

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

OMB APPROVAL

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Name of Investment Adviser: KingdomTrust Capital Management, Inc.					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
	14104 Guardian Court	Bowie	MD	20715	(240) 245-3434

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 government authority.

Table of Contents

<u>Item Number</u>	<u>Item</u>	<u>Page</u>
1	Advisory Services and Fees	2
2	Types of Clients	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations	4
9	Participation or Interest in Client Transactions	5
10	Conditions for Managing Accounts	5
11	Review of Accounts	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F

(Schedule 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: **KingdomTrust Capital Management, Inc.**

SEC File Number:
801-

Date:
06/07/2010

1. A. Advisory Services and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- (1) Provides investment supervisory services %
- (2) Manages investment advisory accounts not involving investment supervisory services..... %
- (3) Furnishes investment advice through consultations not included in either service described above... 50 %
- (4) Issues periodicals about securities by subscription %
- (5) Issues special reports about securities not included in any service described above..... %
- (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... %
- (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities... 50 %
- (8) Provides a timing service %
- (9) Furnishes advice about securities in any manner not described above..... %

(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

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

- (1) A percentage of assets under management
- (2) Hourly charges
- (3) Fixed fees (not including subscription fees)
- (4) Subscription fees
- (5) Commissions
- (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)

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

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

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"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input type="checkbox"/> (3) Foreign issuers | <input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> G. Investment company securities: | <input type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <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 checked="" type="checkbox"/> Fundamental | (5) <input 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 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 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 type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options,
uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

Applicant: KingdomTrust Capital
Management, Inc.

SEC File Number:
801-

Date:
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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, please 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 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:
 - (1) broker-dealer
 - (2) investment company
 - (3) other investment adviser
 - (4) financial planning firm
 - (5) commodity pool operator, commodity trading adviser or futures commission merchant
 - (6) banking or thrift institution
 - (7) accounting firm
 - (8) law firm
 - (9) insurance company or agency
 - (10) pension consultant
 - (11) real estate broker or dealer
 - (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 sell for itself securities it also recommended 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 advisory 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 condition 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 account, 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.

Investment accounts are reviewed on a monthly basis. Reviews are conducted to ensure 1) portfolio is allocated according the the risk tolerance needs of our clients 2) financial planning reviews are conducted to assist our clients with making investment decisions in light of their overall financial planning, retirement planning; including estate planning needs. All client reviews is conducted by investment advisor and Chartered Retirement Planning Counselor (CRPC), AIF, AIFA, President, Martin A. Smith and based on confidential financial planning conversation that he has with clients of "KTCM, Inc."

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

KingdomTrust Capital Management, Inc. offers our clients a "12-4-2" approach to monitoring and reporting on the progress that we make with each clients financial planning needs and goals. A) 12: Twelves times per year (once per month) at clients request, we call our clients to check in with. B) 4: Four times per year we offer a summary review either in-person or by phone to discuss their ongoing financial needs and goals. C) 2: Twice per year, we offer each client two face to face comprehensive reviews of their financial planning and investment related performance, as well as discuss additional needs which they may have.

12. Investment or Brokerage Discretion.

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

- | | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <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 product 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 checked="" type="checkbox"/> | <input 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 (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: KingdomTrust Capital Management, Inc.	SEC File Number: 801-	Date: 06/07/2010
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: KingdomTrust Capital Management, Inc.	IRS Empl. Ident. No.: 27-0387493
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Item of Form (identify)	Answer
Question 1: Fees for Investment Advisory Services and Financial Planning:	<p>The following schedule of fees represents the percentage amount that KingdomTrust Capital Management, Inc. charges for assets under management with KTCM's custodian:</p> <p>Asset Management Fees:</p> <p>1) up to \$999,999.....: 1.25% 2) \$1,000,000 - \$1,999,999.....: 1.00% 3) \$2,000,000 - \$4,999,999.....: 0.75% 4) \$5,000,000 - \$10,000,000.....: 0.50%</p> <p>**Assets under management fees may be negotiated for A portfolio with assets (or If The Total Assets For A Single Household) that is greater Than \$10,000,000. ***KTCM Reserves The Right To Offer Client A Reduced Asset Management Fee At the Discretion of KTCM, Inc.</p> <p>Fees for Financial Planning Services:</p> <p>KingdomTrust Capital Management, Inc. (KTCM) charges a flat fee or a per hour fee for financial planning services such as: using financial planning and asset allocation software based tools to write, prepare and print a financial plan that is either modular (focusing specifically on a particular aspect of a client's financial need or goal such as retirement income planning, life insurance, college planning, estate planning, long term care, asset allocation & analysis, etc.) or limited (a much shorter in length "summary plan" that provides one to three sentences on a single aspect of an individuals financial planning related situation). In addition, KTCM offers financial plans which are comprehensive and may be comprised of three or more modules from our "modular" financial planning report.</p> <p>Financial Planning Fee Schedule:</p> <p>A. \$500 for a comprehensive financial plan. B. \$250 for a modular financial plan. C. \$85.00 per hour for advice-only, if client will NOT utilize KTCM to manage investment assets.</p> <p>Method of Payment:</p> <p>Payment for comprehensive or modular financial plans may be made in the form of a personal check or money order made payable to KingdomTrust Capital Management, Inc. KTCM requires that 1/2 of the total payment be made due upon receipt of the financial planning & investment advisory agreement (see attached "Financial Planning & Investment Advisory Agreement"). The remaining 1/2 payment is due upon delivery of the comprehensive financial plan or modular financial plan.</p>
Question 2: Type of Clients:	<p>KTCM, Inc. does not have any State or Municipal government entity clients, however we respond to RFPs where our services could be utilized.</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: KingdomTrust Capital Management, Inc.	SEC File Number: 801-	Date: 06/07/2010
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: KingdomTrust Capital Management, Inc.	IRS Empl. Ident. No.: 27-0387493
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Item of Form (identify)	Answer
Question 5: "Education and Business Standards"	<p>Education and Business Standards</p> <p>All KingdomTrust Capital Management, Inc. investment advisor representatives are required to have a minimum of 3 years of experience as either a Financial Planner, Financial Advisor, Stock Broker, Certified Estate Planner or Insurance Sales Representative.</p> <p>All KingdomTrust Capital Management, Inc. Investment Advisor Representatives are required to maintain a Series 66 or Series 65 and 63 Investment Advisor Representative license and the required State Law/Securities Regulation License where IAR will conduct business under KTCM's RIA.</p> <p>All KingdomTrust Capital Management, Inc. Investment Advisor Representatives are strongly encouraged to obtain any one, or a combination of the following professional designations:</p> <ol style="list-style-type: none"> 1. Certified Financial Planner Practitioner (CFP) 2. Certified Investment Management Analyst (CIMA) 3. Chartered Retirement Planning Counselor (CRPC) 4. Chartered Financial Consultant (ChFC) 5. Chartered Financial Analyst (CFA) 6. Certified Estate Planner (CEP) 7. Accredited Investment Fiduciary (AIF) 8. Accredited Investment Fiduciary Analyst (AIFA)
Question 6: Education and Business Background	<p>Education and Business Background:</p> <p>Martin A. Smith is the President and Principal Owner of KingdomTrust Capital Management, Inc. He graduated from Howard University's School of Communications in 1992, with a Bachelor of Arts Degree in Legal Communications and a Minor in philosophy. Currently, Martin is a candidate for the Masters in Divinity Degree (M.Div) at Regent University in Virginia Beach, Virginia.</p> <p>Martin has held an active securities license to provide investment advice to clients since 1996. He currently holds the following Securities licenses: Series 6, 7, 9, 10, 63, 66. In 2003, Martin established SmithMcClure & Co. Wealth Management Advisors, LLC (SM & Co.), a wealth management and investment advisory firm. In 2005, SmithMcClure & Co. LLC became a Registered Investment Advisor, in the State of Maryland.</p> <p>In 2007, the name "SM & Co." was replaced with "KingdomTrust Capital Management, Inc." to better coincide with Martin's vision of serving the needs of institutional clients such as, State and Municipal Governments, businesses & associations, including non-profit & faith-based organizations. Today, KingdomTrust Capital Management, Inc. specializes in the following four practice groups, that represent our expertise as an investment management firm:</p> <ol style="list-style-type: none"> 1. Investment Management 2. Retirement Plan Services 3. Fiduciary Consulting 4. Wealth Management

(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: KingdomTrust Capital Management, Inc.	SEC File Number: 801-	Date: 06/07/2010
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: KingdomTrust Capital Management, Inc.	IRS Empl. Ident. No.: 27-0387493
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Item of Form (identify)	Answer
Question 6 Continued: "Education and Business Background"	<p>Prior to forming SmithMcClure & Co. Wealth Management Advisors, LLC/KingdomTrust Capital Management, Inc. Martin held the following sales and leadership positions with other brokerage firms:</p> <ol style="list-style-type: none"> 1. Financial Advisor 2. Assistant Manager 3. Branch Manager <p>Martin's zeal for providing advice that is objective and in the best interest of his clients is what initially encouraged him to resign for good from employer brokerage firms and establish SM & Co. LLC, an independent wealth management & investment advisory firm. However, as he began to realize that minority-owned investment firms comprise far less than 1/2 of 1% of all institutional investment firms (e.g. "Mutual Funds", "Registered Investment Advisors", "Brokerage Firms" and "Insurance Companies"), Martin decided to reorganize SM & Co. from a firm that was focused primarily on the financial planning needs of "retail" clients, into a full-service institutional investment management & consulting firm.</p> <p>In October 2009, Martin submitted the Minority Business Enterprise application on behalf of KingdomTrust Capital Management, Inc. to the Maryland Department of Transportation's Office of Minority Business Enterprise (MDOT-MBE). In July 2010, KingdomTrust Capital Management received written notification from MDOT-MBE that KingdomTrust Capital Management, Inc. has become a Certified Minority Business Enterprise Firm in the State of Maryland.</p>
Question 7b & c; 9b.	<p>OTHER BUSINESS ACTIVITIES - PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS - CONDITIONS FOR MANAGING ACCOUNTS:</p> <p>Item 7b & c: Other Business Activities:</p> <p>Martin is registered with H. Beck, Inc. as a Financial Advisor. H. Beck, Inc. serves as Martin's OSJ - Broker/Dealer, therefore his NASD Securities licenses (Series 6, 63, 66, 7, 9 & 10) are registered (held) with H. Beck, Inc. Member NASD/SIPC. The principal business of KingdomTrust Capital Management, Inc. is providing financial planning & investment advice.</p> <p>Licensed Insurance Representative Martin A. Smith is a licensed insurance agent through numerous insurance companies. In such a capacity, he may offer insurance related products (life insurance, variable annuities, fixed annuities, long term care, disability insurance) and receive normal and customary commissions as a result of such a purchase. This could present a conflict of interest to the extent that Martin recommends the purchase of an insurance product that results in a commission being paid to Martin as a licensed insurance agent. Martin spends approximately 5% to 15% of his time servicing clients with insurance related needs.</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: KingdomTrust Capital Management, Inc.	SEC File Number: 801-	Date: 06/07/2010
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: KingdomTrust Capital Management, Inc.	IRS Empl. Ident. No.: 27-0387493
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Item of Form (identify)	Answer
Question 7b & c; 9b. Cont'd.	<p>Licensed Investment Advisor Representative ("IAR")</p> <p>Martin A. Smith is dually registered as an Investment Advisor Representative ("IAR") with H. Beck, Inc. In this capacity, the IAR may offer advisory accounts through H. Beck, Inc., the details of which are fully described in H. Beck's Form ADV or relevant disclosure schedules. This could presents a conflict of interest to the extent that Martin may recommend that a client opens an account in which compensation is received as an IAR with H. Beck, Inc. vs. a different investment Custodian firm which Martin can open accounts at for his clients.</p> <p>Item 9b: Participation or Interest in Client Transactions: Through Martin's securities registration (Series 6, 63, 7, 9 & 10) with LPL, Martin executes securities transactions for compensation in the form of commissions for clients with brokerage account at LPL where the client has chosen to compensate Martin on the basis of commissions for executing transactions vs. fees for "advisory" ("wrap mutual fund programs") accounts.</p>
Question 10: "Conditions for Managing Accounts"	<p>Clients of KingdomTrust Capital Management, Inc. are those who either utilize the investment advisory and/or investment management services of KTCM and/or clients who have hired KTCM to provide financial planning and investment advice-only related services, which does not include the direct management of client assets.</p> <p>These "advice-only" services may include review and/or advice related to the following:</p> <ol style="list-style-type: none"> 1) Client financial documents (brokerage statements, bank statements, insurance accounts) 2) Preparing a financial plan that is either "modular" or "comprehensive" 3) Assets held within a clients qualified retirement plan (401k, 403b, THRIFT Savings Plan, IRA, ROTH IRA, SEP IRA) 4) Life Insurance, Annuities, Variable Annuities, Long Term Care, Disability Insurance 5) Estate planning and wealth transfer needs of KTCM, Inc. client 6) Employer stock held by corporate employees 7) College Planning 8) Financial plans/planning advice offered by a competitive firm.
Question 12: Investment or Brokerage Discretion:	<p>Item 12: Investment or Brokerage Discretion - Does Applicant or Related Person Suggest Brokers to Clients?</p> <p>Martin A. Smith may suggest that clients implement recommendations set forth in the financial plan through H. Beck, Inc. in his capacity as a Registered Representative or an insurance agent. If the client chooses to do so, this would present a conflict of interest to the extent that Martin would receive normal and customary commissions as a Registered Representative or insurance agent, resulting from any securities or insurance transactions. Clients are advised that they are under no obligation to implement the plan or its recommendations through Martin in his capacity as a financial advisor/insurance agent. All potential conflicts of interests relating to compensation are disclosed in ADV II, schedule F.</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: KingdomTrust Capital Management, Inc.	SEC File Number: 801-	Date: 06/07/2010
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: KingdomTrust Capital Management, Inc.	IRS Empl. Ident. No.: 27-0387493
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Item of Form (identify)	Answer
Question 13a Additional Compensation:	<p>ADDITIONAL COMPENSATION - INFO ABOUT KINGDOMTRUST CAPITAL MANAGEMENT, INC. USING LORING WARD AS AN ACCOUNT ADMINISTRATOR - TURN-KEY ASSET MANAGEMENT PROVIDER (TAMP).</p> <p>KingdomTrust Capital Management, Inc. retains certain firms (such as LWI Financial Inc., the "Account Administrator") to provide investment and asset class analysis, implementation of investment and billing services, and for the production of account statements and reports. Such services are paid directly through advisor fees billed to the client or indirectly paid by KingdomTrust Capital Management, Inc. Certain of such firms also sponsor "due diligence" and educational seminars for investment advisers. These educational sessions provide KingdomTrust Capital Management, Inc. with access to information and ideas regarding account management, advanced investment planning, technological changes and account acquisition methods and strategies from the sponsor or other participants at such events. Attendance expenses associated with such due diligence and training seminars may be paid, either in whole or in part, by the sponsoring firm(s).</p> <p>INFO ABOUT KINGDOMTRUST CAPITAL MANAGEMENT, INC. USING LORING WARD PARTNER SERVICES MARKETING RESOURCES:</p> <p>KingdomTrust Capital Management, Inc. may have arrangements with certain independent and affiliated investment advisers (such as Loring Ward, the Account Administrator,) in which that firm agrees to reimburse a portion or all of the expenses associated with our educational seminars and marketing events for clients and/or potential clients.</p> <p>-----</p>
Code of Ethics:	<p>The following Table of Contents outlines the general Code of Ethics adopted by KingdomTrust Capital Management, Inc. Our Code of Ethics will be provided to clients of KTCM, Inc. upon request:</p> <p>1.1 In General; 1.1.1 Standards of Business Conduct; "Supervised Persons"; 1.1.2 Compliance with Securities Laws Is Mandatory; 1.1.3 Ethics Requirements under State Securities Laws; 1.2 Reporting Personal Securities Transactions; 1.2.1 Who Is an "Access Person?"; 1.2.2 What Are "Reportable Securities"; 1.2.3 What Is a "Direct or Indirect Beneficial Interest?"; 1.2.4 Holding Reports; 1.2.5 Transaction Reports; 1.2.6 Review of Reports; 1.2.7 Pre-Approvals; 1.3 Unethical Trading Practices; 1.3.1 Frontrunning/Dumping; 1.3.2 Improper Use of Information; 1.3.3 Conditioning (Manipulating) the Market; 1.3.4 Inducements; 1.3.5 Short-Term Trading and Market Timing; 1.4 Misuse of Material Inside Information; 1.5 Other Conduct; 1.5.1 New Issue Purchase Restrictions; 1.5.2 "Blackout Periods"; 1.5.3 Pending Transactions/Allocation of Investment Opportunities; 1.5.4 Public Commentary; 1.5.5 Gifts, Entertainment, and Training Expenses; 1.5.6 Service on Boards of Directors, etc.; 1.6 Review and Further Actions; 1.7 Books and Records.</p>

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