

**FORM ADV**

**Uniform Application for Investment Adviser Registration**

**Part II - Page 1**

OMB APPROVAL	
OMB Number:	3235-0049
Expires:	July 31, 2008
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Hours per response...	.9.402

Name of Investment Adviser: <b>Wayne Firebaugh, Inc.</b>				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
<b>6149 Airport Road</b>	<b>Roanoke</b>	<b>VA</b>	<b>24019</b>	<b>( 540) 366-5800</b>

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

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

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

Applicant: <b>Wayne Firebaugh, Inc.</b>	SEC File Number: <b>801-N/A</b>	Date: <b>04/17/2008</b>
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1. **A. Advisory Services and Fees.** (check the applicable boxes) For each type of service provided, state the approximate % of total advisory billings from that service. **Estimate** (See instruction below.)
- Applicant:**
- |  |              |
|--|--------------|
| <input checked="" type="checkbox"/> (1) Provides investment supervisory services . . . . .   | <u>55%</u>   |
| <input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services . . . . .  | <u>    %</u> |
| <input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above . . . . .                                     | <u>5%</u>    |
| <input type="checkbox"/> (4) Issues periodicals about securities by subscription . . . . .   | <u>    %</u> |
| <input type="checkbox"/> (5) Issues special reports about securities not included in any service described above . . . . .   | <u>    %</u> |
| <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 . . . . . | <u>    %</u> |
| <input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities . . . . .                                    | <u>5%</u>    |
| <input type="checkbox"/> (8) Provides a timing service . . . . .   | <u>    %</u> |
| <input checked="" type="checkbox"/> (9) Furnishes advice about securities in any manner not described above . . . . .  | <u>35%</u>   |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

- B. Does applicant call any of the services it checked above financial planning or some similar term? . . . . .
- |                                     |                          |
|-------------------------------------|--------------------------|
| Yes                                 | No                       |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |

- C. Applicant offers investment advisory services for: (check all that apply)
- |   |  |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input checked="" type="checkbox"/> (2) Hourly charges                          | <input type="checkbox"/> (5) Commissions       |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees)       | <input checked="" type="checkbox"/> (6) Other  |

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

2. **Types of clients** - Applicant generally provides investment advice to: (check those that apply)
- |   |  |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals                      | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/> B. Banks or thrift institutions                | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies                        | <input type="checkbox"/> G. Other (describe on Schedule F)   |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans |  |

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

Applicant:

Wayne Firebaugh, Inc.

SEC File Number:

801- N/A

Date:

04/17/2008

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

- |                                     |   |                                     |  |
|-------------------------------------|---|-------------------------------------|--|
| <input checked="" type="checkbox"/> | A. Equity securities  | <input checked="" type="checkbox"/> | H. United States government securities     |
| <input checked="" type="checkbox"/> | (1) exchange-listed securities                                |                                     |  |
| <input checked="" type="checkbox"/> | (2) securities traded over-the-counter                        |                                     | I. Options contracts on:                   |
| <input checked="" type="checkbox"/> | (3) foreign issues  |                                     |  |
|                                     |   | <input checked="" type="checkbox"/> | (1) securities                             |
| <input checked="" type="checkbox"/> | B. Warrants   | <input checked="" type="checkbox"/> | (2) commodities                            |
|                                     |   |                                     | J. Futures contracts on:                   |
| <input checked="" type="checkbox"/> | C. Corporate debt securities<br>(other than commercial paper) | <input checked="" type="checkbox"/> | (1) tangibles                              |
|                                     |   | <input checked="" type="checkbox"/> | (2) intangibles                            |
| <input checked="" type="checkbox"/> | D. Commercial paper   |                                     | K. Interests in partnerships investing in: |
|                                     |   | <input checked="" type="checkbox"/> | (1) real estate                            |
| <input checked="" type="checkbox"/> | E. Certificates of deposit                                    | <input checked="" type="checkbox"/> | (2) oil and gas interests                  |
|                                     |   | <input type="checkbox"/>            | (3) other (explain on Schedule F)          |
| <input checked="" type="checkbox"/> | F. Municipal securities                                       | <input checked="" type="checkbox"/> | L. Other (explain on Schedule F)           |
|                                     | 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 type="checkbox"/> Charting    | (4) <input type="checkbox"/> Cyclical                                 |
| (2) <input type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input 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 type="checkbox"/> Annual reports, prospectuses, filings with the<br>Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases   |
| (4) <input 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 type="checkbox"/> Long term purchases<br>(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions   |
| (2) <input type="checkbox"/> Short term purchases<br>(securities sold within a year)  | (6) <input type="checkbox"/> Option writing, including covered options, uncovered<br>options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days)                 | (7) <input checked="" type="checkbox"/> Other (explain on Schedule F)  |
| (4) <input type="checkbox"/> Short sales  |  |

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

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**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? .....  Yes  No  
 (If yes, describe these standards on Schedule F.)

**6. Education and Business Background.**

For:

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

On Schedule F, give the:

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

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

- A. Applicant is actively engaged in a business other than giving investment advice.
- B. Applicant sells products or services other than investment advice to clients.
- C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

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

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

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

<input type="checkbox"/> (1) broker-dealer	<input type="checkbox"/> (7) accounting firm
<input type="checkbox"/> (2) investment company	<input type="checkbox"/> (8) law firm
<input type="checkbox"/> (3) other investment adviser	<input 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.)

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**9. Participation or Interest in Client Transactions.**

Applicant or a related person: (check those that apply)

- A. As principal, buys securities for itself from or sells securities it owns to any client.
- B. As broker or agent effects securities transactions for compensation for any client.
- C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account? . . . . . Yes No
- 

(If yes, describe on Schedule F.)

**11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

**Please refer to Schedule F, Item 11.A.**

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

**Please refer to Schedule F, Item 11.B.**

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**12. Investment or Brokerage Discretion.**

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

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

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

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

**13. Additional Compensation.**

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

- A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? ..... Yes  No
- B. directly or indirectly compensates any person for client referrals? ..... Yes  No

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

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

- has custody of client funds or securities unless applicant is registered or registering only with the Securities and Exchange Commission; or
  - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet? ..... Yes  No

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
Wayne Firebaugh, Inc.	801- N/A	04/17/2008

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>	IRS Empl. Ident.No.: <b>42-1683892</b>
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Item of Form (identify)	Answer
Item 1.D.	<p><b>Advisory Services and Fees</b></p> <p>Wayne Firebaugh, Inc. (hereinafter "WFI" or the "Adviser") offers personalized investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. The Adviser's services and fee arrangements are described in the following pages.</p> <p>WFI is a corporation formed under the laws of the Commonwealth of Virginia. This Schedule F narrative provides clients with information regarding WFI and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of WFI.</p> <p>Please contact J. Wayne Firebaugh, Jr., President, if you have any questions about this Schedule F narrative. Additional information about WFI is available on the Internet at <a href="http://www.adviserinfo.sec.gov">www.adviserinfo.sec.gov</a>. You can search this site by a unique identifying number, known as a CRD number. The CRD number for WFI is 138731.</p> <p>Individuals associated with WFI will provide its investment advisory services. These individuals are appropriately licensed, qualified, and authorized to provide advisory services on behalf of WFI. Such individuals are known as Investment Adviser Representatives (IARs).</p> <p><b>Financial Planning and Consulting Services</b></p> <p>Financial planning services will typically involve providing a variety of services, principally advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. An IAR of WFI will first conduct a complimentary initial consultation. After the initial consultation, if the client decides to engage the Adviser for financial planning services, the IAR of WFI will conduct follow up meetings as necessary, during which pertinent information about the client's financial circumstances and objectives is collected. Once such information has been reviewed and analyzed, a written financial plan – designed to achieve the client's stated financial goals and objectives – will be produced and presented to the client. The primary objective of this process is to allow the Adviser to assist the client in developing a strategy for the successful management of income, assets, and liabilities in meeting the client's financial goals and objectives.</p> <p>Financial plans are based on the client's financial situation at the time the plan is presented and are based on financial information disclosed by the client to the Adviser. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. The Adviser cannot offer any guarantees or promises that the client's financial goals and objectives will be met. As the client's financial situation, goals, objectives, or needs change, the client must notify the Adviser promptly.</p> <p>In limited circumstances, some clients may only require advice on a single aspect of the management of their financial resources. For these clients, the Adviser offers financial plans in a modular format and/or general consulting services that address only those specific areas of interest or concern.</p> <p>Generally, the Adviser's hourly fee for financial planning services is \$200. An estimate of the total time/cost will be determined at the start of the advisory relationship. In <i>limited circumstances</i>, the time/cost could potentially exceed the initial estimate. In such cases, the Adviser will notify the client and may request that the client approve the additional fee. Generally, the Adviser requires that 50% of the fee be paid in advance, with the remaining portion due upon completion of the services rendered. Services will be rendered within six months of the date of contract; therefore, under no circumstances will the Adviser require</p>

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

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

Applicant: <b>Wayne Firebaugh, Inc.</b>	SEC File Number: 801- <b>N/A</b>	Date: <b>04/17/2008</b>
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>	IRS Empl. Ident.No.: <b>42-1683892</b>
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Item of Form (identify)	Answer
Item 1.D. (continued)	<p>prepayment of a fee more than six months in advance and in excess of \$500. At the Adviser's discretion, the financial planning fees and fee payment arrangements may be negotiated with the client on an individual basis depending upon the client's individual needs and circumstances. In all such cases, the fees and terms of the agreement will be clearly set forth in the financial planning agreement.</p> <p>For hourly consulting services whereby a written plan is not presented to the client, an hourly consultation fee of \$200 will be payable upon completion of the consultation.</p> <p>Clients may act on the Adviser's recommendations by placing securities or insurance transactions with any firm the client chooses. The client is under no obligation to act on the Adviser's financial planning recommendations.</p> <p>The client may terminate a financial planning agreement within five business days after the date when all parties have signed the agreement without penalty. After this five-day period, either party may terminate the agreement upon written notice to the other. If a deposit has been collected by the Adviser, a pro rata refund will be made to the client. Conversely, the client may incur a pro rata charge for bona fide financial planning and/or consulting services rendered prior to such termination.</p> <p><b><u>Portfolio Management Services</u></b></p> <p>WFI provides portfolio management services on a continuous discretionary and occasionally non-discretionary basis. Subject to any written guidelines, which the client may provide, the Adviser will be granted discretion and authority to manage the account. Accordingly, WFI is authorized to perform various functions, at the client's expense, without further approval from the client. Such functions include making all investment decisions regarding the types and the amounts of securities purchased and sold. Once the portfolio is constructed, WFI provides ongoing supervision and re-balancing of the portfolio as changes in market conditions and client circumstances may require. Where the Adviser enters into non-discretionary arrangements with clients, the Adviser will obtain client approval prior to the execution of a trade.</p> <p>Generally, fees for portfolio management services will be based on 1.2% of client assets, payable quarterly in arrears. However, in limited circumstances and at the Adviser's discretion, the fees may be subject to negotiation. The services to be provided and the agreed upon fee will be detailed in the written advisory agreement.</p> <p>The Adviser may allow accounts of members of the same household to be aggregated for purposes of meeting a lower fee breakpoint. WFI may allow such aggregation, for example, where the Adviser services accounts on behalf of minor children of current clients, individual and joint accounts for a spouse, and other types of related accounts.</p> <p>Payment of WFI's management fees will be made by the qualified custodian holding the client's funds and securities. The client will supply written authorization permitting the fees to be paid directly from the account. WFI will not have access to client funds for payment of fees without written consent by the client. WFI will send the client an invoice showing the amount of the fee, the value of the client's assets on which the fee is based, and the specific manner in which the fee was calculated. Further, the qualified custodian agrees to deliver an account statement, at least quarterly, directly to the client showing all disbursements from the account. The client is encouraged to review account statements for accuracy. WFI will receive a duplicate copy of or will have electronic access to the statement that was delivered to the client. The client can terminate the written billing authorization or agreement at any time. In limited circumstances and at its sole discretion, WFI will invoice the client directly, and payment will be due as invoiced.</p>

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

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

Applicant: <b>Wayne Firebaugh, Inc.</b>	SEC File Number: 801- N/A	Date: <b>04/17/2008</b>
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>	IRS Empl. Ident.No.: <b>42-1683892</b>
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Item of Form (identify)	Answer
Item 1.D. (continued)	<p>The client may terminate the portfolio management agreement within five days of the date of execution without penalty to the client. After the five-day period, either party may terminate the agreement by providing 30 day written notice to the other party. Any unearned fees will be refunded to the client.</p> <p><b>Recommendation of Independent Advisers</b></p> <p>WFI may refer its clients to various third-party money managers (“TPMMs”) for asset management services. All TPMMs to whom WFI refers clients must be registered investment advisers with the Securities and Exchange Commission or with appropriate state authorities.</p> <p>After gathering information about the client’s financial situation and objectives, the Adviser will make recommendations regarding the suitability of a TPMM or investment style based on, but not limited to, the client’s financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPMM, the Adviser will monitor the performance of the TPMM to ensure their performance and investment style remains aligned with the investment goals and objectives of the client.</p> <p>Depending upon the Adviser’s agreement with each TPMM recommended, either the Adviser will share in the fee paid by the client to the TPMM or the Adviser will charge a percentage of the assets placed under management with the TPMM. However, clients will never be charged a combined annual fee in excess of 3% of assets under management. Clients who are referred to TPMMs will receive full disclosure, including services rendered and fee schedules, at the time of the referral by delivery of a copy of the relevant TPMM’s Form ADV Part II or equivalent disclosure document. In addition, if the investment program recommended to a client is a wrap fee program, the client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program. The Adviser or the TPMM will provide to each client all appropriate disclosure statements, including disclosure of solicitation fees paid to the Adviser.</p> <p>Fees paid by the client to the TPMM are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document provided by each TPMM to whom the client is referred and these fees may or may not be negotiable. Such compensation may differ depending upon the individual agreement the Adviser has with each TPMM. As such, the Adviser may have an incentive to recommend one TPMM over another TPMM with whom it has less favorable compensation arrangements or other advisory programs offered by TPMMs with which it has no compensation arrangements.</p> <p>Clients may be required to sign an agreement directly with the TPMM selected. In accordance with the provisions of those agreements, the client, the Adviser, or the TPMM may terminate the advisory relationship. If the TPMM is compensated in advance, the client will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.</p> <p><b>General Information Regarding Advisory Services and Fees</b></p> <p>The fees charged are calculated as described above and are not charged based on a share of capital gains upon or capital appreciation of the funds, or any portion of the funds of an advisory client.</p> <p>WFI shall never have custody of any client funds or securities, as the services of a qualified and independent custodian will be used.</p> <p>WFI does not represent, warranty, or imply that the services or methods of analysis employed can or will predict future results, successfully identify market tops or bottoms, or</p>

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

**Schedule F of  
Form ADV**

**Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
Wayne Firebaugh, Inc.	801- N/A	04/17/2008

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>		IRS Empl. Ident.No.: <b>42-1683892</b>
Item of Form (identify)	Answer	
Item 1.D. (continued)	insulate clients from losses due to market corrections or declines.  Advice offered by WFI or other third party money managers may involve investments in mutual funds. Clients are hereby advised that all fees paid to WFI or TPMMs for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. Further, transaction charges may be involved when purchasing or selling securities. WFI does not share in any portion of the brokerage fees/transaction charges imposed by the custodian holding the client funds or securities. The client should review all fees charged by mutual funds, WFI, and others in order to understand fully the total amount of fees to be paid by the client.	
Item 3.L.	<b>Types of Investments</b> WFI reserves the right to advise clients on any other type of investment that it deems appropriate based on the client's stated goals and objectives. The Adviser may also provide advice on any type of investment held in a client's portfolio at the inception of the advisory relationship or on any investment for which the client requests advice.	
Item 4.A. (5), B. (8) & C. (7).	<b>Methods of Analysis, Sources of Information and Investment Strategies</b> When appropriate for the client's specific investment objectives, WFI will refer clients to third party money managers who will provide advice to clients in accordance with the relevant program provided by the third party money manager. As previously disclosed, WFI will assist clients in selecting third party money managers whose investment programs and strategies have been reviewed by WFI and determined to be appropriate for clients based on their individual circumstances and investment goals.	
Item 6.	<b>Education and Business Background</b> <b>Jerry Wayne Firebaugh, Jr., CFP®, CPA, CMP, CCPS</b> <i>Year of Birth:</i> 1966 <i>Formal Education after High School</i> <ul style="list-style-type: none"> <li>▪ CERTIFIED FINANCIAL PLANNER™ Practitioner, 2000.</li> <li>▪ Certified Public Accountant, 1994.</li> <li>▪ Certified Medical Planner, 2005.</li> <li>▪ Certified College Planning Specialist, 2005.</li> <li>▪ University of Virginia, Bachelor of Science in Commerce, 1988.</li> </ul> <i>Business Background for the Previous Five Years:</i> <ul style="list-style-type: none"> <li>▪ Wayne Firebaugh, Inc., President, 02/2005 to Present.</li> <li>▪ Geneos Wealth Management, Inc., Registered Representative/Investment Adviser Representative, 12/2004 to 01/2006.</li> <li>▪ Firebaugh Capital Management Group, Inc., Owner, 04/2002 to 01/2006.</li> <li>▪ EverBank, Representative, 10/2003 to 12/2005.</li> <li>▪ Cambridge Investment Research, Inc., Registered Representative, 11/1999 to 12/2004.</li> </ul>	
Item 7.B.	<b>Other Business Activities</b> In addition to providing the investment advisory services as previously described, WFI also offers a wide variety of business and management services to individuals and/or businesses. These services may include, but are not limited to, business succession planning, management development and coaching, debt and equity financing, customer and vendor negotiations, financial reporting, compensation, and benefit systems. WFI also	

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Form ADV

Continuation Sheet for Form ADV Part II

Applicant: <b>Wayne Firebaugh, Inc.</b>	SEC File Number: 801- N/A	Date: 04/17/2008
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>	IRS Empl. Ident.No.: <b>42-1683892</b>
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Item of Form (identify)	Answer
Item 7.B. (continued)	<p>offers third party administrator services for retirement plans. However, WFI emphasizes that no advisory clients are obligated to use WFI in this separate capacity. Compensation for such services is separate and distinct from the compensation received for providing the advisory services as previously disclosed.</p> <p>Mr. Firebaugh is a licensed insurance consultant for life and health products. Therefore, depending upon on the scope of the planning services provided to advisory clients, he will likely address insurance needs as part of the overall financial planning process. Additionally, Mr. Firebaugh is a licensed independent insurance agent whereby he may recommend life, disability, fixed annuities, and long-term care insurance from a variety of product sponsors. However, Mr. Firebaugh will not sell insurance products to advisory clients and will not earn separate commissions and/or trails for such products. Moreover, Mr. Firebaugh will donate any residual insurance commissions and/or trails earned in conjunction with prior insurance sales activities to charity. Such residual income is set to expire in 2007.</p> <p>Mr. Firebaugh spends the majority of his professional time providing advisory services through the Adviser.</p>
Item 9.E.	<p><b><u>Participation in Client Transactions</u></b></p> <p><b><i>Code of Ethics</i></b></p> <p>WFI or individuals associated with WFI may buy or sell – for their personal account(s) - investment products identical to those recommended to clients. As these situations may represent a conflict of interest, WFI has established a code of ethics (the full text of which is available upon request) that includes the following restrictions in order to ensure the Adviser’s fiduciary responsibilities:</p> <ul style="list-style-type: none"> <li>▪ WFI emphasizes the unrestricted right of the client to specify investment objectives, guidelines, and/or conditions on the overall management of their account.</li> <li>▪ Unless the information is also available to the investing public on reasonable inquiry, associated persons or their immediate family members shall not buy or sell securities for their personal portfolios where their decisions are wholly or partly derived through the associated person’s employment.</li> <li>▪ No associated person of the Adviser shall prefer his or her own interest to that of the advisory client. Where suitable, investment opportunities must be offered first to clients before WFI or associated persons may participate in such transactions.</li> <li>▪ The Adviser requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices.</li> </ul> <p>WFI also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by the Adviser or any person associated with WFI.</p> <p><b><i>Privacy Policies</i></b></p> <p>WFI views protecting the client’s private information as a top priority. Pursuant to the requirements of the federal Gramm-Leach-Bliley Act, the Adviser has instituted policies and procedures to ensure that customer information is kept private and secure.</p> <p>WFI does not disclose any nonpublic personal information about its clients or former clients to any nonaffiliated third parties, except as permitted by law. In the course of servicing a client’s account, WFI may share some information with its service providers, such as</p>

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**Continuation Sheet for Form ADV Part II**

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>	IRS Empl. Ident.No.: <b>42-1683892</b>
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Item of Form (identify)	Answer
Item 9.E. (continued)	transfer agents, custodians, broker-dealers, accountants, and lawyers.  WFI restricts internal access to nonpublic personal information about the client to those associated persons of the Adviser needing access to that information in order to provide services to the client. As emphasized above, the Adviser will never sell information about current or former clients or their accounts. It is also the Adviser's policy not to share information unless it is required to process a transaction, is at the request of a customer, or is required by law.
Item 11.A. & B.	<b><u>Review of Accounts/Reports to Clients</u></b> Client accounts are monitored on a continuous basis, with internal reviews conducted on a quarterly basis. Mr. Firebaugh will meet with clients on an annual basis or upon the client's request. Additional reviews will be conducted on an as needed and/or predetermined basis as agreed between the client and the Adviser. Triggering factors for additional reviews may include a client's request, significant changes in market conditions, at the Adviser's discretion, or at the client's request.  Reviews of financial plans are available at the client's request. Updates to the written financial plan may be provided in conjunction with the review. Such reviews and updates are subject to WFI's then current hourly rate.  The custodian typically sends clients a confirmation of every securities transaction and a monthly or quarterly brokerage statement, which reflects all transactions in the client's account held by the custodian. The Adviser or third party money managers may provide additional performance reports to clients.
Item 12.A. (1) & (2).	<b><u>Investment Brokerage Discretion</u></b> Generally, clients grant WFI complete discretion over the selection and amount of securities to be purchased or sold without obtaining their prior consent or approval. However, WFI's investment authority may be subject to specified investment objectives, guidelines and/or conditions imposed by the client. For example, a client may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio; clients may also impose restrictions or prohibitions of transactions in the securities of a specific industry. Where the Adviser enters into non-discretionary arrangements with clients, the Adviser will obtain client approval prior to the execution of a trade.
Item 12.B.	<b><u>Suggestion of Brokers</u></b> WFI will recommend that securities be purchased through facilities of TD AMERITRADE Institutional, a division of TD AMERITRADE, Inc., member FINRA/SIPC. TD AMERITRADE is an unaffiliated SEC-registered broker-dealer and FINRA member. TD AMERITRADE offers independent investment advisers services that include custody of securities, trade execution, clearance, and settlement of transactions. WFI receives some benefits from TD AMERITRADE through its participation in the program. (Please see the disclosure under Item 13.A. below.) Adviser and/or Advisory Representatives may receive benefits such as assistance with conferences and educational meetings from product sponsors.  In recommending a broker dealer, WFI will endeavor to select brokers or dealers that it believes will provide quality services at competitive prices. Best execution is evaluated in part by the reasonableness of commissions, which is based on several factors, including the broker's ability to provide professional services, competitive commission rates, volume discounts, execution price negotiations, and other services.

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Applicant: <b>Wayne Firebaugh, Inc.</b>	SEC File Number: 801- <b>N/A</b>	Date: <b>04/17/2008</b>
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>		IRS Empl. Ident.No.: <b>42-1683892</b>
Item of Form (identify)	Answer	
Item 12.B. (continued)	<p><b><i>Directed Brokerage</i></b> Some clients may instruct the Adviser to use one or more particular brokers for the transactions in their accounts. Clients who may want to direct the Adviser to use a particular broker should understand that this might prevent the Adviser from effectively negotiating brokerage compensation on their behalf. This arrangement may also prevent the Adviser from obtaining the most favorable net price and execution. Thus, when directing brokerage business, clients should consider whether the commission expenses, execution, clearance, and settlement capabilities that they will obtain through their broker are adequately favorable in comparison to those that the Adviser would otherwise obtain for its clients. Clients are encouraged to discuss available alternatives with their advisory representative.</p>	
Item 13.A.	<p><b><u>Additional Compensation</u></b> As disclosed under Item 12.B. above, Adviser participates in TD AMERITRADE's institutional customer program and Adviser may recommend TD AMERITRADE to Clients for custody and brokerage services. There is no direct link between Adviser's participation in the program and the investment advice it gives to its Clients, although Adviser receives economic benefits through its participation in the program that are typically not available to TD AMERITRADE retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving adviser participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Adviser by third party vendors. TD AMERITRADE may also have paid for business consulting and professional services received by Adviser's related persons. Some of the products and services made available by TD AMERITRADE through the program may benefit Adviser but may not benefit its Client accounts. These products or services may assist Adviser in managing and administering Client accounts, including accounts not maintained at TD AMERITRADE. Other services made available by TD AMERITRADE are intended to help Adviser manage and further develop its business enterprise. The benefits received by Adviser or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD AMERITRADE. As part of its fiduciary duties to clients, the firm endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Adviser or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Adviser's choice of TD AMERITRADE for custody and brokerage services.</p> <p><b><u>Miscellaneous</u></b> <i>Proxy Voting</i> The Adviser will not vote proxies on behalf of client accounts. Although on rare occasions and only at the client's request, the Adviser may offer clients advice regarding corporate actions and the exercise of proxy voting rights.</p> <p><i>Class Action Lawsuits</i> From time to time, securities held in the accounts of clients will be the subject of class action lawsuits. The Adviser has no obligation to determine if securities held by the client</p>	

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Wayne Firebaugh, Inc.</b>		IRS Empl. Ident.No.: <b>42-1683892</b>
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	<p>are subject to a pending or resolved class action lawsuit. It also has no duty to evaluate a client's eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, the Adviser has no obligation or responsibility to initiate litigation to recover damages on behalf of clients who may have been injured because of actions, misconduct, or negligence by corporate management of issuers whose securities are held by clients.</p> <p>Where the Adviser receives written or electronic notice of a class action lawsuit, settlement, or verdict affecting securities owned by a client, it will forward all notices, proof of claim forms, and other materials, to the client. Electronic mail is acceptable where appropriate, and the client has authorized contact in this manner.</p>	

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