

**Uniform Application for Investment Adviser Registration**

<b>OMB APPROVAL</b>
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Name of Investment Adviser: <b>Surevest Capital Management</b>					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
	<b>9841 E Bell rd. Suite 140</b>	<b>Scottsdale</b>	<b>AZ</b>	<b>85260</b>	<b>(480) 272-7116</b>

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

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

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

Applicant: <b>Surevest Capital Management Inc. CRD # 122369</b>	SEC File Number: 801-	Date: <b>07/13/2009</b>
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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:			
<input checked="" type="checkbox"/>	(1) Provides investment supervisory services.....	100	%
<input type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services .....		%
<input type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above.....		%
<input type="checkbox"/>	(4) Issues periodicals about securities by subscription.....		%
<input type="checkbox"/>	(5) Issues special reports about securities not included in any service described above .....		%
<input type="checkbox"/>	(6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients clients may use to evaluate securities .....		%
<input type="checkbox"/>	(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities.....		%
<input type="checkbox"/>	(8) Provides a timing service .....		%
<input type="checkbox"/>	(9)		%

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

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

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input type="checkbox"/> (2) Hourly charges                                     | <input type="checkbox"/> (5) Commissions       |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees)       | <input type="checkbox"/> (6) Other             |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. **Types of Clients** – Applicant generally provides investment advice to: (check those that apply)

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

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

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

**4. Methods of Analysis, Sources of Information, and Investment Strategies:**

A. Applicant's security analysis methods include: (check those that apply)

- |   |  |
|---|--|
| (1) <input checked="" type="checkbox"/> Charting    | (4) <input checked="" type="checkbox"/> Cyclical           |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical   |  |

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

- |   |   |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines    | (5) <input type="checkbox"/> Timing services  |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities   | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases  |
| (4) <input checked="" type="checkbox"/> Corporate rating services             | (8) <input type="checkbox"/> Other (explain on Schedule F)  |

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

- |  |  |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases<br>(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions  |
| (2) <input checked="" type="checkbox"/> Short term purchases<br>(securities sold within a year)  | (6) <input checked="" type="checkbox"/> Option writing, including covered options,<br>uncovered options or spreading strategies. |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days)                 | (7) <input type="checkbox"/> Other (explain on Schedule F)   |
| (4) <input checked="" type="checkbox"/> Short sales  |  |

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**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? .....  Yes  No  
(If yes, 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 or 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 time spend 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:
- |  |  |
|--|--|
| <input checked="" type="checkbox"/> (1) broker-dealer  | <input type="checkbox"/> (7) accounting firm                                       |
| <input type="checkbox"/> (2) investment company  | <input type="checkbox"/> (8) law firm  |
| <input type="checkbox"/> (3) other investment adviser  | <input checked="" type="checkbox"/> (9) insurance company or agency                |
| <input type="checkbox"/> (4) financial planning firm   | <input type="checkbox"/> (10) pension consultant                                   |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer                         |
| <input type="checkbox"/> (6) banking or thrift institution   | <input type="checkbox"/> (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.)

**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

(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.
  - In general all securities held in the various investment portfolios are monitored daily by Robert J Luna our Chief Investment Advisor or another trader appointed by Robert Luna. The exception to this is vacation and/or holidays. There is no maximum number of accounts. The accounts are reviewed with the client at a minimum of 1 time per year in person or via telephone. Quarterly performance reports may also be produced by an outside source (Orion Inc) and mailed to our clients on a quarterly basis. Performance reports are issued primarily for accounts with over \$50,000.00 in assets.
  
- B. Describe below the nature and frequency of regular reports to clients on their accounts.
  - All clients will receive a monthly statement in any month where there is activity from the custodian.
  - At minimum all clients will receive a quarterly statement
  - Statements are produced by the custodian of the client's accounts. \*Depending on the value of the clients account, a performance report by a third party may be produced.

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**12. Investment or Brokerage Discretion.**

- A. Does the applicant or any related person have authority to determine, without obtaining specific client consent, the:
- |  |   |  |
|--|---|--|
| (1) securities to be bought or sold? .....               | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
| (2) amount of the securities to be bought or sold? ..... | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
| (3) broker or dealer to be used? .....                   | Yes <input type="checkbox"/>            | No <input checked="" type="checkbox"/> |
| (4) commission rates paid? .....                         | Yes <input type="checkbox"/>            | No <input checked="" type="checkbox"/> |

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

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of the 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
- B. directly or indirectly compensates any person for client referrals?..... Yes  No

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

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

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

Has applicant provided a Schedule G balance sheet? ..... Yes  No

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

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

Item of Form (identify)	Answer
<p><b>1A (1)</b></p>	<p>Surevest Capital Management provides discretionary portfolio management and financial planning services to clients of our firm.</p> <p>Financial Planning Services may include but are not limited to:</p> <ul style="list-style-type: none"> <li>• investment recommendations</li> <li>• tax planning or advice</li> <li>• estate planning</li> <li>• employee benefit planning</li> <li>• corporate planning</li> <li>• insurance advice (no charge where prohibited by statute)</li> <li>• real estate advice on listed or private REITS or securitized partnerships</li> <li>• personal financial analysis</li> <li>• retirement planning</li> <li>• college planning</li> </ul> <p>*There are no additional charges to our clients for the above mentioned services. These services are inclusive of the management fee we charge on assets under management.</p> <p><b><u>Investment Supervisory Services</u></b></p> <p>Surevest Capital Management will manage a client's investment portfolio based on the goals, objectivity, and suitability profile of each client.</p> <p>These areas will be determined by an initial interview and client application.</p> <p>When managing portfolios for other advisors and registered representatives it will be the responsibility of the advisor to assist us in determining a suitable strategy for their client.</p> <p><b>*All accounts are managed on a discretionary basis as authorized in writing by the client.</b></p> <p><b>Advisory Fees in General:</b> Clients should note that lower fees for comparable services may be available from other sources</p>

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

Item of Form (identify)	Answer
<b>1A (1)</b>	<p><b><u>Client fees in our managed accounts will be charged as follow:</u></b></p> <p><b>FEE Schedule</b></p> <p><b><u>Foundation Account 2.0%</u></b> Minimum/Maximum household assets of \$100,000 - \$250,000</p> <p><b><u>Venture Account 1.80%</u></b> Minimum /Maximum household assets of \$250,000.01-\$500,000</p> <p><b><u>Heritage Account 1.60%</u></b> Minimum/Maximum household assets of \$500,000.01 - \$1,000,000</p> <p><b><u>Legacy Account 1.40%</u></b> Minimum/Maximum household assets of \$1,000,000.01 - \$2,000,000</p> <p><b><u>Gold Account 1.20%</u></b> Minimum/Maximum household assets of \$2,000,000.01 to \$3,500,000</p> <p><b><u>Platinum Account 1.0%</u></b> Minimum/Maximum household assets of \$3,500,00.01 to \$5,000,000</p> <p>(For Accounts over \$5,000,000, Fees &amp; services are negotiable)</p>

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

Item of Form (identify)	Answer
<p><b>1A (1)</b></p>	<p>*Surevest Capital Management's principal and reps are also registered reps of Crown Capital Securities, L.P Robert Luna also runs an OSJ at the Scottsdale office for Crown Capital Securities, L.P and is registered as an investment advisor representative with the RIA of this broker dealer.</p> <p>Due to this relationship, certain products such as but not limited to: private placements, REITS, limited partnerships, leasing programs, alternative energy, and annuities may provide the advisor with additional compensation.</p> <p>Our advisors may have a conflict of interest in recommending any or all of these assets. Any asset that may provide additional compensation will not be purchased on a discretionary basis. Additional paperwork will be required including an order form for variable annuities or specialty products for all other transactions. These transactions will be done through broker dealer Crown Capital Securities L.P.</p> <p>Fees will be assessed on all assets listed on the custodian and /or variable annuity statement quarterly in advance unless otherwise notated in initial agreement. Fees will be prorated for partial quarters and any part due returned to the client upon cancellation of any account. Fees will automatically be deducted on or around the first trading day of each new quarter. These fees will be listed on the quarterly statement from the custodian. Either party may cancel this agreement at any time upon 5 days written notice. Clients will not receive a refund on any assets that are withdrawn within a quarter with the exception of the termination of an account. Client deposits made within a quarter will be charged at a prorated fee.</p> <p><b>Other Fees and Expenses:</b> Client will be responsible for al fees imposed by the custodian for trading and other related costs. All fees paid to Adviser for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and exchange-traded funds (ETFs) to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, our clients would receive a waiver of that sales charge (commission). A client could invest in a mutual fund or ETF directly, without the services of Adviser. In that case, the client would not receive the services provided by Adviser which are designed, among other things, to assist the client in determining which fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by Adviser to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.</p> <p><b>Proxy Disclosure:</b> As a matter of firm policy and practice, Adviser does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. However, Adviser may provide advice to clients regarding the clients' voting of proxies.</p>

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

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

Item of Form (identify)	Answer
<b>3 K (3)</b>	We may offer advice on interest in other partnerships such as alternative energy, equipment leasing, research and development, and real estate investment trusts trusts (REIT). Additional compensation may be earned on these investments if an advisor is acting as a registered rep through Crown Capital Securities, L.P. In this situation it will be fully disclosed and offered on a non- discretionary basis.
<b>3L</b>	Real Estate Investment Trusts and Interests in Managed futures fund of fund portfolios.
<b>5</b>	<p>Surevest Capital Management has minimum education and experience requirements for all advisors involved in the investment process for our clients.</p> <p>These standards are:</p> <ul style="list-style-type: none"> <li>• A minimum of 3 yrs. experience as a licensed professional.</li> <li>• A series 65, or series 7 license</li> <li>• One of the following designations: CIMA, CFP, CPA ,or CFA</li> </ul>
<b>6</b>	<p>The following are the principal advisors involved with financial planning and or asset management for our clients.</p> <p><b>Name: Robert J Luna, CIMA</b> Date of Birth: 08/21/1974</p> <p>Robert holds the designation of Certified Investment Management Analyst (CIMA) through the Wharton School of Business at the University of Pennsylvania. Robert is a member of the Investment Management Consultants Association. He has completed advanced education in financial planning through the College of Financial Planning and holds series 7,4,24,63,65 licenses under the jurisdiction of FINRA. Prior to founding Surevest Capital Management in 2002 Robert held the position of options principal, risk analyst, and equities trader for Trend Trader Securities in Scottsdale, Arizona. He specializes in managing investment portfolios for high -net worth individuals and institutions.</p> <p><b>Name: Jeremy A Kisner, CFP</b> Date of Birth 1/03/1970</p> <p>Jeremy is a Certified Financial Planner (CFP). He also holds a degree in economics from the University of California, Santa Barbara. He is a member of the Million Dollar Round Table as well as the Financial Planning association of Southern Nevada. Jeremy has also received advanced education in risk management, financial planning, and modern portfolio theory through the University of California, Irvine. He holds the FINRA 7,24, &amp; 63 licenses. Jeremy's area of expertise is in income and estate planning, risk management, asset protection, and alternative investments.</p>

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

Item of Form (identify)	Answer
<b>7 B</b>	Surevest Capital Management has selling contracts with various insurance carriers. We are able to broker these products to our clients on an as needed basis. Surevest Capital Management in such cases will receive a commission from the respective carrier.
<b>8 C(1)</b>	Robert J. Luna heads an OSJ for Crown Capital Securities And is also an investment advisor representative for Crown Capital.  Jeremy A, Kisner is a securities Principal with Crown Capital Securities.
<b>8 C (9)</b>	See 7B
<b>9B</b>	In their individual capacities, investment adviser representatives of Adviser may also act as registered representatives with Crown Capital Securities, L.P a broker/dealer. When placing securities transactions as registered representatives of this broker dealer they earn separate and customary commissions. Clients are not obligated to purchase investments through Crown Capital Securities or associated persons of Adviser.
<b>9D</b>	From time to time a registered representative may recommend a security or insurance product to a client which results in a commission paid to the representative. In such cases the representative will have financial interest in making the recommendation.
<b>9 E</b>	Surevest Capital Management and its advisors may buy, sell, or trade in securities which we recommend to our clients. Surevest Capital Management and its employees or family members may hold many of the same securities recommended to clients.  <u>See Fee Schedule</u>
<b>10</b>	Minimum account value of \$100,000.00 Certain advisors of our firm may require a higher minimum for new clients.

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

Item of Form (identify)	Answer
<b>Item of Form</b>	
<b>12 A (1) (2)</b>	<p>Surevest Capital Management manages accounts on a discretionary basis. After an initial Consultation and a signed discretionary agreement with the client, Surevest Capital Management will have full authority as to the security and size of the transaction on both the buy and sell side. Each clients account is individual and will be treated as such. Performance may vary significantly amongst clients with similar risk characteristics.</p>
<b>12B</b>	<p>Factors considered by the firm when making a recommendation of brokers are the brokers ability to provide professional services, the firms experience with the broker, the broker's reputation, and the broker's financial strength, among others.</p> <p>While Clients will be required to select their own broker dealers and insurance companies to implement investment management services, Adviser requests that clients select TD AMERITRADE, Inc. ("TD MERITRADE"), an independent and unaffiliated FINRA member broker dealer. TD AMERITRADE offers independent investment advisers services which include custody of securities, trade execution, clearance and settlement of transactions. Adviser has evaluated TD AMERITRADE and believes that it will provide Adviser's clients with a blend of execution services, commission costs and professionalism that will assist Adviser in meeting its fiduciary obligations to clients.</p> <p>Adviser participates in the TD AMERITRADE Institutional program. TD AMERITRADE Institutional is a division of TD AMERITRADE. Adviser receives some benefits from TD AMERITRADE through its participation in the program. (Please see the disclosure under Item 13.A. below.)</p> <p>In directing the use of TD AMERITRADE it should be understood that Adviser will not have authority to negotiate commissions or to necessarily obtain volume discounts, and best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to the client and those charged to other clients (who may direct the use of another broker dealer). Clients should note, while Adviser has a reasonable belief that TD AMERITRADE is able to obtain best execution and competitive prices, Adviser will not be independently seeking best execution price capability through other broker dealers.</p>
<b>13A</b>	<p><b>ADDITIONAL COMPENSATION</b></p> <p>Adviser may, from time to time, receive commissions and incentive awards for the sale/recommendation/introduction of insurance products. The receipt of this compensation may affect Adviser's judgment in recommending products to its clients.</p> <p>As disclosed under Item 12.B. above, Adviser participates in TD AMERITRADE's institutional customer program. There is no direct link between Advisor's participation in the program and the investment advice it gives to its clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD AMERITRADE retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Adviser by third party vendors. TD AMERITRADE may also have paid for business consulting and professional services received by Adviser's related persons and may also pay or reimburse expenses (including travel, lodging,</p>

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

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

Applicant: <b>Surevest Capital Management CRD#122369</b>	SEC File Number: 801-	Date: <b>7/13/2009</b>
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

Item of Form (identify)	Answer
	<p><b>(13A Continued)</b></p> <p>meals and entertainment expenses) for its personnel to attend conferences or meetings relating to the program or to TD AMERITRADE's advisor custody and brokerage services generally.</p> <p>Some of the products and services made available by TD AMERITRADE through the program may benefit Advisor but may not benefit its client accounts. These products or services may assist Advisor in managing and administering client accounts, including accounts not maintained at TD AMERITRADE. Other services made available by TD AMERITRADE are intended to help Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD AMERITRADE. As part of its fiduciary duties to clients, the firm endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's recommendation of TD AMERITRADE for custody and brokerage services.</p>

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Item of Form (identify)	Answer
<b>13B</b>	<p>Surevest Capital Management may compensate individuals with a non- monetary gift for client referrals. These referrals will generally come from existing clients. Any gift given will be of nominal value not to exceed \$100.00 per annum</p> <p>Adviser may have arrangements whereby other individuals or firms are compensated should they refer business to Adviser. In all cases, such parties are either licensed as investment adviser representatives of Adviser or are separately registered as an investment adviser in appropriate jurisdictions. Any solicitation arrangements with non-affiliated entities are fully disclosed through delivery to the client of a disclosure statement.</p>