

Uniform Application for Investment Adviser Registration

OMB APPROVAL	
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Name of Investment Adviser: PARTNERVEST ADVISORY SERVICES LLC					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
	510 Castillo Street, Second Floor	Santa Barbara	CA	93101	(805) 966-1266

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.)

Definitions for Part II

Related person -- Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant, including any non-clerical, non-ministerial employee.

Investment Supervisory Services -- Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

<p>1. A. Advisory Services and Fees. (Check the applicable boxes)</p> <p>Applicant:</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 5%;"><input checked="" type="checkbox"/></td> <td style="width: 85%;">(1) Provides investment supervisory services.....</td> <td style="width: 10%; text-align: right;">98</td> <td style="width: 10%; text-align: right;">%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(2) Manages investment advisory accounts not involving investment supervisory services</td> <td></td> <td>%</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td>(3) Furnishes investment advice through consultations not included in either service described above</td> <td style="text-align: right;">1</td> <td style="text-align: right;">%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(4) Issues periodicals about securities by subscription</td> <td></td> <td>%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(5) Issues special reports about securities by subscription</td> <td></td> <td>%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(6) issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities</td> <td></td> <td>%</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td>(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities</td> <td style="text-align: right;">1</td> <td style="text-align: right;">%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(8) Provides a timing service</td> <td></td> <td>%</td> </tr> <tr> <td><input type="checkbox"/></td> <td>(9) Furnishes advice about securities in any manner not described above</td> <td></td> <td>%</td> </tr> </table> <p>(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)</p>	<input checked="" type="checkbox"/>	(1) Provides investment supervisory services.....	98	%	<input type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services		%	<input checked="" type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above	1	%	<input type="checkbox"/>	(4) Issues periodicals about securities by subscription		%	<input type="checkbox"/>	(5) Issues special reports about securities by subscription		%	<input type="checkbox"/>	(6) issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities		%	<input checked="" type="checkbox"/>	(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities	1	%	<input type="checkbox"/>	(8) Provides a timing service		%	<input type="checkbox"/>	(9) Furnishes advice about securities in any manner not described above		%	<p>For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below)</p>
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<p>B. Does applicant call any of the services it checked above financial planning or some similar term?</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;"></td> <td style="width: 10%; text-align: center;">Yes</td> <td style="width: 10%; text-align: center;">No</td> </tr> <tr> <td></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>			Yes	No		<input checked="" type="checkbox"/>	<input type="checkbox"/>																														
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<p>C. Applicant offers investment advisory services for: (check all that apply)</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;"><input checked="" type="checkbox"/> (1) A percentage of assets under management</td> <td style="width: 50%;"><input type="checkbox"/> (4) Subscription fees</td> </tr> <tr> <td><input checked="" type="checkbox"/> (2) Hourly charges</td> <td><input type="checkbox"/> (5) Commissions</td> </tr> <tr> <td><input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees)</td> <td><input type="checkbox"/> (6) Other</td> </tr> </table>		<input checked="" type="checkbox"/> (1) A percentage of assets under management	<input type="checkbox"/> (4) Subscription fees	<input checked="" type="checkbox"/> (2) Hourly charges	<input type="checkbox"/> (5) Commissions	<input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees)	<input type="checkbox"/> (6) Other																														
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<p>D. For each checked box in A above, describe on Schedule F:</p> <ul style="list-style-type: none"> • 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 																																					
<p>2. Types of Clients – Applicant generally provides investment advice to: (check those that apply)</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;"><input checked="" type="checkbox"/> A. Individuals</td> <td style="width: 50%;"><input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations</td> </tr> <tr> <td><input type="checkbox"/> B. Banks or thrift institutions</td> <td><input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above</td> </tr> <tr> <td><input type="checkbox"/> C. Investment companies</td> <td><input type="checkbox"/> G. Other (describe on Schedule F)</td> </tr> <tr> <td><input checked="" type="checkbox"/> D. Pension and profit sharing plans</td> <td></td> </tr> </table>		<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 all that apply)

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

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

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

5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?

Yes No

(If yes, describe these standards on Schedule F.)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- year of birth
- formal education after high school
- business background for the preceding five years

7. Other Business Activities. (check those that apply)

- A. Applicant is actively engaged in a business other than giving investment advice.
- B. Applicant sells products or services other than investment advice to clients. (Corporate Services, Estate Planning, Pension Services, Financial Planning)
- C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:

- | | |
|----------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input checked="" 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.)

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 review 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.

FOR REVIEWS

Clients receive a financial plan and/or ongoing investment advice. Up to four reviews per year are conducted for each client's accounts to review the financial plan or portfolio under management and make necessary adjustments. Clients may contact the firm at any time.

FOR REVIEWERS

The Advisory Affiliate is primarily in charge of doing periodic account reviews. In addition, Partnervest may employ periodic reviews of accounts (e.g. through the Operations principal and/or investment management staff, and/or compliance staff during periodic audits).

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

Financial planning clients receive a written financial plan at the time of services and no ongoing reports are prepared unless specifically retained by the client to do so. Regular reports of client assets under Partnervest's advice are provided to the client on either a monthly or quarterly basis by the client's custodian, with duplicates to Partnervest. Partnervest maintains tandem records on all client portfolios and will provide clients with a summary of assets upon request. In addition, Partnervest endeavors to notify clients when Partnervest becomes aware of significant changes in financial conditions which may have an effect on their specific portfolio. Clients receive annual performance reports and quarterly portfolio performance reports from Partnervest. The quarterly reports also show Partnervest's quarterly fees. More detail is provided with regard to the above later in this document.

12. **Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- (1) securities to be bought or sold?
- (2) amount of the securities to be bought or sold?
- (3) broker or dealer to be used?
- (4) commission rates paid?

Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>
Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>
Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>
Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>

B. Does applicant or a related person suggest brokers to clients?

Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>

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

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. **Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients?
- B. directly or indirectly compensates any person for client referrals?

Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>
Yes	No
<input checked="" type="checkbox"/>	<input type="checkbox"/>

(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; 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
<input type="checkbox"/>	<input checked="" type="checkbox"/>

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

Applicant:
PARTNERVEST ADVISORY SERVICES LLC

SEC File Number:
801-62795

Date:
10/10/07

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

<p>I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: PARTNERVEST ADVISORY SERVICES LLC</p>	<p>IRS Empl. Ident. No.: 77-0577563</p>
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Item of Form (identify)	Answer
Item 1-D	<p>Partnervest Advisory Services LLC (“Partnervest” or “PAS”), is a wealth management and financial planning advisory firm. As such, it advises clients on the most effective ways to handle various matters impacting their financial wealth and goals such as, investment strategies, college funding, retirement plans, liquidity needs and other related matters. Partnervest utilizes its own (either employee or independent contractor) financial planners, retirement specialists, investment analysts, estate planning and business practice experts (“Advisory Affiliates”) as well as uses the services of select 3rd party investment managers and sub-advisors (“TPAMs”). An Advisory Affiliate may provide, use and charge for services, resources and approaches different than those Partnervest employee representatives as stated herein. In such case, this Form ADV Part II shall contain an Advisory Affiliate Disclosure Statement detailing any material differences from the disclosures contained herein.</p> <p>Partnervest’s programs are based upon tested methodologies and investment planning approaches. Partnervest primarily provides two investment advisory services: 1) financial planning, and 2) investment management services and on some occasion other types of advice. Each of these services may be billed for separately as unique services, or both services may be provided and billed as an integrated package.</p> <p><u>FINANCIAL PLANNING SERVICES</u></p> <p>Partnervest provides comprehensive personal financial planning services for a fee. We specialize in providing advice to high net worth individuals but maintain a wide client base. Our investment management services, as more-fully described elsewhere herein, are part of the implementation process that usually occurs once the initial planning has been accomplished. Use of our investment management services is not required of those who wish to use the financial planning services and vice versa.</p> <p>The financial planning process generally involves some or any one of the following (although some steps may be modified, added or deleted based upon the circumstances and individual needs of the client):</p> <ol style="list-style-type: none"> 1. Clarify the client’s present circumstances by collecting and assessing materially relevant personal and financial data. 2. Identify the client’s financial, business and life goals, challenges, concerns and planning assumptions. 3. Analyze a range of possible solutions and discuss alternatives. 4. Provide customized and specific recommendations regarding any of the following, where applicable: <ol style="list-style-type: none"> a. Preparing for or living in retirement b. Investment strategies c. Estate Planning d. Income taxes e. Stock option analysis and planning f. Life and or disability insurance g. Family savings and cash flow planning h. Education planning and funding i. Charitable gifting j. Business management k. Debt management l. Employee benefit usage m. Budgeting and cash flow planning n. Other issues as indicated by the facts presented by the client. 5. General advice and administrative and ministerial services to assist the client manage their affairs. <p>The gathering of information, the review of alternatives and plan development are all done in close conjunction with the client usually based upon a series of meetings or discussions which may include one or more of the following areas:</p> <ol style="list-style-type: none"> a) The client’s objectives and financial goals, b) A review of the client’s assets, debts, income and expenses, and income taxes, c) A review, analysis and recommendation regarding one or more of the subject planning areas previously listed, d) A summary of our findings, and e) A task list for the client.

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

Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/10/07
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
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Item 1-D (continued)	<p>Clients receive a copy of a written financial plan that is developed based upon the foregoing and which serves as the basis for discussions during the time we work together. If there are questions, these are reviewed in our on-going discussions, or between meetings, through whatever means of communication is most convenient for the client. When acceptable to the client, we make active use of the telephone, email, and other forms of electronic or written communication as well as face-to-face meetings. Proper planning is not a one-time event. Life's circumstances change, goals change and opportunities available change over time. Any plan needs to be adjusted and updated to reflect these changes or it becomes outdated. Therefore, in our normal planning relationship, we encourage clients to meet periodically with us to review and update the client's information, to measure progress in key financial areas, and to develop strategies designed to address any changing circumstances. The initial planning should always be seen as the beginning step in a life long process. In essence, we attempt to follow up, monitor and make changes in the plan when and if we receive information from the client and as circumstances indicate.</p> <p>Once an initial plan is completed, the client has several options with regard to ongoing financial planning services: 1) the client may feel that the questions which required the service in the first place have been adequately addressed and that there is no need for further involvement with Partnervest; 2) the client may wish to have access to ongoing services provided, such that regular or periodic meetings occur to discuss changes in the client's financial situation or in the financial environment; or 3) the client may wish to wait to initiate contact with Partnervest as new questions arise. Compensation for future services may be at our then hourly rates, at an agreed project rate or on retainer depending on the situation. It is important to note that clients can stop the planning process at any point and the relationship will be considered terminated.</p> <p>Personal financial planning (the analysis, written report, and subsequent modifications and services) is a service separate from our investment management services. Clients have full discretion as to the extent to which, if at all, they choose to implement the recommendations discussed in the financial planning phase. There are no requirements to use Partnervest's broker-dealer or any of its affiliates for investment, insurance or implementation services.</p> <p>Planning services may also include a reasonable amount of time and activities necessary to work with client's attorney and/or accountant in reaching agreement on solutions, as well as assisting those advisors in implementation of all appropriate documents. But the client should note that we are not responsible for attorney or accountant services and/or fees charged to client as a result of the above activities. Furthermore, a comprehensive financial plan may not include recommendations on specific individual investments, preparation of any kind of income tax, gift or estate tax returns or preparation of any legal documents, including wills or trusts. Specific investment recommendations are considered part of the implementation phase of the relationship. The others may constitute legal or tax advice which are not provided by Partnervest.</p> <p>Financial Planning Fees</p> <p>At the client's discretion and based on the nature and scope of the planning work to be performed, clients may pay for the planning services provided by Partnervest in one of three ways (if the service is being provided by a Partnervest Advisory Affiliate, then this schedule may be different, please see the Advisory Affiliate Disclosure Statement attached at the end of this document if your representative is a Partnervest Advisory Affiliate):</p> <ol style="list-style-type: none"> a) Hourly fees: at the rates set forth below. This approach is typically recommended for shorter term consulting requests or more limited financial planning analysis. b) Project fees: These are fixed at the beginning of the engagement and based on an estimate of the time required to complete the work. This approach is appropriate for both basic planning and for more complex planning cases. c) Quarterly retainer fees: This approach is recommended where the nature of the planning work is complex and the client has multiple financial concerns requiring regular advice and guidance. <p>The current hourly rates charged to clients are: Senior Advisors - Up to \$350 per hour; Advisors - Up to \$200 per hour; Paraplanners - Up to \$150 per hour and Clerical - Up to \$80 per hour. Hourly clients are billed for time incurred at the completion of each key planning task or on delivery of the financial planning deliverable. Hourly rates are not negotiable, although Partnervest may agree to limit the number of hours dedicated to a particular task at the client's request. Also, Partnervest may, if mutually agreeable with the client, charge a fixed fee for its financial planning services. The fixed fee will be dependant upon the perceived complexity of the client's situation and can range from \$2,000 to \$15,000. The fixed fee does not include any investment management services. For project based financial planning services, an initial retainer of \$500 is payable in advance and will be applied against the project fee. The initial deposit compensates Partnervest for administrative time spent in the initial phase of the planning activity. Progress billings of the balance of the agreed upon fee may be presented at appropriate states in the planning process as work progresses. The project fee is based on the hourly rates listed above multiplied times the number of hours Partnervest expects to spend on the project. The fee amount may be negotiated which would generally result in an adjustment of the number of hours spent by Partnervest personnel on such project. For quarterly</p>
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**SCHEDULE F of
Form ADV
Continuation Sheet for Form ADV Part II**

Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/10/07
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
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Item 1-D (continued)	<p>retainer fees, these are established at the beginning of the relationship based upon the scope of work to be performed and the nature of ongoing consulting desired and can be updated quarterly. They are based upon an annual amount determined on the commencement of the relationship and updated on the each year anniversary of the relationship. The specific services and compensation arrangement appropriate to each client, as well as appropriate disclosures, are documented in the Investment Advisor Agreement signed by the client prior to service being rendered. For those clients making use of the investment management services of Partnervest and who have \$1 million or more invested through Partnervest, the cost of financial planning services (if requested by the client and agreed to by Partnervest) may be incorporated into the investment management fees. For such clients, there will be no additional charge for normal planning services over and above the investment fees if stated in the investment advisory agreement. Extraordinary research or analysis may involve additional cost, which will be negotiated on an individual basis prior to the beginning of such work. For clients who are seeking on-going financial or business advice, and for those who have less than \$1 million of investment being managed by Partnervest, a quarterly retainer arrangement may be negotiated. The quarterly retainer fee will reflect the time and effort expected to be required of Partnervest in providing the anticipated services to the client. A range of client priorities and needs can be easily accommodated through the quarterly retainer structure. Such retainer fees are usually billed quarterly, in advance. If, for any reason, a client wishes to terminate an investment advisory agreement in the first five business days after entering the agreement, the client will be entitled to a full refund of any fees paid to Partnervest under that agreement. Thereafter, a client may terminate the agreement at any time but will be liable for the financial planning fees earned to that date and or for the expenses incurred by Partnervest based on the standard hourly rates previously noted. To ensure clear communication, a termination notice must be issued in writing and is effective upon receipt by Partnervest.</p> <p><u>INVESTMENT MANAGEMENT SERVICES AND FEES</u></p> <p>Partnervest provides investment management services including, without limitation, the <i>STAR</i>TM program (see “Other Valuable Services” below) exclusively on a fee basis. Partnervest may also use the services of a TPAM in providing investment management services to the client. In such cases, Partnervest is either a solicitor for the TPAM or the TPAM is a sub-advisor to Partnervest. When a TPAM is used, specific disclosure is made to the client.</p> <p>To serve the variety of needs of its many different investment management clients, Partnervest utilizes multiple compensation structures as described below. The specific services appropriate to each client, as well as appropriate disclosures, are documented in the Investment Advisor Agreement signed by the client prior to service being rendered. The fee structure will be that stated below unless another schedule is included or attached to the client’s investment advisor agreement. Fees and minimums may be negotiable where special circumstances exist. For those clients making use of investment management services provided by Partnervest, the amount of the asset management fee is based upon the total assets under management and according to the following schedule: 2.25% per year for the first \$250,000 of assets under management subject to minimum fee below: 1.60% per year for the next \$750,000 of assets under management 1.15% per year for the next \$1,000,000 of assets under management .75% per year for the next \$1,000,000 of assets under management .50% per year for the next \$2,000,000 of assets under management .35% per year for the next \$5,000,000 of assets under management .25% per year for all assets under management over \$10,000,000</p> <p>Partnervest may use its Advisory Affiliates, TPAMs or Partnervest in-house investment managers to provide the investment management services to clients. In the event that a TPAM is used then the fee charged to the client will be included in Partnervest’s fee (if Partnervest uses the TPAM as a sub-advisor to Partnervest) or as stated in the third party asset management agreement with the client (if Partnervest acts as a solicitor for the TPAM) with Partnervest receiving a portion of that fee. If Partnervest adds any additional fee to the third party asset management fee, then that fee will be disclosed to the client at or prior to the client agreeing to use the TPAM.</p> <p><i>Other Information</i></p> <p>Fees are usually charged quarterly in arrears, unless otherwise disclosed to a client that they will be charged in advance. All investment management fees are charged as a percentage of assets under management and are calculated at the close of each calendar quarter unless otherwise stated to a client. Investment management fees are based on prices provided by the custodian at market close on the last business day of the quarter, but other valuations may be used such as quarterly average and are disclosed to the client. Prices for most assets are available through electronic download on a daily basis. However, daily prices may not be available for certain assets, such as some annuities or assets that are not held at our recommended custodians. In such cases, less frequent valuation, typically the month-end or quarter-end asset values may be used in calculating the average daily balance, if that calculation method is used. Assets are generally held in custodial accounts either at Pershing, Inc., Charles Schwab & Company, Datalyx, Fidelity or similar custodial company. Any charges that may be assessed by the custodians are paid directly to the custodians by the clients of Partnervest. Some clients may make use of the custodial services of a trust company. Any charges assessed by the trust company are billed either directly to the client or to Partnervest in which case they are passed on to the client.</p>
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SCHEDULE F of Form ADV

Continuation Sheet for Form ADV Part II

Applicant:

Partnervest Advisory Services LLC

SEC File No.

801-62795

Date:

10/10/07

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

<p>I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC</p>	<p>IRS Empl. Ident. No.: 77-0577563</p>
Item of Form (identify)	Answer
<p>Item 1-D (continued)</p>	<p>All fees paid to Partnervest for investment management services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders as well as commissions on transactions. 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. A client could invest in most mutual funds directly, without the services of Partnervest. In that case, the client would not receive the services provided by Partnervest which are designed, among other things to assist the client in determining which mutual fund or funds are most appropriate to each client's financial objectives. Accordingly, the client should review both the fees charged by the funds/issuers and the fees charged by executing brokers, e.g. Partnervest Securities, Inc. and/or Pershing, to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. Clients authorize Partnervest to deduct Partnervest's fees directly from their accounts but on rare occasions Partnervest may direct bill the client for the investment management fee. Partnervest may inform the client of the fee to be deducted before or after the actual deduction or may rely on the Custodian's statement to the client to reflect the fee deduction. Custodians should state the amount of the fee deducted on the client's periodic statement received from the custodian. Custodians may term the fee differently, e.g. "management fee" "service fee". The account custodian does not check the fee calculation, percentage or amount to be deducted, so the client is responsible for reviewing fee deduction shown on account statements and informing Partnervest of any suspected errors.</p> <p>If, for any reason, a client wishes to terminate an investment advisory agreement in the first five business days after entering the agreement, the client will be entitled to a full refund of any fees paid to Partnervest under that agreement. Thereafter, a client may terminate the agreement at any time but will be liable for the advisory fees earned to that date based on the fee schedule then in effect for that client. In such cases, the fee will be prorated for the period between the start of the period in question up to and including the date a notice of termination is received from the client, using the average daily balance during the calculated period. To ensure clear communication, a termination notice must be in writing and is effective upon receipt by Partnervest. Partnervest does not require a client, and a client is under no obligation, to act upon our recommendations. Furthermore, if a client does desire to implement Partnervest's recommendations including, without limitation, financial planning services, the client is free to effect the transactions through any broker-dealer, investment advisor or other financial institution. Since Partnervest is a comprehensive financial services firm, it has related companies including a broker-dealer, Partnervest Securities, Inc. ("PSI") and insurance agency Partnervest Insurance Group LLC ("PI"). Thus, clients choosing to effect transactions through these related companies are informed pursuant to California Code of Regulations, 10 CCR Section 260.235.2 and analogous law, that they are related so the client can determine if they wish to proceed in light of any potential conflict of interest. Partnervest does not receive commissions for its investment advisory services. However, if client transactions are done through PSI and/or PI, then PSI and/or PI as applicable, and their representatives may receive a commission for the particular transaction. Also, Partnervest representatives may, at their discretion, offset such commissions from the advisory management fee charged to the client. Any such offset will be described in an advisory agreement addendum. For pension, profit sharing, 401(k) and other ERISA covered plan clients, wherein there are individual accounts with participants exercising control over assets in their own account ("self-directed plans"), Partnervest may also provide quarterly educational support and investment advice designed for the Plan participants. The nature of the topics to be covered will be determined by Partnervest and the client under the guidelines established in ERISA Section 404(c) and the Pension Protection Act. Minimum initial account size: 0 to \$25,000 depending on the type of service selected and the source of the relationship. Minimum annual fee: \$2,500 but not to exceed 3% per year of a client's assets under management. Unless otherwise agreed with the client.</p> <p>Some clients may prefer to pay fees to Partnervest based upon the performance of the portfolio. Upon determination by the Company that the client qualifies for such a fee arrangement according to Rule 205-3 of the Investment Advisors Act, such clients will be charged a percentage of their portfolio gains as stated in the investment advisory agreement. In addition, a 1% annual administrative fee is charged whether there is any gain in the portfolio or not. Fees are charged quarterly in accordance with Partnervest's normal billing practices as detailed herein and/or in the investment advisory agreement. Performance fees are subject to the following disclosures:</p> <p>A. Clients must have a net worth, excluding their primary residence, of \$1.5 million or be a Foreign Person or otherwise qualify for performance fees under Rule 205-3.</p> <p>B. Type of Fees: As agreed between Partnervest and the client and as stated in the written investment advisory agreement, Fees may be:</p> <ol style="list-style-type: none"> 1. Percentage of Out performance: This is a percentage of the gain in the account over a stated benchmark. This may, but is not obligated to, include a high water mark (i.e. no performance fee is earned unless the fund's performance exceeds the previously achieved high point, so as to avoid earning a performance fee on recoupment of prior losses. 2. Percentage of Appreciation: A specified percentage of appreciation in the account. 3. Escalating Fee Rate: When the account's performance exceeds a certain benchmark, the overall rate of advisory fee increases 4. Asymmetrical fulcrum fee: Unlike a typical fulcrum fee, the decreases and increases in compensation based on performance may occur at different rates and to differing extents, e.g. for every 10 percent below a benchmark, compensation is reduced by a 5 percent increment up to a maximum of a 20 percent reduction, whereas for every 10 percent above the benchmark, compensation is increased by 10 percent up to a maximum of a 50 percent increase. <p>C. Maximum: The performance fee shall not to exceed 20% of the quarterly realized and unrealized gain in the portfolio using the valuation as reported by the custodian at the quarter end.</p> <p>D. Fees shall be calculated after deletion of additions and withdrawals to the account.</p> <p>E. Performance fees are charged quarterly based upon quarterly performance</p> <p>F. There will be no performance fee if the account declined in value during the quarter, excluding additions and withdrawals.</p> <p>G. The performance fee arrangement may create an incentive for Partnervest to make investments in the client's account that are more risky and more speculative than would be the case in the absence of such an arrangement</p> <p>H. Accounts subject to performance fees shall be managed subject to a client's IPG</p> <p>I. Partnervest may receive increased compensation with regard to unrealized appreciation as well as realized gains in the account</p>

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

Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/15/08

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:
Partnervest Advisory Services LLC

IRS Empl. Ident. No.:
77-0577563

Item of Form (identify)	Answer
Item 1-D (continued)	<p><u>OTHER VALUABLE SERVICES</u></p> <p>1. STAR™ Asset Management Program: This investment management program is a proprietary investment management strategy of Partnervest. Clients who choose to use this program benefit from and have access to Partnervest' highly experienced money manager(s) focused on providing exemplary research and investment direction. Partnervest' money managers who provide the STAR program generally use Modern Portfolio Theory (MPT) as a basis for developing a client's efficient portfolio diversification. Underlying MPT is the understanding that there exist efficient portfolios along a spectrum of risk/return alternatives. This efficient portfolio diversification is usually the cornerstone of the STAR Investment Management Program. By definition, an efficient portfolio seeks to provide the highest expected return for a defined risk level, or equivalently, the lowest risk level for an expected rate of return. According to an Ibbotson Associates study, as high as 91% of the variability of an investment portfolio's return can be attributed to its asset allocation policy. The rest can be explained by such factors as security selection, market timing and fees.</p> <p>Also, as the number of different asset classes in a portfolio increase, the total portfolio risk tends to decrease. The first step in participating in the STAR program and developing an efficient portfolio for a client is thoroughly understanding the client's investment objectives and horizon, and identify/quantify risk in the client's current portfolio. We do this by using a volatility tolerance questionnaire or obtaining other background data learned about the client, e.g new account form. The next step, is that STAR program money managers will work with the Partnervest Advisory Affiliate and analyze the information and determine the optimal mix of asset classes and investment styles in order to achieve the client's investment objectives within his/her risk parameters. The goal of the strategic asset allocation is to align a client's investment objectives and risk tolerance with pre-defined universe of portfolios developed for the Partnervest Investment Management Program. The strategic asset allocation model provides target ranges for each asset class or investment style. Different universes of NTF (No-Transaction fee) and other funds and securities will be developed in each investment style and updated on a monthly basis. These universes will be sorted and ranked according to several criteria which may include; rates of return, length of time the fund has been in operation, correlation to the underlying benchmark indices, Sharpe Ratio, Maximum Drawdown, Standard Deviation and Loss Deviation. The risk/reward tables as well as the optimization are usually performed using sophisticated software. Some examples of the pre-defined portfolios are listed below.</p> <p>Portfolio 1: <u>Agg. Growth</u> (97.5% Equity, 2.5% Cash) 35.5% Large-Cap 38% Mid/Small-Cap 18.5% International 5.5% Information Technology</p> <p>Portfolio 2: <u>Equity Income</u> (82.5% Equity, 10% Convertible, 5% Fixed-Income, 2.5% cash) 47.5% Large-Cap 20% Mid/Small-Cap 15% International 10% Convertible 5% Foreign Bond</p> <p>Portfolio 3: <u>Growth</u> (82% Equity, 15.5% Fixed Income, 2.5% Cash) 33% Large-Cap 29% Mid/Small-Cap 15.5% International 4.5% Information Technology 15.5% Domestic & Foreign Bond</p> <p>Portfolio 4: <u>Mod. Growth</u> (63.5% Equity, 28.5% Fixed Income, 5.5% Convertible, 2.5% Cash) 35.5% Large-Cap 16.5% Mid/Small-Cap 11.5% International 5.5% Convertible 28.5% Domestic & Foreign Bond</p> <p>Portfolio 5: <u>Balanced</u> (54.5% Equity, 37% Fixed Income, 6% Convertible, 2.5% Cash) 36.5% Large-Cap 10% Mid/Small-Cap 8% International 6% Convertible 37% Domestic & Foreign Bond</p>

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SCHEDULE F of Form ADV Continuation Sheet for Form ADV Part II			
Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/15/08	

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
Item 1-D (continued)	<p>STAR TMProgram Continued:</p> <p>Portfolio 6: <u>Conservative</u> (23% Equity, 65% Fixed Income, 9.5% Convertible 2.5% Cash)</p> <p>20.5% Large-Cap 2.5% International 9.5% Convertible 65% Domestic & Foreign Bond</p> <p>The above-mentioned portfolios are merely examples designed to illustrate the STAR program approach and subject to change without notice. STAR program money managers next commence a tactical asset allocation to obtain a Mean-Variance optimization and identify the optimal portfolios on the efficient frontier curve. The STAR program then selects the proper mix of the asset classes that have already been identified through the strategic asset allocation process. The resulting allocations fall into one of the STAR programs below:</p> <p>STAR (I): Sub-Advisory Outsource Program</p> <ul style="list-style-type: none"> -Asset allocation among existing family of funds to encourage transition to fee-based business, existing mutual fund program, or sub-accounts of a variable annuity. -Customized re-balancing -Customized Reporting <p>STAR (II): Proprietary Asset Allocation Strategy</p> <ul style="list-style-type: none"> -Strategic & Tactical Asset Allocation -Risk-Adjusted Return -NTF, No-Load or best of breed mutual funds or other securities -Quarterly re-balancing -Reporting: Quarterly -Analysis <p>STAR (III): Customized Models, e.g. Socially Responsible Investing (SRI); Exchange-Traded Funds (ETF); NTF, No-Load or best of breed mutual funds or other securities (e.g. options); Alpha Strategy (i.e. strategy limits portfolio risk by indexing equity exposure, reducing the absolute dollar amount at risk, and matching the target date with an fixed-income return stream to both participate in positive stock returns, and help protect those returns during negative periods; and VeGA Strategy: harness the up and down movement of a <u>globally diversified</u> portfolio in order to benefit from non-directional price swings as well as cumulative appreciation.</p> <ul style="list-style-type: none"> -Customized re-balancing and Reporting -Analysis <p>STAR (IV): Proprietary Quantitative Equity Model</p> <ul style="list-style-type: none"> -Fundamental, Risk, & Technical Analysis Platform -Hedging Strategies -NTF, No-Load or best of breed mutual funds or other securities -Quarterly re-balancing. Weekly/Daily monitoring -Reporting: Quarterly -Analysis <p>The above-mentioned programs are subject to change due to market changes and in the discretion of STAR program money managers. Fees charged to the client for the STAR program are incorporated into the Partnervest fee as stated in the investment advisory agreement between Partnervest and the client or in the absence of such agreement, as detailed herein for investment management services.</p> <p>2. Pension Plans: Partnervest may refer clients to certain pension plan design and administrative firms. The programs generally provide for the design, implementation, compliance and annual review of defined contribution and/or defined benefit plans for individuals and groups using prototype plan(s). A client is free to choose any pension provider. Partnervest may or may not provide investment advice and/or financial planning to the plan sponsor and plan participants.</p> <p>3. Insurance: Insurance is an essential element in the financial planning process. At the same time, because of the variety, complexity and number of possible products available to meet various insurance needs, Partnervest prefers to be as involved as possible when its clients consider the purchase of such products to meet their financial planning needs. When an insurance need arises, Partnervest will generally make a recommendation as to the generic type of product or products that would best address the specific need. If the client has an existing agent who can provide the needed product and related service, Partnervest will, at the client's request, work with the agent to ensure the client is getting a suitable product for that need. If the client does not have a preferred agent, Partnervest may work with a provider or refer the client to an agent whom Partnervest believes can best deliver the appropriate product and related service, which agent may be an agent of PI. Also, as Partnervest is heavily involved in the insurance product research and review, a fee may be charged based on the time expended by Partnervest personnel when a PI agent is not used. Whenever possible, Partnervest will work with the insurance agent who will earn the sales commission to pay the fee in an attempt to save the client the cost.</p>

**SCHEDULE F of
Form ADV
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Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/15/08

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I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
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Item 1-D (continued)	<p>STAR TMProgram Continued:</p> <p>4. Complex Issues Solutions: Partnervest can make referrals so that a client receives solution-based advice from a team of experts to solve essential issues above and beyond those associated with basic financial planning. The team that is put together for the client will consist of those disciplines tailored to meet the individual client's needs and may include the following experts: Certified Public Accountants ("CPAs"), business professionals ("MBAs"), Certified Financial Analysts ("CFAs"), Chartered Life Underwriter ("CLU"), Certified Financial Planner (CFP), lawyers, tax experts, human resources specialists, real estate professionals and estate planners.</p> <p>A. Estate Planning: This program from outsource providers, provides for the design, implementation and assistance with periodic updates of a comprehensive estate plan that integrates with the salient aspects of a client's financial plan. This program takes a unique approach which emphasizes clarification of a client's values and goals regarding the eventual distribution of their wealth, helping client's prepare both emotionally and financially for this task. Clients are entitled to a review of their current estate plan documents, financial statement, estate planning education, and discussion/analysis of alternative tools that can assist them in achieving their stated values and goals for their estate plan. The client is presented with a plan summarizing the meeting, conclusions and recommendations, as well as a mission statement, all of which are to be taken to their estate planning attorney to draft the necessary legal documents to execute and implement the client's estate plan. Partnervest works as a facilitator to coordinate the efforts of all of the client's advisors to have the plan implemented according to the client's goals. Clients are free to choose whatever service provider they desire.</p> <p>B. Accounting, Bank and Trust Services: In certain situations, Partnervest may refer clients to third party accounting firms as well as banks, trust companies and trustee service providers. Partnervest may have certain mutually beneficial arrangements with these referred providers including, without limitation, cross-referrals. Clients are free to choose whatever service provider they desire.</p> <p>C. Legal Services: During the Investment Advisory and Financial Planning process, Partnervest may discover that the client needs legal advice including, without limitation, to implement certain aspects of the client's financial plan. Partnervest and its employees and affiliates do not provide legal advice and clients are advised to seek and obtain independent legal advice on all matters.</p> <p>D. Seminars: Partnervest representatives may hold seminars for clients, their friends, family or employees, or the general public offering all or a portion of the services mentioned above. Generally, the seminars include presentations on various investment issues, such as market trends and general strategies that can be taken in light of those trends, general pension advice and some discussion of particular investments. The seminars can be tailored to the specific client(s) or audience. The fee for the seminars ranges from no charge to a maximum of \$500 per person. The fee may be paid by the individuals attending the seminar or by the entity sponsoring the seminar.</p>
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THIRD PARTY ASSET MANAGERS (TPAMs)

Item 2	<p>Partnervest may use the services of a third party advisor or sub-advisor to assist in the management and/or manage the client's assets. Below is a list of the TPAMs that Partnervest may use and a general description of their services and fees. It should be noted that if the TPAM is a sub-advisor, then the TPAM's fee is incorporated into the fee charged to the client by Partnervest, i.e. the client does not pay more than Partnervest's normal fee for the client's use of a TPAM through Partnervest. Thus, it is important to note that the fees quoted below are not the fees that clients of Partnervest will be charged but rather the clients will pay a higher fee in accordance with Partnervest's fee schedule stated earlier, which incorporates the below fee and adds an additional amount for Partnervest. Furthermore, if Partnervest solicits the client to use the services of a TPAM as a solicitor for that TPAM, then Partnervest receives a portion of the fees charged by the TPAM and the client does not pay more than other clients would pay for the receipt of services from that TPAM. Following is a brief description of the TPAMs that PAS uses or solicits for. More detail is provided in the TPAMs Form ADV Part II and/or the Solicitor Disclosure Document provided to clients at the time of solicitation, which the a client should review in detail before making any decision to use Partnervest or the TPAM:</p>
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1. Genworth Financial Wealth Management, Inc.
 - a. As a sub-advisor to PAS, provides mutual fund and variable annuity programs and a privately managed account program. Fees range at 1.95% for the first \$250,000 of assets under management ("AUM") to .50% for AUM over \$2 million
2. Blue Marble Investments LLC (www.bluemarble.com)
 - a. As a sub-advisor to PAS, provides socially responsible portfolio models and asset management for fees of approximately 50 basis points.
3. BTS Asset Management
 - a. PAS is a solicitor for BTS, which provides a strategic fixed income security asset allocation program allocating assets among open end mutual funds with fees more fully described in its Form ADV.
4. Capital Allocation Management (www.capitalallocation.com)
 - a. As a sub-advisor to Partnervest, Capital Allocation Management provides tax efficient portfolios for taxable accounts for fees ranging from 40 basis points for AUM under \$250,000 to 15 basis points for amounts over \$5 million.

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**SCHEDULE F of
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Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/15/08
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I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
Item 2 (continued)	<p>5. Congress Asset Management Company (www.congressasset.com) a. As a sub-advisor to Partnervest, provides various asset management and portfolio models for fees ranging from 50 basis points to 1% annually</p> <p>6. Curian Capital LLC (www.curian.com) a. Partnervest is a solicitor for Curian which provides model portfolios for fees more fully described in its Form ADV.</p> <p>7. Dunham & Associates Investment Counsel, Inc. (www.dunham.com) a. Partnervest is a solicitor for Dunham and provides manager of managers investment advisory and asset allocation services which charges fees more fully described in its Form ADV.</p> <p>8. FTJ Fund Choice (www.ftjfundchoice.com) a. Partnervest is a solicitor of the FTJ FundChoice program which is designed to provide administrative services to enable eligible persons to acquire mutual funds for the qualified and non-qualified accounts for fees more fully described in its Form ADV.</p> <p>9. GE Asset Management/Genworth (www.genworth.com) As a sub-advisor, Genworth provides Privately Managed Portfolio (PMP) Services and multiple strategy portfolios for fees more fully described in its ADV.</p> <p>10. LBS Capital Management (www.indexandsectorinvesting.com) a. Partnervest is a solicitor for LBS which has designed proprietary technologies and market analysis architectures that power their investment strategies for various fees as more fully described in its Form ADV.</p> <p>11. Lockwood Advisors (www.lockwoodfinancial.com) a. As a sub-advisor to Partnervest, Lockwood provides various models and investment management services for fees ranging from 78 basis points to 135 basis points.</p> <p>12. Meeder Advisory Services (www.meederfinancial.com) a. Partnervest is a solicitor for Meeder, which provides tactical asset allocation, product management and universal portfolio management for fees more fully described in its Form ADV.</p> <p>13. ICON Advisers Inc. a. Partnervest is a solicitor for Meridian, which provides quantitative approach to various asset allocation portfolios for fees more fully stated in its ADV.</p> <p>14. Nations Financial Group, Inc. (www.nationsfg.com) a. As a sub-advisor to Partnervest, Nations provides its I-Score program for managing investment advisory portfolios for fees of approximately .50%.</p> <p>15. Rochdale Investment Management (www.rochdale.com) a. Partnervest as a solicitor for Rochdale which provides investment management services with respect to domestic, international and high income equities as well as fixed income securities for fees more fully described in its ADV.</p> <p>16. RTE Asset Management a. Partnervest is a solicitor for RTE which provides various asset management models for fees more fully stated in its Form ADV.</p> <p>OTHER INFORMATION Upon written notice to the client, which may be limited to the offer of an updated Partnervest Form ADV Part II, Partnervest's fees may be increased or decreased. If a client directs Partnervest to use a particular broker-dealer, Partnervest may not be able to negotiate commission discounts, obtain volume discounts or achieve best execution for the clients transactions completed through their chosen broker-dealer. Initial fees are generally non-negotiable and generally payable on the day services begin. The client has five full business days, after entering into a contract, oral or written, in which to cancel and obtain a full refund. Partnervest's services cannot be assigned to any other investment advisor without the consent of the client. Such consent may be given by the client, as stated in the Investment Advisor Agreement, by a silent affirmation or opt-out method, i.e. the client is notified by Partnervest in writing of the proposed assignment and if the client fails to object within the stated period then the client's silence is deemed acceptance or agreement to the assignment. Partnervest has a policy of having written investment advisory contracts with each of its clients. Partnervest does not, without express client request, collect its fees six (6) months or more in advance or in excess of \$500.00 in advance. Partnervest does not and will not hold securities or cash on the behalf of any clients. Clients having accounts with a custodian or trust company may designate Partnervest as the Investment Advisor of such account with limited trading authority. As a general policy Partnervest does not, and will not, have full power(s) of attorney on behalf of clients, unless otherwise specifically agreed to in writing between Partnervest and the client. Partnervest provides Part II of Form ADV (including solicitor disclosure document if applicable) and Privacy Policy to clients at or before the time services are rendered. Partnervest provides a quarterly billing statement to the client and the custodian for custodial accounts where Partnervest's fees are paid by account charge, by direct deposit or by automatic disbursement. Lower fees for comparable services may be available from other sources. Fees are subject to discounting, are shared with certain appropriately registered employees (e.g. account executives and sales persons), and solicitors if applicable, and may be charged directly to custodial, trust, checking or credit card accounts of clients. Partnervest offers to make recommendations regarding all of a client's assets held prior to and during their relationship with Partnervest. Investment advice is based on the client's individual needs and is kept within Partnervest context for investment strategy, risk tolerance, client suitability and financial plan.</p>

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

Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/10/07
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (Identify)	Answer
Item 3	<p>In addition to the securities checked in Item 3, including but not limited to stocks, bonds and mutual funds, Partnervest may offer advice on exchange traded funds, hedge funds, venture capital opportunities, derivative debt, investment contracts and equity securities, private and public real estate investment trusts (REITs) and limited partnership interests. Partnervest also offers advice about stock options or restricted stock as well as various business opportunities. The vast majority of investments recommended by Partnervest are in the form of no-load mutual funds or equivalent investment products or individual stocks or bonds. The investment selection offered to clients may be limited by the knowledge and experience of the personnel of Partnervest and or the resources available to it as a result of its relationships with custodians and other providers in the broader financial industry. In addition, as a result of these resources, certain investments may be available to clients of Partnervest that might not be available to members of the public at large. Partnervest believes that the breadth of choices available under these restrictions is sufficiently wide so as to effectively make available the full range of investment options that might conceivably be important for the vast majority of clients. Suitable categories of investments are selected in accordance with the client's attitudes about risk and their need for capital appreciation or income production, with tax considerations of all transactions weighted heavily. Within each category, individual securities are selected whose characteristics are most consistent with the particular objectives for which the category was chosen. Risk factors of the different investments are considered, particularly in light of the client's willingness to assume risk.</p>
Item 4	<p><u>PARTNERVEST INVESTMENT STRATEGIES</u></p> <p><i>Overview</i> Partnervest generally focuses on financial planning and investment management through asset allocation. The client's investments are evaluated to determine whether they correspond with his or her financial objectives. Partnervest designs and proposes a portfolio to help clients attain their financial goals. Some methods used in providing this advice are charting, fundamental economic and investment analysis, technical investment analysis and/or cyclical analysis. The asset allocation service utilizes a strategy designed in accordance with individual client volatility tolerance to deliver the optimal mix of asset classes, using a tailored mix of securities. In addition, for fixed income, Partnervest generally builds portfolios using investment grade fixed-income instruments (i.e. CDs, corporate bonds, U.S. Treasuries, tax free municipal bonds, zero-coupon bonds and commercial paper), with maturities designed to provide either preservation of capital or current income. More detail on the specifics of Partnervest's investment strategies follows.</p> <p><i>Investment Policy Guidelines</i> It is the objective of Partnervest to have an Investment Policy Guideline or Statement (IPG) for each investment management client but at times one may not be used and instead other documents and information will be relied upon. The IPG is a document that outlines the policies and procedures to be followed by Partnervest on behalf of the client and is individualized for each client. Topics addressed in a typical IPG may include the target asset allocation, the trigger for re-balancing procedures to be implemented, the investment goals, time horizon, risk tolerance, tax considerations, frequency and type of monitoring and reporting, criteria for investment selection and overall investment strategy. Partnervest believes that asset allocation is a dominant factor in determining total portfolio risk/return and is generally the central theme of our investment process. In addition we also utilize trend analyses, active and passive portfolio management and sector concentration in determining appropriate investment strategies. By its nature, our investment management and financial planning are long-term oriented, and investing which supports the plans should therefore also focus on the long term. However, current changes that might impact a client's financial situation are not ignored. On occasion and IPG may not be used in which case recommendations are based upon other background data provided by the client, e.g. new account form.</p> <p><i>Other investment Considerations: Liquidity, Growth and Taxes</i> Investment recommendations are designed to satisfy a hierarchy of needs, the most immediate issue should be the client's need for short-term cash flow and liquidity. To meet this requirement, an amount of short-term reserve funds is generally recommended, to be either carved out of the broader portfolio or developed from some other source. Generally, investments are ultimately invested to provide for certain future expenses: e.g. retirement, college, emergencies, etc. To meet these needs, the investment assets must be designed to grow over the long term and then once needed be convertible into cash. Therefore, as investment strategies are developed and specific investments selected, it is done with an eye to both longer term growth or income potential and the ability to generate ready liquidity as circumstances warrant.</p> <p><i>Diversification</i> Studies have shown that diversifying investments can both reduce volatility (risk) and possibly raise the potential for investment returns. To achieve an appropriate level of diversification in an effort to achieve these objectives, Partnervest believes investment portfolios should have a mix of asset classes. In addition, within the individual asset classes making up the investment asset allocation designed, we believe it is crucial to diversify among investment management styles. Most of the differences in returns between managers can be explained by their particular style and the tendency of the portfolio returns to correlate with the returns of an index of securities which broadly represent that style.</p>

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

Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/10/07
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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Item of Form (Identify)	Answer
Item 4 (continued)	<p>Partnervest often makes use of broad based index funds in order to participate in any particular asset class but also diversifies in other methods depending upon the individual client's needs, including without limitation, individual equities and options such as covered calls. Index funds benefit from low costs and minimum trading activity, avoiding timing and human judgment and the tax costs arising from each security trade. In many cases, Partnervest will utilize both active managers and passive index funds in the same asset class s within a single portfolio.</p> <p>Although many different strategies are available and chosen based upon the client's individual circumstances, Partnervest often uses Modern Portfolio Theory ("MPT") which is a methodology of, diversifying investment portfolios to obtain the highest possible return for a given level of risk, or the lowest possible risk for a given return. The methodology combines assets whose returns are not highly correlated. The components which comprise MPT are: 1) "Expected Risk" as defined by the standard deviation of each asset class, 2) "Expected Return" of each asset class, and 3) correlation of each pair of asset classes. Partnervest accomplishes this by combining several different asset classes including domestic and international mutual funds and fixed-income securities and individual securities including options. These assets are blended using the above components and methodology to formulate a portfolio in line with each client's goals and risk tolerance. Implementation of Investment Strategy</p> <p>Partnervest's selection of investment vehicles supports the asset allocation process. Each investment represents a relatively narrow sector of the equity or fixed income market as determined by the particular security or if a mutual fund, its management style or the index it tracks. By combining individual investments into the overall asset allocation portfolio, the objective is to provide a well diversified portfolio of individual securities (including options) with broad market exposures without chronic over-weighting or underweighting of specific sectors industries or manager styles.</p> <p>Partnervest implements technology and procedures designed to allow a portfolio to maintain a target asset allocation. At a minimum, each portfolio is reviewed periodically to evaluate the extent to which the actual allocation matches the target allocation. Where the variance is considered excessive (as defined by the client's IPG), Partnervest may take appropriate action to rebalance (buy and sell) in order to bring the actual allocation within acceptable range of the target allocation. This process is referred to as rebalancing and is utilized with the intent of helping maintain a risk quotient which is more consistent over time for each portfolio and which is systematized as a way to help the investor "buy low and sell high."</p> <p>Once client needs have been defined and plans have been developed and implemented, the results need to be monitored and adjustments will be needed. As the initial assumptions change, the plans themselves may need to be adapted. Partnervest believes that continuous portfolio management is the only way to be truly effective but will adjust its offering of services dependant upon client needs.</p> <p><u>OTHER SOURCES OF INFORMATION</u></p> <p>To help develop its strategies and recommendations, Partnervest uses commercially available services, financial publications and information services dealing with investment research, pensions, securities law and taxation. Such information may be obtainable in print, on computer media, via the internet or via some other electronic means. Company prepared materials and research releases prepared by others are also utilized. Partnervest also uses research materials prepared by various investment product vendors or custodians. Finally, as an investment advisor Partnervest has a good opportunity to access information from a variety of experts whether through personal visits, telephone calls or at industry or related meetings which cutting-edge information then benefits the client.</p>
Item 5	<p>Persons associated with Advisor and rendering investment advice are generally required to have a college degree or a professional designation such as J.D., CPA, CFP, CLU, M.S., M.A., MBA or a paraplanner designation or five years experience in the securities business. Continuing education in financially related fields is also required of all associates in the firm.</p>
Item 6	<p>Following is each member of the investment committee that determines general investment advice to be given to clients including the STAR program, however, individual Advisory Affiliates of Partnervest may offer different or analogous investment advice in their determination including, without limitation, as more fully stated in their Advisory Affiliate disclosure document.</p>

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

Applicant: Partnervest Advisory Services LLC	SEC File Number: 801-62795	Date: 10/10/07
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
Item 6 (continued)	<p>Kenneth Ross Hyman DOB: 11/24/60 Education: University of Arizona, Tucson: BS Business Economics Experience: Partnervest Advisory Services LLC: President 8/01 to present Partnervest Securities, Inc. (f/k/a Integral Securities, Inc.): President and Registered Representative 05/00 to present Partnervest Financial Group LLC: President 8/01 to present Partnervest, Consultant 01/00 to 08/01 Integral Securities, Inc., President 05/00 to 08/01 Mercer Global Advisors: Member of the Investment Advisory Committee, Director of Operations and Chief Operating Officer 4/98 to 1/00 Associated Securities Corporation: Vice President of Trading 11/89 to 4/98</p> <p>Carolyn S. Bishop DOB: 05/07/50 Education: Michigan State University: M.A. Michigan State University: B.S. Experience: Partnervest Advisory Services LLC: Investment Advisor Representative 08/02 to present Partnervest Securities, Inc.: Registered Representative 07/02 to present Partnervest Financial Group LLC: Director of Financial Planning 07/02 to present Omni Financial Advisory Services: Investment Advisor Representative 08/95 to 12/02 Long Grove Trading Co.: Registered Representative 02/87 to 07/02 Sterling Financial Advisory Services: Investment Advisor Representative 10/89 to 08/95</p> <p>James G. Herrell, CFA DOB: 08/27/66 Education: University of California, Santa Barbara: BA AIMR, Chartered Financial Analyst: 1994 Experience: Partnervest Advisory Services LLC: Director of Investment Management 07/08 to present Santa Barbara Quantitative Strategies, LLC: Strategy Manager 10/03 to 07/08 Pacific Capital Bancorp, N.A.: Vice President, Portfolio Manager, Trust & Investments 11/00 to 09/03 Point Break Trading Group, LLC: Principal and Fund Manager 06/96 to 11/00 Strome Investment Management: Partner and Head of Trading 02/91 to 06/96 Kayne, Anderson & Co: Trader 07/89 to 01/91</p> <p>Marcy Burton DOB: 03/12/51 Education: University of Michigan: M.S. Mechanical Engineering 1983 University of Michigan: B.S. Mechanical Engineering 1981 Experience: Partnervest Advisory Services LLC: Chief Marketing Officer Partnervest Securities, Inc.: Chief Marketing Officer Partnervest Financial Group LLC: Chief Marketing Officer 07/02 to present AXA Advisors: Wholesaler 1995-2002 Alger Funds: Wholsaler 1989-1995 Van Eck Global Advisors 1986-1989 Merrill Lynch: Financial Consultant 1982-1988</p>

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

Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/10/07

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
Item 6 (continued)	<p><u>Tim Mahota</u> DOB: 04/12/66 Education: University of Reading, London, England, June 2007 <i>Diploma co-sponsored by FINRA (formerly NASD) in EU Capital Market Regulation and Compliance with emphasis on UK/FSA principle-based regulation</i> Georgetown University Law Center, Washington, D.C., June 1994 <i>Certification in Employee Benefits Law (ERISA)</i> Georgetown University Law Center, Washington, D.C., June 1993 <i>LL.M. - Securities Regulation</i> Ohio State University College of Law, Columbus, Ohio, June 1991 <i>Juris Doctor</i> John Carroll University, Cleveland, Ohio, June 1988 <i>Bachelor of Arts in Economics and Philosophy</i></p> <p>Experience: Partnervest Financial Group LLC and its subsidiaries: <i>VP, General Counsel and Chief Compliance Officer</i> 05/01 to present Integral Development Corp., <i>General Counsel</i> 04/00-present Mercer Global Advisors, Inc. <i>General Counsel and Chief Compliance Officer</i> 04/97-04/00 Securities and Exchange Commission, <i>Enforcement Attorney</i> 09/94-04/97 Pension Benefit Guaranty Corporation, <i>Staff Attorney</i> 09/91-09/94 Kidder, Peabody & Company, Inc., <i>Registered Representative</i> 06/90-12/90 Dean Witter Reynolds, Inc., <i>Sales Intern</i> 06/89-8/89</p>
Item 7-A and 7-B	<p>Partnervest Advisory Services LLC involves offering investment advice 95%, financial planning accounts for approximately 4% and other advice at most 1% of the time. Representatives of Partnervest Advisory Services may also sell products and services through their affiliations with insurance agencies and broker-dealers such as Partnervest Securities, Inc. and Partnervest Insurance Group LLC dba Partnervest Insurance Services.</p>
Item 8-C	<p>Partnervest is a 100% owned subsidiary of Partnervest Financial Group LLC, which owns Partnervest Securities, Inc. (PSI), a registered broker dealer, Partnervest Insurance Group LLC (PI), a registered insurance agency. Also, Timothy J. Mahota, A Professional Corporation is controlled by a major shareholder of Partnervest Financial Group LLC. Representatives of Partnervest may also be representatives of these affiliated companies. Upon client consent, some Partnervest recommended transactions may be done through PSI, or other related business be done through one of the named affiliates. Partnervest may recommend other third party custodians or service providers but receives no compensation for doing so unless stated herein or in another disclosure document provided to the client. Advisory Affiliates of Partnervest may have other business affiliations as more fully described in an attached Advisory Affiliate Disclosure Statement.</p> <p>As a broker-dealer, PSI engages in a broad range of activities normally associated with securities brokerage firms. Pursuant to the investment advice and/or financial planning given by Partnervest, investments in securities may be recommended for clients of Partnervest. If PSI is selected by the client as the broker-dealer, it may effect transactions in securities for clients of Partnervest. By serving as the broker-dealer, PSI and its registered representatives receive commissions for executing securities transactions. Thus, a conflict exists between Partnervest's interests and those of its clients. Clients are advised that if PSI is selected as the broker-dealer, the transaction charges may be higher than the charges the client might pay if the transactions were executed at other broker-dealers. The client is under no obligation to purchase securities recommended or to purchase securities through advisory affiliates of Partnervest or PSI. Under the rules and regulations of FINRA, PSI has an obligation to maintain certain client records and perform other functions regarding aspects of the investment advisory activities of its registered representatives. These obligations require PSI to coordinate with, and have the cooperation of, its registered representatives that operate as or are otherwise associated with investment advisors. Accordingly, PSI may limit the use of certain custodial and brokerage arrangements and may collect as a paying agent for Partnervest the investment advisory fee remitted to Partnervest by the account custodian. The arrangement will not increase the brokerage charges to the client, nor the fee the client has agreed to pay Partnervest. As an insurance agency, PI engages in a broad range of activities normally associated with general insurance agencies. Pursuant to the investment advice and/or financial planning given by Partnervest, purchase of insurance products may be recommended for clients of Partnervest. If PI is selected by the client as the insurance agency, it may effect insurance product transactions for clients of Partnervest. By serving as the insurance agency, PSI and its registered representatives receive commissions for executing insurance product transactions. Thus, a conflict exists between Partnervest's interests and those of</p>

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

Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/10/07

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

I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

IRS Empl. Ident. No.:
77-0577563

Partnervest Advisory Services LLC

Item of Form (identify)	Answer
Item 8-C (continued)	<p>its clients. Clients are advised that if PI is selected as the agency, the transaction charges may be higher than the charges the client might pay if the transactions were executed at other insurance agencies. The client is under no obligation to purchase securities recommended or to purchase securities through advisory affiliates of Partnervest or PI.</p> <p>As a law firm, Timothy J. Mahota, A Professional Corporation ("Mahota Law Firm") engages in a broad range of activities normally associated with a law firm. Pursuant to the investment advice given by Partnervest, clients may be referred to Mahota Law Firm to complete needed legal documentation or receive legal advice. If Mahota Law Firm is selected by the client for legal advice and/or legal documentation, Partnervest Representatives may seek legal advice and/or legal documentation on behalf of the client. By serving as the client's law firm limited in this respect, lawyers and other entities related to Partnervest may receive certain compensation. Thus, a conflict exists between Partnervest's interests and those of its clients. Clients are advised that if Mahota Law Firm is selected as the law firm, the charges may be higher than the charges the client might pay if other firms are selected. The client is under no obligation to use Mahota Law Firm. As of January 1, 2007, Mahota Law Firm's intention is to no longer provide such services.</p> <p>With respect to mortgage lending, Partnervest receives a portion of the lending fee when clients are referred to obtain a mortgage through Partnervest Mortgage Services ("PMS"), which is a 50/50 Joint Venture with Pacific Coast Lending LLC. Partnervest Advisory Affiliates on behalf of Partnervest will provide certain RESPA services in connection with provision of the mortgage in order to be able to receive a portion of the mortgage fees. PMS discloses all fees and their nature to the client pursuant to applicable law prior to any mortgage being implemented.</p> <p>Partnervest recommends, but does not direct, that clients use one of several third party plan administrators ("TPAs") for administration of qualified plans. Partnervest receives no compensation for this recommendation but some pension staff may receive discounted or free continuing education from the TPAs to maintain their cutting-edge expertise in pension matters. Similarly, Partnervest may recommend clients use certain banks for their banking activities and/or mortgage lenders. Partnervest and/or its affiliates usually receives compensation for such referral, which compensation may be limited to cross-referrals.</p>
Item 9	<p>Generally</p> <p>Partnervest or its representatives may buy or sell securities identical to those recommended to clients. It is the policy of Partnervest that no persons employed by Partnervest may purchase or sell any security prior to a transaction being implemented for an advisory account, thus preventing such employees from benefiting from transactions placed on behalf of advisory accounts. This rule does not apply to mutual fund transactions since trades are executed at the closing price at the end of the trading day. Should a conflict occur because of materiality, e.g. a thinly traded stock, disclosure will be made to the client. Incidental trading not deemed to be a conflict, e.g. purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price, would not be disclosed to the client.</p> <p>In addition, Partnervest employs the following procedures:</p> <ol style="list-style-type: none"> 1. No employee of Partnervest shall prefer his or her own interest to that of the advisory client. 2. Partnervest gives the unrestricted right to all clients to decline to implement any recommendation or advice rendered. <p>Partnervest emphasizes the unrestricted right of each client to select and choose any broker or dealer and or insurance company they wish. Partnervest requires that all affiliated persons act in accordance with all applicable federal and state regulations governing investment advisors or be subject to termination. While individual client advice is provided for each account, client trades may be executed as a block trade. Partnervest encourages its existing and new clients to use Partnervest's recommended custodians. Only accounts in the custody of recommended custodians would have the opportunity to participate in aggregated securities transactions. The aggregations should, on average, reduce slightly the costs of execution, and Partnervest will not aggregate a client's order if in a particular instance Partnervest believes that aggregation would cause the client's cost of execution to be increased. The custodian will be notified of the amount of each trade for each account. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all Partnervest transactions in that security on a given business day, with transaction costs shared pro rata based on each client's participation in the transaction subject to rounding for odd lots that would be deemed too small for an account ("de minimis allocations"), and other objective criteria. When the total final execution amount of a trade is materially less than an amount of the requested order, certain accounts may be removed entirely from the list of participants and the amounts of the allocation can be adjusted to avoid inefficient results. Accounts that do not receive an allocation with respect to a particular security will be considered first when the next partial fill occurs. Notwithstanding the foregoing, the order may be allocated on a basis different from that specified if all client accounts receive fair and equitable treatment and the reason for the different allocation is explained. Partnervest will receive no additional compensation or remuneration of any kind as a result of the aggregation. Parntervest's block trading is usually done through Pershing's Order Blast system which maintains enhanced functionality including auto-allocation for fully executed trades and six different algorithms that Partnervest may select for partially executed orders. The six algorithms are as follows:</p>

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

Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/10/07

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

II. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
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Item 9 (continued)	<p>Generally (continued)</p> <p>Pro-rata—Allocated to the accounts in quantity, pro-rated to the original allocation</p> <p>Sequential—Allocated in sequential order to the accounts starting from the top of the listed accounts to receive an allocation</p> <p>Sequential Based on Allocation Size, High to Low—Allocated to the account with the highest quantity first, the second highest quantity second, etc.</p> <p>Sequential Based on Allocation Size, Low to High—Allocated to the account with the lowest quantity first, the second lowest quantity second, etc.</p> <p>Random—Allocated on a random basis, based on a priority determined by a random number generator</p> <p>Farthest From Model—Allocated based on model portfolios that can be created for different client needs, such as asset appreciation or maximum current income. You may apply a specific model to selected accounts, as well as create a transaction across multiple accounts. The allocation is determined by the percentage distance of the account from the model. The executed shares will then be allocated sequentially, based on the priority determined from the percentage distance from the model.</p>
Item 10	<p>Conflicts from Partnervest Accounts</p> <p>Partnervest may provide a Profit Sharing Plan and 401(k) Plan for its employees. The funds in the plan are invested according to participant selection and generally use a similar investment strategy as recommended to our clients. Neither Partnervest nor any Partnervest employee has a vested interest in the securities or make a market in the securities used, therefore, there is no conflict of interest as it relates to our clients or ourselves. Owners of the company as individuals or trustees of retirement plans may also use Partnervest services to invest assets on their behalf. In addition, Partnervest may have a corporate investment account which is designed to be used as collateral. Partnervest maintains policies and procedures designed to prevent its officers, directors and employees from trading on material non-public information gained during their employment with Partnervest.</p>
Item 11-A	<p>Cross Transactions</p> <p>A cross transaction occurs when Partnervest facilitates a securities trade between two clients. Partnervest shall not effectuate any cross transactions involving qualified plan assets when Partnervest advises both the buyer and the seller. Partnervest shall disclose to the client in writing prior to the completion of the transaction the capacity in which Partnervest is acting, the nature of the transaction, the pricing methodology used, the reason for the transaction, and a statement concerning Partnervest's conflict of interest in trying to fulfill its fiduciary duty to act in the best interests of both clients in the transaction, and that the client waives this conflict of interest by signing the consent. Partnervest shall also disclose to the client a statement that authorization for a cross transaction may be terminated by the client at any time before settlement by written notification to Partnervest. Partnervest shall give the client an annual summary of all cross transactions.</p> <ul style="list-style-type: none"> As described elsewhere in this document, a variety of compensations structures are available to address most client needs. Those clients requesting investment management services described above are generally subject to a \$2,500 per year minimum annual fee. Partnervest's minimum account size is \$100,000 however exceptions are made for certain clients and circumstances and also PARSAs Fundamental, Risk, & Technical Analysis Platform Hedging Strategies <p>We reserve the right to terminate a client's account pursuant to the terms of the investment advisory agreement, in the event that the account assets under management drop below a reasonable amount as determined by us.</p> <p>Investment management accounts are reviewed periodically and usually on a quarterly basis, as part of the monitoring and reporting process. Such a review and report usually includes addressing the following five questions:</p> <ul style="list-style-type: none"> How did your portfolio perform over the last period, on both a nominal and relative basis? What parts of your portfolio did well? Poorly? Is your portfolio allocation in line with the target allocation set forth in the IPG? If not, what changes are called for? Does the target portfolio continue to make sense? Has a change in your current circumstances occurred suggest a need to change the target allocation? What parts of your portfolio did well? Poorly? Have any investments performed so badly over a reasonable time or has some other change occurred that suggest that a change in investments be made at this time?

**SCHEDULE F of
Form ADV
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Applicant:
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III. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Partnervest Advisory Services LLC	IRS Empl. Ident. No.: 77-0577563
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Item of Form (identify)	Answer
Item 11-A (continued)	Accounts are also usually reviewed upon other triggering events such as: 1) Receipt of new money to be invested, or, 2) The request to liquidate and disclose a significant portion of the portfolio, or 3) A significant change in the financial circumstances of the client if made known by client, or 4) A significant change in the status of the financial markets. Some investments in certain funds used by Partnervest will be denominated in foreign currencies. Changes in the relative values of foreign currencies (including the Euro) and the U.S. dollar, therefore, will affect the value of investments in portfolios with these funds. The funds used by Partnervest may purchase foreign currency futures contracts and options thereon in order to hedge against changes in the level of foreign currency exchange rates.
Item 11-B	Client communications occur at several levels: Confirmations and monthly statements of accounts do document all transactions and are provided to the client by the broker dealer, fund manager, investment manager, investment sponsor or custodian. Also, monthly statements of account reports are prepared and distributed by Partnervest or other third party investment service providers. In addition, a newsletter on investment and financial planning topics may be provided to all clients approximately four times a year. Also, client meetings are generally held at least annually to review the account and determine if there have been any changes in the client's financial goals. Finally, meetings, telephone calls, emails and letters also occur from time to time as circumstances warrant.
Item 12-A	Partnervest for the vast majority of clients does not make investment decisions for its clients outside of the parameters authorized by the investment policy guideline ("IPG") when one has been signed by the client and delivered to Partnervest. Clients retain control and final decision making powers and authorize Partnervest and its representatives to manage their money (e.g. rebalancing a portfolio) as agreed in writing by the IPG. Partnervest predominantly does not and will not have general power of attorney on custodial accounts, but rather only limited trading authority. Partnervest cannot withdraw funds from the accounts other than fees, if authorized by the client, and Partnervest, except as otherwise stated herein, does not receive commissions of any sort. Notwithstanding the foregoing, Partnervest has a representative that uses full discretion in managing their assigned clients' assets, concerning timing, price and selection of investments in the clients' portfolios. The discretion can extend to selection of broker-dealer and amount of commissions paid, but the amount of commissions are incorporated into Partnervest's advisory fee under such circumstances.
Item 12-B	Other than as stated in the last part of our response to Section 12-A above, generally, we have the authority to determine, without obtaining specific client consent, the securities bought or sold and the amount of securities bought or sold and commission rates paid. The only restrictions on the above discretionary authority are those set by the client on a case by case basis. We make it a general practice to question Clients to determine if there are any limitations to the above matters. The client is not obligated to effect transactions through any broker-dealer recommended by us. In recommending broker-dealers, we will generally seek "best execution." The factors considered in selecting brokers and determining the reasonableness of their commissions and best execution are: <ol style="list-style-type: none"> 1. The value of products, research and services given to the client. 2. The quality of service, responsiveness to Partnervest and its clients 3. The ability to execute transactions per client's special instructions 4. The economic advantage provided by the custodian. 5. The breadth of the products, research and services available 6. Whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services 7. Whether research is used to service all of Partnervest's accounts or just those accounts paying for it; and 8. Any other relevant factors.
Item 13-A	Partnervest maintains affiliation with certain custodians. While there is no direct benefit received for the investment advice given and the affiliation with these organizations, economic benefits are received which would not be received if Partnervest did not give investment advice to clients and also use the services of these organizations. These benefits include: receipt of duplicate client confirmations and bundled duplicate statements, access to a trading desk servicing institutional service participants exclusively, ability to have investment management fees deducted directly from clients accounts, access to an electronic communications 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 and are generally available only to institutional investors. The benefits received from these organizations may or may not depend upon the amount of transactions directed to, or amount of assets custodied by the organization. Partnervest may also take advantage of certain group discounts on publications and investment research that is available through the institutional services units with a total benefit of less than \$500 per year. In addition, Partnervest may receive certain compensation from custodians in the form of training and education, e.g. sponsored conferences and meetings and related travel expenses. Thus a conflict may exist between Partnervest and its clients. Section 28(e) of the Securities Exchange Act of 1934 requires the disclosure of soft dollar practices, especially in instances where dollars are received by the advisor outside of the safe harbor for brokerage services and research. Investment advisors have a fiduciary duty to obtain best execution. The lowest possible commission cost is not by itself the determinative factor. The transaction must represent the best qualitative execution, based on such factors as the efficiency of execution, the timing of the transaction, the price of the security, the commission rate, the financial responsibility of the brokerage firm, and the brokerage firm's responsiveness. Partnervest will

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

Applicant:
Partnervest Advisory Services LLC

SEC File Number:
801-62795

Date:
10/10/07

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

IV. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

Partnervest Advisory Services LLC

IRS Empl. Ident. No.:

77-0577563

Item of Form
(identify)

Answer

Item 13-A
(continued)

determine that the rate is reasonable in relation to the value of the brokerage and research services provided before entering into any transaction wherein soft dollars are implicated. Partnervest may also receive referral fees from other product and service providers to which the client is referred, including, without limitation, banks. For example, Partnervest and its representatives may receive a fee from lenders of up to 50 basis points for Partnervest clients that are referred to the lender and which obtain their mortgage or other loan from the lender.

Item 13-B

Partnervest may from time to time compensate either directly or indirectly, certain persons or companies for client referrals. All payment shall be according to established written agreements and are in compliance with the Investment Advisors Act of 1940, Section 275.206(4)-3. In addition all applicable federal and state laws will also be observed. Clients procured by such referral arrangements will be given full written disclosure of the terms and fee arrangements between Partnervest and the soliciting person or company, which disclosure may be given herein by reference in the investment advisory agreement, an example of which appears below:

SOLICITOR'S WRITTEN DISCLOSURE DOCUMENT

Clients are hereby provided the following information as required under Rule 206(4)-3 of the Advisors Act of 1940 ("Advisors Act"):

Any bank ("Solicitor") referring you to Partnervest LLC, a SEC registered investment advisor ("Partnervest"), have entered into a written agreement whereby the Solicitor has undertaken to refer and/or contact those persons and organizations whom it believes may wish to utilize the investment advisory services of Partnervest, and to recommend to such persons that they entertain a proposal for such services by the Partnervest. In return for the Solicitor's services under this agreement, Partnervest has agreed to compensate the Solicitor with a cash referral fee as follows:

1. Investment Advisor shall pay Solicitor 20% of the first one million dollars of Adjusted Revenues generated by advisory services to customers referred by Solicitor to Investment Advisor.
2. Investment Advisor shall pay Solicitor 25% of the next million dollars of Adjusted Revenues generated by advisory services to customers referred by Solicitor to Investment Advisor.
3. Investment Advisor shall pay Solicitor 30% of Adjusted Revenues over two million dollars generated by advisory services to customers referred by Solicitor to Investment Advisor.

"Adjusted Revenue" shall mean: all fees generated by advisory services to customers referred by Solicitor to Partnervest less Applicable Costs. "Applicable Costs" means all costs of Partnervest directly related to the offering of advisory services to customers as determined in the reasonable judgment of Partnervest. The agreement provides that the Solicitor will receive a portion of the advisory fee for so long as the agreement is in effect and the Partnervest continues to manage the portfolio(s) or other assets of the client.

1. The Solicitor and Partnervest, are independent entities and Solicitor does not render any investment advice on behalf of Partnervest. The Solicitor is not authorized to act in any way on behalf of Partnervest except to solicit clients. Solicitor is not authorized to enter into any agreement or undertaking on behalf of Partnervest with any person(s) or organization(s).
2. No person or organization solicited by the Solicitor on behalf of Partnervest who subsequently becomes a client of Partnervest will be charged for the solicitation activities of the Solicitor. All referral fees paid to the Solicitor represent a portion of the fees actually charged by Partnervest for investment advisory services on behalf of the client. There is no differential between the amount or level of investment advisory fees which Partnervest will charge for managing your account in excess of that which it would customarily charge for managing any other new client with similar assets and which was not referred to Partnervest by the Solicitor.

ACKNOWLEDGMENT OF RECEIPT:

The client who is referred to Partnervest as indicated above acknowledges receipt from the Solicitor of a copy of the **Solicitor's Written Disclosure Document** included in the **Part II of Partnervest LLC's Form ADV** at the time of solicitation, by signing the investment advisor agreement. Advisor may execute transactions with broker-dealers that provide research, seminars and execution services. Subject to Section 28(e) of the Securities Exchange Act of 1934, as amended ("Exchange Act"), Advisor may pay broker-dealer commissions for agency transactions that are in excess of the amount of commissions charged by other broker-dealers in recognition of their research, seminar and execution services. But for soft dollar arrangements, Advisor would have to obtain the aforementioned services and products for cash. As a result of receiving such products and services for no cost, Advisor has an incentive to continue to place Client trades through broker-dealers that offer soft dollar arrangements. This interest conflicts with the Clients' interest of obtaining the lowest commission rate available. Therefore, Advisor must determine in good faith, based on the "best execution" policy stated above that such commissions are reasonable in relation to the value of the services provided by such executing broker-dealers.

Upon a Client's request, Advisor will make available a description of what the manager obtained through soft dollar arrangements; the names of the broker-dealers providing those fees, products or services, the amount of commissions generated for the requesting Client's account, and other information regarding the use of the particular broker-dealer.