

Uniform Application for Investment Adviser Registration

OMB APPROVAL	
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Name of Investment Adviser: The Alder Financial Group, Inc.							
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number:	
700 Galleria Parkway, Suite 520					Atlanta, GA	30339	(770) 563-8240

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: The Alder Financial Group, Inc.	SEC File Number: 801- 55522	Date: 3/11/09
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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> <p><input checked="" type="checkbox"/> (1) Provides investment supervisory services..... <u>85</u> %</p> <p><input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services..... %</p> <p><input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above..... <u>5</u> %</p> <p><input type="checkbox"/> (4) Issues periodicals about securities by subscription..... %</p> <p><input type="checkbox"/> (5) Issues special reports about securities not included in any service described above..... %</p> <p><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..... %</p> <p><input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities..... <u>10</u> %</p> <p><input type="checkbox"/> (8) Provides a timing service..... %</p> <p><input type="checkbox"/> (9) Furnishes advice about securities in any manner not described above..... %</p>	<p>For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)</p>								
<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>									
<p>B. Does applicant call any of the services it checked above financial planning or some similar term?..... Yes <input checked="" type="checkbox"/> No <input type="checkbox"/></p>									
<p>C. Applicant offers investment advisory services for: (check all that apply)</p> <table style="width: 100%;"> <tr> <td><input checked="" type="checkbox"/> (1) A percentage of assets under management</td> <td><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> <p style="padding-left: 40px;">the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee</p> <p style="padding-left: 40px;">applicant’s basic fee schedule, how fees are charged and whether its fees are negotiable</p> <p style="padding-left: 40px;">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 control before its expiration date</p>									
<p>2. Types of Clients – Applicant generally provides investment advice to: (check those that apply)</p> <table style="width: 100%;"> <tr> <td><input checked="" type="checkbox"/> A. Individuals</td> <td><input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations</td> </tr> <tr> <td><input checked="" 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 checked="" 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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Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Equity Securities
(1) exchange-listed securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input checked="" type="checkbox"/> I. Options contracts on:
(1) securities |
| <input type="checkbox"/> (3) foreign issuers | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on:
(1) tangibles |
| <input checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in:
(1) real estate |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (2) oil and gas interest |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> G. Investment company securities:
(1) variable life insurance | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input 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 type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

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

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

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

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (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 type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" 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
- formal education after high school
- year of birth
- 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.)

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

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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.)

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.

The president and secretary of the corporation will also be the portfolio managers. The portfolio managers are responsible for all account reviews and analysis. These reviews will be performed at least quarterly with statement analysis sent to the clients quarterly. Accounts will be reviewed for portfolio mix, individual security performance, and risk assessment. Portfolio reviews may be conducted more frequently should there be a material change in economic or market conditions. These reviews may also take place if it is necessary to liquidate a portion of the portfolio or if there are new funds to be invested.

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

Clients will receive account statements monthly, directly from the custodian. In addition, clients will receive an account analysis from the applicant quarterly. The account analysis will describe the performance of the client's portfolio as well as discuss the current quarter economic and market trends.

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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 | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of the securities to be bought or sold?..... | Yes | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used?..... | Yes | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (4) commission rates paid? | Yes | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
-
- B. Does applicant or related person suggest brokers to clients?
- | | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| | <input type="checkbox"/> | <input checked="" 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?.....
- | | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
- B. directly or indirectly compensates any person for client referrals?.....
- | | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| | <input type="checkbox"/> | <input checked="" 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"/>

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

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

Applicant: The Alder Financial Group, Inc.	SEC File Number: 801- 55522	Date: 3/11/09
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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: The Alder Financial Group, Inc.	IRS Empl. Ident. No.: 58-2193153
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Item of Form (identify)	Answer
Part II – Item 1D	<p>Investment supervisory services will include:</p> <ul style="list-style-type: none"> • Development of model portfolio for the client • Select securities that, in the opinion of the applicant, are best suited for that model portfolio • Place trades with custodian and ensure that trades are executed per instruction • Monitor portfolio on an ongoing basis and make changes as necessary per clients financial needs and market conditions <p>For these services, either a flat monthly fee or a variable quarterly management fee will be charged. Because each client's service needs are different, all fees, whether fixed or variable, are negotiable. In the case of a variable management fee, the fee will be based on a percentage, or fraction thereof, of the assets under management. The variable management fee arrangement also contains a provision by which a minimum fee is set should the assets under management fall below a certain amount. This too is negotiable</p> <p>Fees will be billed at the end of each quarter or month for which services were provided. Either party may terminate the management contract, at the end of the month of which written notice is given.</p> <p>Investment advice not included as part of managed advisory accounts, and financial advice not included as part of the advisory relationship, is considered separate financial planning services. Separate financial planning services are provided on a consultative basis and will be billed at an hourly rate at the end of the consultation period. The base rate will be \$125 per hour. This rate is negotiable.</p>
Part II – Item 5	Standards in education and experience for those involved in investment management will be at least a bachelor's degree in accounting or finance and at least 5 years experience in accounting or finance.
Part II – Item 6	<p>The portfolio managers are:</p> <p>Charles Webb</p> <ul style="list-style-type: none"> • YOB 1964 • University of Alabama, 1986, Bachelors Degree, Major: Investment Management • Candidate for Chartered Financial Analyst • Previous five years professional experience: 9/95 – Present: President and Portfolio Mgr, Alder Financial Group, Inc <p>Bruce Alan Gaylor</p> <ul style="list-style-type: none"> • YOB 1964 • University of Alabama, 1986, Bachelors Degree, Finance, 1990, Masters of Business Administration • Certified Financial Planner • Previous nine years professional experience: 8/98 – Present: Vice President and Portfolio Mgr, Alder Financial Group, Inc

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: The Alder Financial Group, Inc.	SEC File Number: 801- 55522	Date: 3/11/09
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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: The Alder Financial Group, Inc.	IRS Empl. Ident. No.: 58-2193153
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Item of Form (identify)	Answer
Part II – Item 9E	It is the policy of the applicant to follow the standards of practice set forth by the CFA Institute. This includes the ethical treatment of clients. The applicant or its employees will be prohibited from executing orders before the clients. Although it is not anticipate that the applicant or its employees will have a material investment as to impact the market in that security, full written disclosure will be provided to the clients describing the potential conflict of interest.
Part II – Item 10	The applicant holds itself out as a manager of investment advisory accounts. The applicant is also in the business of providing financial planning services. While the applicant has no required asset minimum to start or maintain an advisory relationship, a minimum fee in many cases is imposed. This minimum fee is typically used when it is believed that there will be significant financial planning services provided to the client. In such situations there are no additional costs to the client for financial planning. If the client relationship is part of a larger relationship (i.e. multigenerational members), the entire relationship will be considered when determining whether or not to imposed a minimum fee.
Part II – Item 12	<p>When opening a new account or trading for a client the custodian and executing broker will be selected from established broker/dealer relationships that the Alder Financial Group maintains. Since we are not compensated to place or trade assets in any particular place, it is imperative to focus on maximizing the value of our client relationships relating to the breadth of custodial and trade services (best execution). The specific custodian and executing broker chosen will be based upon factors such as services, pricing, liquidity, convenience, reliability, technology and investment options.</p> <p>On an annual basis a trade oversight committee, which will be comprised of the principals of the firm, will review the existing broker/dealer relationships to evaluate if there has been a change in the competitive advantage of one broker/dealer over another. In addition, the committee will survey at least two other leading brokerage competitors that the Alder Financial Group does not maintain a relationship with to ensure that existing relationships are competitive and in keeping with industry standards. Once again, the factors that will be evaluated are services, pricing, liquidity, convenience, reliability, technology and investment options.</p> <p>From time to time the applicant will aggregate trades for a single security in multiple client accounts (Block Trade). Block trades are executed in order to either attain favorable security pricing or uniform execution price. When a block trade is executed, the allocation of securities will be done in such a way that each client account involved will receive the same per share execution price. Under the applicant's current custodian agreements, the commissions paid by the client, if any, are unaffected by participation in block trades. That is to say that the commission charged for a particular trade will be the same regardless of whether that trade was place individually or as part of a block order. The inclusion of client accounts in a block trade will be determined by such factors as, but not be limited to, known client needs, market conditions, client communications and account liquidity.</p>

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