

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

Applicant: Beechwood Wealth Advisors, LLC	SEC File Number: 801- N/A	Date: 04/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Beechwood Wealth Advisors, LLC	IRS Empl. Ident.No.: 80-0147675
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Item of Form (identify)	Answer
Item 1.D.	<p>Advisory Services and Fees Beechwood Wealth Advisors, LLC (hereinafter the “Firm” or “BWA”) is a limited liability company formed under the laws of the State of California. The Firm offers personalized investment advisory services to individuals, trusts, estates, charitable organizations, corporations and other business entities. The Adviser’s services and fee arrangements are described in the following pages. This Schedule F narrative provides Clients with information regarding BWA and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory Client.</p> <p>Please contact John Longstaff, Managing Member, if you have any questions about this Schedule F narrative. Additional information about BWA is available on the Internet at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for BWA is 147113.</p> <p>Individuals associated with BWA will provide its investment advisory services. These individuals are appropriately licensed, qualified, and/or authorized to provide advisory services on behalf of BWA. Such individuals are known as Investment Adviser Representatives (IARs).</p> <p>Investment Management Services BWA provides discretionary and non-discretionary investment recommendation and consulting services where the investment advice provided is custom tailored to meet the needs and investment objectives of the Client. Such services are provided on a non-continuous basis. As part of this service, BWA and its IARs will gather information about the Client’s financial situation and objectives, assist the Client in determining their investment goals, objectives, risk tolerance, and retirement plan time horizon, and create an initial portfolio allocation designed to complement the Client’s tax, estate, and professional goals and objectives. Where a Client elects to implement investment recommendations through the Firm, BWA will either manage Client assets directly on a limited discretionary basis or will recommend that the Client utilize the services of various third party investment advisers (“TPA”) to manage the Client’s portfolio. Further information about these TPAs can be found in the Third Part Management Programs section below.</p> <p>BWA will periodically meet with Clients to review reports provided to the Client, review the Client’s financial situation and objectives, provide cash management budgeting reviews, conduct Monte Carlo simulations, offer online document storage capabilities, communicate information to the TPA(s) as warranted, and to assist the Client in understanding and evaluating the services provided by the TPA(s). Clients will be expected to notify their IAR of any changes in their financial situation, investment objectives, or account restrictions. Clients may also directly contact their TPA(s).</p> <p>The annual fee for investment recommendation and consulting services is billed quarterly in arrears based on the market value of Client assets on the last day of the quarter. Fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar quarter.</p> <p>On an annualized basis, BWA’s fees for ongoing services, subject to negotiation, are based on the following fee schedule:</p>

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Item 1.D. (continued)	<table border="0" style="width: 100%;"> <thead> <tr> <th style="text-align: left;"><u>Assets Under Management</u></th> <th style="text-align: left;"><u>Annualized Fee</u></th> </tr> </thead> <tbody> <tr> <td>\$50,000 to \$500,000</td> <td>1.25%</td> </tr> <tr> <td>\$500,001 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 \$5,000,000</td> <td>0.50%</td> </tr> <tr> <td>Over \$5,000,000</td> <td>0.35%</td> </tr> </tbody> </table> <p>The combined fee charged by the Firm and the third party investment advisers recommended by the Firm will never exceed 3% of assets under management.</p> <p>BWA generally imposes a minimum of \$250,000 to offer investment management services. However, this account minimum may be waived at the discretion of BWA. The Firm may allow accounts of members of the same household to be aggregated for purposes of meeting the minimum account size. BWA may allow such aggregation, for example, where the Firm services accounts on behalf of minor children of current Clients, individual and joint accounts for a spouse, and other types of related accounts.</p> <p>BWA will either invoice Clients directly investment management services, or payment of the Firm's management fees will be made by the qualified custodian holding the Client's funds and securities provided that the following requirements are met:</p> <ul style="list-style-type: none"> ▪ The Client provides written authorization permitting the fees to be paid directly from the Client's account held by the custodian. BWA does not have access to Client funds for payment of fees without Client consent in writing. ▪ BWA sends the Client an invoice showing the amount of the fee, the value of the Client's assets on which the fee is based, and the specific manner in which the fee was calculated. ▪ It is disclosed to the Client that it is the Client's responsibility to verify the accuracy of the fee calculation and that the custodian will not determine whether the fee is properly calculated. ▪ BWA will send an invoice to the custodian indicating only the amount of the fee to be paid by the custodian. ▪ The custodian agrees to send the Client a statement, at least quarterly, indicating all amounts dispersed from the account including the amount of the advisory fee paid directly to BWA. <p>The Client may terminate the agreement within five days of the date of acceptance without penalty to the Client. After the five-day period, either party may terminate the agreement by providing a written notice to the other party. However, the Client will incur a pro rata charge for bona fide recommendation and/or consulting services rendered prior to such termination. Refunds are not applicable since fee are payable in arrears.</p> <p><i>Third Party Management Programs</i></p> <p>All TPAs that the Firm recommends to its Clients must be exempt from registration or registered as investment advisers with the Securities and Exchange Commission or with the appropriate state authority(ies). Currently, BWA recommends that Clients utilize the services of SEI Asset Management Corp. ("SIMC") and/or AssetMark Investment Services, Inc. ("AssetMark") among others. BWA will monitor the performance of these TPA(s) to ensure their performance and investment style remains aligned with the investment goals and objectives of the Client.</p>	<u>Assets Under Management</u>	<u>Annualized Fee</u>	\$50,000 to \$500,000	1.25%	\$500,001 to \$1,000,000	1.00%	\$1,000,001 to \$2,000,000	0.75%	\$2,000,001 to \$5,000,000	0.50%	Over \$5,000,000	0.35%
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Item 1.D. (continued)	<p>Clients who are referred to TPAs will receive full disclosure, including services rendered and fee schedules, at the time of the referral by delivery of a copy of the relevant TPA's Form ADV Part II or equivalent disclosure document. In addition, if the investment program recommended to a Client is a wrap fee program, the Client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program. The Firm or the TPA will provide to each Client all appropriate disclosure statements. BWA will not share in a portion of the fees paid to the TPA.</p> <p>Clients may be required to sign a separate agreement directly with the TPA(s) selected. The Client or the TPA, in accordance with the provisions of those agreements, may terminate the advisory relationship. If the TPA is compensated in advance, the Client will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.</p> <p>General Consulting Services BWA may provide general consulting services on securities and non-securities related investments. Such services are provided either on a one time basis or on a periodic basis such as monthly, quarterly, semi-annually or annually. The frequency of the services provided will be agreed upon by the Client and BWA and shall be formalized in the Client agreement. Such services may include a review of the Client's existing portfolio with asset allocation recommendations, a review/evaluation of recommendations made by other advisory professionals for suitability, management and/or monitoring of a participant's investments in a 401(k) plan, or on-going portfolio monitoring services, among others.</p> <p>Consulting services are offered based on the Firm's hourly rate of up to \$300, and shall be payable on completion of the consulting session, or as invoiced. Because of such consultations, if a Client decides to hire the Firm for portfolio management services, the Firm may, in its sole discretion, offset a portion of, or waive the cost of consulting services.</p> <p>BWA or the Client may terminate the consulting agreement within five days of the date of acceptance without penalty to the Client. After the five-day period, either party, upon advance written notice to the other, may terminate the engagement. Refunds are not applicable as fees are payable in arrears.</p> <p>General Information on Advisory Services and Fees The fees charged are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds, or any portion of the funds of an advisory Client (15 U.S.C. §80b-5(a)(1)).</p> <p>BWA does not represent, warrant, or imply that the services or methods of analysis employed by the Firm can or will predict future results, successfully identify market tops or bottoms, or insulate Clients from losses due to market corrections or declines.</p> <p>Pursuant to California Code of Regulations, 10 CCR Section 260.235.2, BWA makes the following statement: a conflict may exist between the interest of BWA and the interests of the Client. Further, the Client is under no obligation to act upon BWA's recommendations, and if the Client elects to act on any of the recommendations, the Client is under no obligation to effect the transactions through BWA.</p> <p>BWA shall never have custody of any Client funds or securities, as the services of a qualified independent custodian will be used for these services.</p>

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Item 1.D. (continued)	Advice offered by BWA will involve investment in mutual funds. Clients are hereby advised that all fees paid to BWA for investment advisory services are separate and distinct from the fees and expenses charged by the mutual funds (as described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. The Adviser does not share in any portion of the transaction charges imposed by the custodian holding the Client funds or securities. The Client should review all fees charged by mutual funds, BWA, and others to fully understand the total amount of fees to be paid by the Client.
Item 3.L.	Types of Investments BWA may give general advice regarding other types of investments deemed appropriate based on the Client's stated goals and objectives. The Adviser may also provide advice on other types of investments held in a Client's portfolio at the inception of the advisory relationship.
Item 4. A. (5), 4. B. (8), and 4. C. (7)	Methods of Analysis, Sources of Information, and Investment Strategies BWA will refer Clients to third party advisers who will provide advice to Clients in accordance with the relevant program provided by the third party adviser. As disclosed above, BWA will assist Clients in selecting third party advisers whose investment programs and strategies have been reviewed by BWA and determined appropriate for BWA's Clients based on their individual circumstances and investment goals.
Item 5.	Education Requirements IARs of BWA are required to meet all examination or experience requirements of the state(s) and/or jurisdiction(s) in which the individual provides advisory services.
Item 6.	Education and Business Background John S. Longstaff <i>Year of Birth: 1953</i> <i>Formal Education after High School/Industry Designations:</i> <ul style="list-style-type: none"> • University of Southern California, CERTIFIED FINANCIAL PLANNER™, CFP®, 1987. • University of the Pacific, B.S., Business Administration, 1980. <i>Business Background for the Previous Five Years:</i> <ul style="list-style-type: none"> • Beechwood Wealth Advisors, LLC, Managing Member, 04/2008 to Present. • Beechwood Advisory Group, LLC, Member, 07/2003 to 04/2008. • KMS Financial Services, Inc., Registered Representative, 02/2007 to 04/2008. • ePLANNING Securities, Inc., Registered Representative, 10/2003 to 02/2007. • Institutional Advisor Services, Registered Representative, 03/1999 to 10/2003. J. Michael Chin <i>Year of Birth: 1953</i> <i>Formal Education after High School/Industry Designations:</i> <ul style="list-style-type: none"> • American College, Chartered Financial Consultant, ChFC, 1988. • American College, Chartered Life Underwriter, CLU, 1985. • California State University, Secondary Education Credential, 1977. • California State University, B.A., Physical Education, 1976. <i>Business Background for the Previous Five Years:</i> <ul style="list-style-type: none"> • Beechwood Wealth Advisors, LLC, Investment Adviser Representative, 04/2008 to Present. • Beechwood advisory Group, LLC, Investment Adviser Representative, 01/2007 to

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Item 7. C.	<p>04/2008.</p> <ul style="list-style-type: none"> • KMS Financial Services, Inc., Registered Representative, 02/2007 to 04/2008. • Park Avenue Securities, LLC, Investment Adviser Representative, 05/1999 to 01/2007. • Guardian Life Insurance Company of America, Insurance Agent, 09/1996 to 02/2006. <p>Other Business Activities IARs of BWA may be licensed as insurance agents and may effect transactions in insurance products and earn commissions for these activities. BWA expects that Clients to whom it offers advisory services may also be insurance Clients of its IARs. Clients are instructed that the fees paid to the Firm for advisory services are separate and distinct from the commissions earned by the IARs for placing the Client in insurance products. Clients to whom the Firm offers advisory services are informed that they are under no obligation to use the firm's IARs for insurance services and may use the insurance brokerage firm and agent of their choosing. IARs of BWA spend less than 5% of their professional time in their capacities as insurance agents.</p>
Item 9.E.	<p>Participation or Interest in Client Transactions The Adviser or its associated individuals may buy or sell for their personal accounts investment products identical to those recommended to Clients. It is the expressed policy of BWA that employees shall not have priority over any Client account in the purchase or sale of investment products.^{(1),(2)}</p> <p>Code of Ethics The Adviser has adopted a Code of Ethics ("Code"), the full text of which is available to Clients and potential Clients upon request. The Adviser has several goals in adopting this Code. The Adviser desires to comply with all applicable laws and regulations governing its practices. Therefore, BWA has set forth guidelines for professional standards of conduct for its associated persons. The goal of which is to protect Client interests at all times and to demonstrate its commitment to its fiduciary duties of honesty, good faith, and fair dealing with Clients. All associated persons are expected to adhere strictly to these guidelines. They are also expected to follow the procedures for approval and reporting of personal securities transactions and any violations as established in the Code. Additionally, BWA maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by BWA or any associated person.</p> <p>Footnotes: ⁽¹⁾ These policies have been established recognizing that most securities being considered for purchase and/or sale on behalf of Clients 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 previously stated policies. Records of these trades, including the reasons for the exceptions, will be maintained in BWA's records. ⁽²⁾ The foregoing does not apply to certain types of securities, such as obligations of the U.S. Government and shares in open-end mutual funds. Open-end mutual funds are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds by advisory representatives are not likely to have an impact on the prices of the fund shares in which Clients invest.</p>
Item 10.	<p>Conditions for Managing Accounts BWA generally imposes a minimum of \$250,000 to open and maintain an advisory account. However, this account minimum may be waived at the discretion of BWA if, for example, the Client appears to have significant potential for increasing assets under management. Also in its discretion, BWA may household Client accounts to meet the</p>

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<p>Item 11.A. Item 11.B.</p> <p>Item 12. A. (1), (2)</p> <p>Item 12. B. Item 13. A.</p>	<p>stated minimum.</p> <p>Review of Accounts/Reports to Clients John Longstaff, Managing Member will monitor Client accounts to ensure the advisory services provided to the Client are consistent with the Client's investment needs and objectives. BWA will offer Clients periodic account reviews. Triggering factors that may stimulate additional reviews include, but are not limited to, significant market corrections, large deposits or withdrawals from an account, a change in the Client's financial condition and the Client's request for an additional review. Clients will receive statements directly from their account custodian(s) on at least a quarterly basis. The Firm will also provide Clients with portfolio summary reports during formal reviews.</p> <p>Investment or Brokerage Discretion Generally, the Firm will seek Client approval prior to placing orders for any transaction; however, BWA may assume limited discretionary authority over the selection and amount of securities to be purchased or sold without obtaining prior Client approval when rebalancing Client portfolios.</p> <p>Suggestion of Broker/ Additional Compensation BWA will recommend that securities be purchased through facilities of Trust Company of America, ("TCA"), among others. All firms recommended to Clients for custodial services are independent and unaffiliated. It may be the case that the recommended custodian charges a higher fee for a particular type of service, than can be obtained from another broker. Clients may utilize the custodian of their choice and have no obligation to purchase or sell securities through such custodian as BWA recommends.</p> <p>In suggesting custodians, the Firm will endeavor to select those firms that will provide the best services at the lowest transaction fees possible. The reasonableness of transaction fees is based on several factors, including the custodian's ability to provide professional services, volume discounts, execution price negotiations, and other services.</p> <p>The research products and services that BWA may receive from the recommended custodians (e.g. TCA) may include financial publications, information about particular companies and industries, research software, and other products or services that provide lawful and appropriate assistance to the firm in the performance of its investment decision-making responsibilities. Such research products and services are provided to all investment advisers who utilize TCA, and are not considered to be paid for with soft dollars. However, the fees charged by a particular custodian for a particular transaction, or set of transactions, may be greater than the amounts another custodian who did not provide research services or products might charge.</p> <p>While BWA and its associated persons, endeavor at all times to put the interest of the Clients first as part of their fiduciary duty, Clients should be aware that receipt of additional compensation in itself creates a potential conflict of interest.</p> <p>IARs of the Firm, who are licensed as insurance agents, can offer various insurance products from a variety of product sponsors and earn commissions for these activities.</p> <p>Miscellaneous <i>Proxy Voting</i> BWA will not vote proxies on behalf of Client accounts. Although on rare occasions and</p>

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	<p>only at the Client's request, BWA may offer Clients advice regarding corporate actions and the exercise of proxy voting rights.</p> <p><i>Class Action Lawsuits</i> From time to time, securities held in the accounts of Clients will be the subject of class action lawsuits. BWA has no obligation to determine if securities held by the Client are subject to a pending or resolved class action lawsuit. It also has no duty to evaluate a Client's eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, the Firm has no obligation or responsibility to initiate litigation to recover damages on behalf of Clients who may have been injured as a result of actions, misconduct, or negligence by corporate management of issuers whose securities are held by Clients.</p> <p>Where the Firm receives written or electronic notice of a class action lawsuit, settlement, or verdict affecting securities owned by a Client, it will forward all notices, proof of claim forms, and other materials, to the Client. Electronic mail is acceptable where appropriate, and the Client has authorized contact in this manner.</p> <p><i>Confidentiality</i> Protecting customer private information is important to BWA. Therefore, BWA has instituted policies and procedures to ensure that customer information is kept private and secure. The Adviser does not disclose any non-public personal information about its customers or former customers to any non-affiliated third parties except as required by or permitted by law. In the course of servicing a Client account, BWA may share some information with its service providers, such as transfer agents, custodians, broker/dealers, accountants, consultants, attorneys, and other advisers. The Adviser restricts internal access to non-public personal information to those employees who need access to such information in order to provide products or services to a particular Client. The Adviser also maintains physical, electronic, and procedural safeguards to protect Client information.</p> <p>A copy of BWA's privacy policy notice will be provided to each Client prior to, or contemporaneously with, the execution of the advisory agreement. Thereafter, BWA will deliver a copy of the current privacy policy notice to its Clients annually. Questions regarding this policy should be directed to John Longstaff, Managing Member, at (559) 320-8200.</p>

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