern Arizona University, Flagstaff, AZ 1992
	Employment History (Last 5 Yrs): 2000 to Present: Investment Adviser Representative, Your Source Financial 2005 to Present: Principal, YSF Properties, L.L.C. 2003 to Present: Principal, Ragland Racing 2000 to 2006: Principal, Your Source Financial 2005 to 2006: Principal, Your Source Accounting, L.L.C.
	Name: Branch R. Johnson, CPA CFP®
	Born: 1973
	Education: BS Business Administration University of Arizona, Tucson, AZ, 1997
	Employment History (Last 5 Yrs): 2006 to Present: Investment Adviser Representative, Your Source Financial 2004 to 2006: Registered Representative, Morgan Stanley, Inc. 1998 to 2004: KPMG LLP
	Name: James F. Reid
	Born: 1980
	Education: BA Communication Studies University of Iowa, Iowa City, IA 2004
	Employment History (Last 5 Yrs): 2006 to Present: Investment Adviser Representative, Your Source Financial 2006: Registered Representative, First Financial Equity Corporation 2005-2006: Registered Representative, Morgan Stanley, Inc. 2004-2005: The Cheesecake Factory 2003: Mulherin, Rehfeldt, & Varchetto, P.C. 2002-2003: Manor Health Care

Item 7.B	<p>OTHER BUSINESS ACTIVITIES</p> <p><u>Insurance</u> The Registrant may analyze, recommend, sell, and service insurance products to the client when appropriate. Approximately 10% of Mr. Collett's and Mr. DiMuro's time is spent in the effort. The Registrant may receive a commission for selling insurance products to the client. The client is under no obligation to purchase any insurance product recommended. The client is under no obligation to purchase the recommended insurance product from the Registrant. The Registrant is licensed as an insurance agency and Mr. Collett and Mr. DiMuro are individually licensed, contracted, and in good standing to sell Life, Health, and Disability insurance through several insurance companies.</p> <p><u>Pacific Coast Mortgage, Inc.</u> Mr. DiMuro, has entered into an employment agreement with Pacific Coast Mortgage, Inc. Pursuant to this agreement, Mr. DiMuro receives certain employment compensation for mortgage loans placed with Pacific Coast Mortgage on a fully disclosed basis to clients. This is not an exclusive agreement and the client is under no obligation to place mortgages with Pacific Coast Mortgage or Mr. DiMuro. Mr. DiMuro spends approximately 0.25% of his time in this effort.</p>
Item 7.C	<p><u>One Source Medical Management</u> Mr. Collett and Mr. DiMuro and owns an interest in One Source Medical Management through Your Source, L.L.C., which provides business consulting, billing, collections, systems, and marketing</p>

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	<p>services on an outsourced basis to medical practices. Mr. Collett and Mr. DiMuro spend approximately 5% of their time in this effort.</p> <p><u>Your Source Accounting</u> See Item 8.C.7 below.</p> <p><u>Your Source Legal</u> See Item 8.C.8 below.</p> <p><u>Your Source Partners</u> See Item 8.C.12 below.</p>	
Item 8.C.(7)	<p>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS <u>Your Source Accounting, LLC dba. Your Source Accounting</u> The Registrant has entered into service agreements with Your Source Accounting (“YSA”), an Arizona limited liability corporation. Pursuant to these agreements, the Registrant receives certain management, planning, and record keeping services from YSA. Additionally, YSA receives planning, and technical support from the Registrant. For a fee, YSA may provide certain accounting services to the client (or have such fee waived). The client is under no obligation to pay such fees or use services from YSA unless the client agrees enters into an agreement with YSA.</p>	
Item 8.C.(8)	<p><u>Your Source Legal, LLC dba. Your Source Legal</u> The Registrant has entered into service agreements with Your Source Legal (“YSL”), an Arizona limited liability corporation. Pursuant to these agreements, the Registrant receives certain management, planning, and advice services from YSL. Additionally, YSL receives planning, and technical support from the Registrant. For a fee, YSL may provide certain legal services to the client (or have such fee waived). The client is under no obligation to pay such fees or use services from YSL unless the client agrees enters into an agreement with YSL.</p>	
Item 8.C.(12)	<p><u>Your Source Partners, LLC dba Your Source Partners</u> Registrant or related persons are the general partner or managing member to certain limited partnerships and LLCs. Registrant and related persons, including certain employees, may purchase or receive a portion of the interests made available in these offerings. See 9.D. and E. below.</p>	
Item 9	<p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS <u>Generally</u> Registrant and/or its related persons may recommend to clients that they buy or sell interests in the same investment products in which it or its related persons have some financial interest, including ownership, and Registrant and/or its related persons may own, buy or sell for themselves the same securities that they may have recommended to clients. Registrant’s policies and procedures are intended to identify these and other potential conflicts and to assure that in all instances client interests come first.</p> <p><u>Investment of Registrant’s Capital</u> Registrant or related persons may invest their own capital in securities or investment products in which the private equity funds managed by Registrant also invest in, including private equity securities and funds, as well as certain liquid instruments including, but not limited to, US government obligations, corporate debt and commercial paper that is used to manage idle cash until</p>	

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Item 9 (continued)	<p>such time as a suitable investment is identified.</p> <p><u>Registrant's Participation as General Partner in Partnerships</u> From time to time, YSFi or related persons may provide investment advice to limited partnerships formed to invest in private securities. YSFi or its related persons may be a limited partner or act as the general partner, owning generally 1% of these partnerships. In these cases, the general partner will also receive a portion of the profits of the partnership once a return to partners has been achieved.</p> <p><u>Other Private Equity Program Participation by Employees</u> YSFi employees, officers or directors may purchase securities in nonpublic transactions outside the context of co-investment programs. Thereafter, YSFi or related parties may recommend the purchase of publicly issued securities of the same issuers for their clients. In this event, the YSFi employee who made a personal investment in a non-public transaction of such issuer will not participate in the consideration of whether YSFi clients should invest in that issuer's securities. Such consideration will be subject to independent review by YSFi investment personnel having no personal investment in the issuer. All purchases made by employees, officers or directors of YSFi are subject to the standards of professional conduct outlined in the YSFi's Code of Ethics.</p> <p><u>Registrant's Contracts With Related Persons</u> Registrant generally has discretionary authority to contract with any of Registrant's related persons to perform any services deemed necessary or appropriate in connection with the investment management services provided. Registrant has in the past and may continue in the future to recommend to either a fund or third-party client account the purchase of a private equity fund where Registrant or a related entity serves as either the general partner or manager. Registrant may recommend the purchase or sale of a security in which Registrant and related persons including its affiliates also have a position or interest in the same security or various classes of the same security. The investors in these issuers could have different rights that may be in conflict with decisions made by Registrant, related persons and affiliates in the event of a default or in a workout situation. These situations could potentially raise or give the appearance of an unavoidable and irreconcilable division of interests and responsibilities with respect to multiple parties.</p> <p>Also from time to time, affiliates of Registrant, who may control, be controlled by or under common control with the Registrant, will provide seed capital to help fund a new private capital investment fund. In doing so, Registrant may purchase securities equivalent to the amount of capital deposited for such purposes in an account in the name of the affiliate that is later transferred into the investment fund in exchange for a percent ownership in such investment fund. This may be construed as a principal transaction based on an interpretation of Section 206(3), under the Investment Advisers Act of 1940. When this occurs, Registrant complies with the legal and regulatory requirements under 206(3). However, if the fund closes and a significant portion of investors in the fund are ERISA plans such that the entire fund is deemed to be an ERISA pool, Registrant will not allow the transfer of assets between an account that is under common control with the Registrant and the fund.</p> <p>Registrant always manages its clients' accounts in accordance with guidelines established through either an offering memorandum or directly with the client through a separate agreement.</p> <p><u>Opposing Recommendations</u> Registrant may buy, sell or hold securities for itself or certain clients while entering into the opposite</p>

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Item 9 (continued)	<p>investment decision for one or more other client accounts. Conflicts of interest may occur such as selling or buying the same securities that are executed by other affiliated advisers on behalf of their clients in the opposite direction of recommendations to Registrant client accounts. These are naturally occurring, inadvertent market crosses that are not considered cross transaction by either Registrant or under existing policies and procedures adopted by its affiliates.</p> <p>Registrant will not knowingly act as a broker or cause one client to sell a security to, or purchase a security from, another client, unless it is in the client's best interest to do so and only in accordance with applicable provisions of law that govern the specific type of client account(s).</p> <p><u>Conflicts of Interest</u> Policies and procedures have been adopted by the Registrant to address many of the conflicts of interest described above. The Registrant has adopted a Code of Ethics ("COE"), which includes personal trading reporting and review policies and procedures and insider trading policies and procedures. The Registrant's COE requires, among other things, that Investment Advisor Representatives:</p> <ul style="list-style-type: none"> ▪ Act with integrity, competence, diligence, respect, and in an ethical manner with the public, Clients, prospective Clients, employers, Investment Advisor Representatives, colleagues in the investment industry, and other participants in the global capital markets; ▪ Place the integrity of the investment profession, the interests of Clients, and the interests of the Advisor above one's own personal interests; ▪ Adhere to the fundamental standard that you should not take inappropriate advantage of your position; ▪ Avoid any actual or potential conflict of interest; ▪ Conduct all personal securities transactions in a manner consistent with this policy; ▪ Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities; ▪ Practice and encourage others to practice in a professional and ethical manner that will reflect credit on yourself and the profession; ▪ Promote the integrity of, and uphold the rules governing, capital markets; ▪ Maintain and improve your professional competence and strive to maintain and improve the competence of other investment professionals. ▪ Comply with applicable provisions of the federal securities laws. <p><u>Allocation of Investment Opportunities</u> Registrant considers an account to be "eligible" for an allocation when it believes an investment is appropriate for a given account based on that account's investment restrictions, objective, strategy, risk profile, time horizon, tax sensitivity, tolerance for turnover, asset composition and cash level, applicable regulatory restrictions, sponsor-imposed qualifications, materiality of potential allocations to a client, and overall suitability for an investment. Registrant makes decisions about eligibility based on not just the above factors but also client driven guidelines and restrictions and its good faith judgments that is not arbitrary about appropriateness of investments for an account.</p> <p>When allocating positions, after eligibility is determined, YSFi generally allocates the securities on a pro-rata basis in proportion to each account's original order or account size. The original order or allocation is determined pro-rata based on size of all participating eligible clients' accounts. There are limited exceptions to this rule. For example, if one or more accounts would be unable to meet an</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:	SEC File Number:	Date:
Your Source Financial, PLC. dba Your Source Financial	801-62784	10/01/2007

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Your Source Financial, PLC. dba Your Source Financial		IRS Empl. Ident. No.: 86-0988990
Item of Form (identify)	Answer	
Item 9 (continued)	<p>investment objective, or if a pro rata allocation results in a de minimis allocation to certain accounts, YSFfi may deviate from the pro rata formula.</p> <p>Eligibility of an account to receive a particular allocation may require YSFfi to make numerous subjective judgments. For instance, YSFfi may consider cost, not market value as account value, as YSFfi deems necessary. YSFfi also includes estimated uncommitted funds in account value when computing some allocations. However, whenever an allocation is not pro-rata based on size of client(s) account(s), whether purchasing or selling a security, the rationale used to determine the allocation will be set forth on an allocation blotter or memorandum.</p> <p><u>Compliance Program</u> YSFfi, due to regulatory initiatives, including various rules and regulations adopted by the Securities and Exchange Commission, such as Rule 206(4)-7 under the Investment Advisers Act, as amended, mandating the development of a comprehensive compliance program by all federally registered investment advisers, including, but not limited to, the creation of policies and procedures that are reasonably designed to detect and prevent violations of the Advisers Act, has adopted policies and procedures as part of its Compliance Program to meet this requirement. A copy of these policies and procedures are available upon request.</p>	
Item 10	<p>CONDITIONS FOR MANAGING ACCOUNTS Except as described in this paragraph, Registrant generally requires a minimum investment of \$300,000.00 for an account to be separately managed. Registrant's minimums are negotiable. YSFfi reserves the right to decline business at its discretion.</p> <p>Investments through limited partnerships are typically governed by the terms of the applicable partnership agreement.</p> <p>The Registrant may impose minimum annual fees on advisory account. The Registrant may also impose a minimum \$100 annual fee (custody account) on all accounts held under the Registrant's master account at the custodian. Any minimum fee may be waived in the Registrant's sole discretion.</p>	
Item 11.A.	<p>REVIEW OF ACCOUNTS <u>Review Activity</u> Lead portfolio managers monitor accounts on a regular basis. Where applicable, YSFfi personnel conduct a second level of review, as well. Account management can require additional portfolio managers and operations personnel to provide daily, monthly and quarterly reviews regarding specific client account requirements. These team members work to assure that individual accounts comply with contractual guidelines and restrictions. They monitor individual account composition and performance in comparison to models and arrange for efficient investment/liquidation when cash deposits and disbursements are made. Frequency of reviews and account review loads vary depending on the type of investment activity. Major changes in market conditions may also trigger ad hoc reviews.</p>	
Item 11.B.	<p><u>Client Reports</u> IYSFfi's clients receive reports at least quarterly. These reports may provide performance, sector classifications, yield, income, portfolio composition and value, and purchases and sales. Reporting frequency and content may be tailored to clients' particular needs.</p>	

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Item of Form (identify)	Answer
Item 12.A	<p>INVESTMENT OR BROKERAGE DISCRETION</p> <p><u>Investment Discretion</u></p> <p>YSFi has discretionary authority to invest client portfolios including securities and amounts to be bought and sold, broker dealers to use and commission rates that will be charged, in accordance with client investment objectives and guidelines, subject to any client-specified investment restrictions or limitations. Limits to YSFi's authority and other client specifications are contained in client investment management contracts. Contract restrictions might include limited concentrations, diversification criteria, liquidity requirements, maximum rates of turnover, specific asset allocations, prohibitions on investing in an issuer, class or sector, and direction to use specific broker-dealers. In the case of the private equity funds, YSFi does not engage in frequent trading of public securities. The extent of such trading activity occurs either when a private equity security held in one of the funds managed by YSFi initiates an IPO or when investing surplus cash until such time as a suitable investment opportunity arises.</p>
Item 12.B	<p><u>Brokerage Discretion and Selection</u></p> <p>When using brokerage services, YSFi generally has the authority and responsibility to select the broker-dealer. YSFi selects brokers based on their ability to provide best execution. In seeking best execution and negotiating commission rates, the commission cost is one factor that is considered. Other factors may include, but not limited to, price, quality, quantity, research and other services provided, reliability of the brokerage services, execution capability, a firm's financial responsibility, and the difficulty of specific transactions. Also an analysis is performed to determine which services best assist us in fulfilling our overall investment responsibilities to our clients. All such factors are considered when selecting brokers that we believe will deliver best execution in seeking to fulfill the long term best interests of our clients.</p> <p>YSFi does not obligate itself to seek the lowest commission cost on each individual transaction and may cause a client to pay commission costs which may exceed the cost charged by another broker-dealer. This may occur when a good faith determination is made that the commission costs are reasonable in relation to the research and/or brokerage services provided by the broker-dealer.</p> <p>The Registrant generally requires that Clients establish brokerage accounts with Schwab to maintain custody of Clients' assets and to effect trades for their accounts. The Registrant is independently owned and operated and not affiliated with Schwab. Schwab provides the Registrant with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors and on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the Registrant's Clients' assets is maintained in accounts at Schwab and is not otherwise contingent upon the Registrant committing to Schwab any specific amount of business. Schwab's services include brokerage, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.</p> <p>For the Registrant's Client accounts maintained in its custody, Schwab generally does not charge separately for custody but is compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through Schwab or that settle into Schwab accounts.</p> <p>While there is no direct link between the investment advice given and participation in the Schwab program, some benefits are received. These benefits include: receipt of duplicate Client</p>

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Item of Form (identify)	Answer
Item 12.B (continued)	<p>confirmations and bundled duplicate statements; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; ability to have investment advisory fees deducted directly from Client accounts; access to an electronic communication network for Client order entry and account information; receipt of compliance publications; and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors. The benefits received through participation in the program do not necessarily depend upon the proportion of transactions directed to Schwab.</p> <p>The Registrant, through its participation in the program, may receive discounts on compliance, marketing, technology, and practice management products or services provided to the Registrant by third party vendors. As part of its fiduciary duty to Clients, the Registrant endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits by the Registrant in and of itself creates a potential conflict of interest. These benefits may indirectly influence the Registrant's choice of Schwab as the required broker-dealer.</p> <p>The Registrant negotiates custodial and brokerage arrangements pursuant to which it receives specific products or services in exchange for the expectation and obligation, that a certain amount of assets under management will be custodied with, and that brokerage execution will be directed to, Schwab.</p> <p>The Registrant will block trades where possible and when advantageous to Clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple Clients' accounts so long as transaction costs are shared equally and on a pro-rated basis among all accounts included in any such block. Block trading allows the Registrant to execute equity trades in a timely and equitable manner and to reduce overall commission charges to Clients. Clients that restrict the Registrant to using a particular broker or dealer for executing their transactions generally will be unable to participate in aggregated orders and will be precluded from receiving the benefits, if any; of an aggregation which other Clients may receive. Also, the Registrant will generally execute aggregated orders for non-directed Clients before executing orders for Clients that direct brokerage.</p> <p><u>Directed Brokerage</u></p> <p>It is possible that the best overall transaction results may be achieved when the Registrant is not restricted by the Client in the selection of broker-dealers compared to when Clients direct the Registrant to utilize a particular broker-dealer. It is recognized, however, that some Clients may wish to direct the execution of transactions made for their accounts to specific broker-dealers they select other than Schwab. Accordingly, the Registrant may accept written instructions from Clients to direct securities transactions for the Client's account to specific broker-dealers. Clients may have a pre-established relationship with a broker-dealer and they will instruct the Registrant to execute all transactions through that broker. Clients who direct the Registrant to use a particular broker or dealer may lose out on a certain benefits that may otherwise be obtained and it should be understood that the Advisor will not have authority to obtain volume discounts. Consequently, Clients directing the use of a particular broker may not receive best execution.</p> <p>Where a Client directs in excess of an amount that the Registrant believes it can direct without compromising execution quality, the Client retains responsibility for achieving best execution in transactions for their accounts. To ensure that one Client's directed brokerage arrangement does not adversely affect another Client's investment results, orders placed pursuant to Client directed brokerage arrangements are generally executed after all discretionary orders. Where Clients</p>

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Item 12.B (continued)	<p>designate brokers or dealers, it is not possible for the Registrant to obtain similar execution that might otherwise be attainable if the Registrant had full discretion in the selection of the executing firm.</p> <p>The Registrant typically will not choose to trade away from Schwab or such broker-dealer that a Client has directed The Registrant to use, because of the additional effort entailed in ensuring proper trade settlement.</p> <p><u>Inter-positioning</u> When over-the-counter transactions are executed for a Client, the agency commission (if any) paid by the Client may represent only a portion of the compensation earned by the broker. The broker may also charge a markup or markdown on the security.</p>	
Item 13.A	<p>ADDITIONAL COMPENSATION</p> <p><u>Director's Fees</u> It is the Registrant's policy that if, with the approval of YSF's Chief Compliance Officer or his designee, the Registrant or a related person serves as a director on a board of directors (or in a similar capacity) of a company (or other entity) in which the Registrant has invested client funds, and is offered compensation for such service, such compensation is either refused or transferred to client accounts for their benefit. From time to time, Registrant will elect to use such fee, in whole or in part to offset a portion of the management fees charged to the relevant clients.</p> <p><u>Related Persons</u> Certain of Registrant's affiliates receive soft dollars, fee payments, and may from time to time receive other additional compensation from non-clients.</p>	
Item 13.B	<p>CLIENT SOLICITATION</p> <p>YSFi pays fees to persons for client referrals, as permitted by Rule 206(4)-3 of the Investment Advisors Act of 1940. Such fees are paid by INVESCO rather than by the client. These fees typically involve YSF's paying a portion of its investment management fee to the referring party. YSF will not charge the referred client a higher fee to compensate for the fee it pays to the solicitor.</p>	
Item 14	<p>CUSTODY</p> <p>Registrant's serves as the general partner to various private equity partnerships and as such has control over disbursements from limited partnerships or comparable structures, which constitutes custody relative to clients' investments in them. However, Registrant delivers a copy of the annual report to each underlying limited partner or unit holder in such structures within 120 days for private equity funds, in accordance with Rule 206(4)-2 under the Investment Adviser's Act of 1940. All assets of client accounts are held at a qualified custodian who provides the underlying investors in funds with a quarterly account statement. These practices are intended to reasonably assure that custody is maintained in accordance with the requirements of Rule 206(4)-2 under the Investment Adviser's Act of 1940.</p>	

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