

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

Name of Investment Adviser: Gordon & Associates Financial Advisors, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
2907 W. Bay to Bay Blvd., Suite 104B	Tampa	FL	33629	(813) 289-9877

**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.**

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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.)

Applicant: Gordon & Associates Financial Advisors, Inc.	SEC File Number: 801-	Date: September 22, 2008
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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.

1. **A. Advisory Services and Fees.** (check the applicable boxes) For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:		
<input type="checkbox"/>	(1) Provides investment supervisory services	_____ %
<input checked="" type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services	_____ 10%
<input checked="" type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above	_____ 50%
<input type="checkbox"/>	(4) Issues periodicals about securities by subscription	_____ %
<input type="checkbox"/>	(5) Issues special reports about securities not included in any service described above	_____ %
<input type="checkbox"/>	(6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities	_____ %
<input checked="" type="checkbox"/>	(7) On more than an occasional basis, furnishes advice to clients on matters not involving securities	_____ 40%
<input type="checkbox"/>	(8) Provides a timing service	_____ %
<input type="checkbox"/>	(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 the applicant call any of the services it checked above financial planning or some similar term? Yes No

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

- | | |
|--|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input 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 |

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 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).

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 type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> I. Options contracts on: |
| <input type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input 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 type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input checked="" type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (2) oil and gas interests |
| | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> G. Investment company securities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

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

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

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

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

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the
Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input 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 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 | |

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

Level and Frequency: Each account will be reviewed at least quarterly to determine if the client's needs and objectives are being met. General guidelines and cash needs are adjusted as necessary.

Triggering Factors: Specific goals and objectives, as designed by the client through the financial plan, are established for portfolio positioning and diversification, and monitored periodically and revised as needs dictate. All financial plans will be reviewed at least annually. Significant changes in their personal circumstances, the general economy, or tax law changes can trigger more frequent reviews.

Reviewers: Mr. Horace C. Gordon, IV will conduct the investment review of all client accounts.

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

Investment results are provided to client on a quarterly basis. Each quarterly statement will summarize the specific investments currently held and the value of client's portfolio. Client will also receive monthly reports from the investment company and/or brokerage firm managing their accounts.

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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 type="checkbox"/> | <input checked="" type="checkbox"/> |
| (2) amount of the securities to be bought or sold? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (3) broker or dealer to be used? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | Yes | No |
| | <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 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; 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

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

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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer										
Item 1.D.	<p><u>SERVICES:</u></p> <p>Gordon & Associates Financial Advisors, Inc., hereinafter referred to as "G&A FA", a registered investment advisor, is primarily involved in providing fee only financial planning and wealth management services to individuals, trusts, estates, corporations and/or small businesses who desire a high degree of personalized and professional service.</p> <p>G&A FA's philosophy is that successful investment planning and asset allocation cannot be achieved without first understanding the complex financial make-up of a client. Many times what a client thinks they need financially and what a personal financial plan reveals are completely different. A personal financial plan can simplify this web of financial alternatives by: (i) narrowing the client's options; (ii) forcing creative thinking; and, (iii) bringing an awareness to areas of most concern to the client. It is from this that G&A FA is able to separate the client's finances into manageable sub-topics for review and implementation.</p> <p>This whole process provides G&A FA with a unique picture of each client's financial personality, and a more effective and efficient way to address their financial needs. Therefore, G&A FA does not offer investment planning and asset allocation services to clients that are not already personal financial planning clients.</p> <p>The services offered by G&A FA are described in greater detail below along with their fee schedules, management requirements, refund and termination provisions:</p> <p>1.A.(2) Investment Services -</p> <p>Should a personal financial plan reveal the need for investment planning and asset allocation, G&A FA can provide such services on a non-discretionary basis for respective clients. With a detailed personal financial plan as a foundation to develop and manage tailored investment portfolios, G&A FA is able to ensure maximum suitability for each client portfolio.</p> <p><u>Fee Structure for Investment Services</u></p> <p>The standardized fee structure for this service is based on an annual percentage of assets under management according to the following schedule:</p> <table style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th><u>Assets under Management</u></th> <th><u>Annual Fee Rate</u></th> </tr> </thead> <tbody> <tr> <td>\$ 500,000 - \$ 5,000,000</td> <td>0.75%</td> </tr> <tr> <td>\$ 500,001 - \$ 7,500,000</td> <td>0.65%</td> </tr> <tr> <td>\$7,500,001 - \$10,000,000</td> <td>0.55%</td> </tr> <tr> <td>Over \$10,000,000</td> <td>0.50%</td> </tr> </tbody> </table> <p>G&A FA requires a minimum initial investment of \$500,000 to open an investment service account. However, this minimum may be waived under certain circumstances. In addition, G&A FA retains discretion to modify the above fee structure within each tier depending on the size, complexity, and nature of the portfolio managed. The fees may be negotiable on a client to client basis.</p>	<u>Assets under Management</u>	<u>Annual Fee Rate</u>	\$ 500,000 - \$ 5,000,000	0.75%	\$ 500,001 - \$ 7,500,000	0.65%	\$7,500,001 - \$10,000,000	0.55%	Over \$10,000,000	0.50%
<u>Assets under Management</u>	<u>Annual Fee Rate</u>										
\$ 500,000 - \$ 5,000,000	0.75%										
\$ 500,001 - \$ 7,500,000	0.65%										
\$7,500,001 - \$10,000,000	0.55%										
Over \$10,000,000	0.50%										

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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
	<p style="text-align: center;"><i>- continuation of Fee Structure for Investment Services -</i></p> <p>Initial implementation of a new investment service account will require a one time advance payment by the client. This initial fee covers those accounts opened in mid-quarter and is based upon the portfolio value proportionate to the remaining days left in the quarter. Thereafter, client is billed quarterly in arrears to account or to client, as agreed, based upon the quarterly account value.</p> <p><u>Termination Provisions for Investment Services</u></p> <p>Client has five (5) full business days after entering into the written agreement in which to cancel without penalty. After the five (5) day grace period offered to clients has expired, services may be terminated by either party at anytime upon receipt of 30 days written notice. This allows G&A FA sufficient time to finalize transactions and enable the delivery of final statements and release of documents. Upon termination, G&A FA shall be paid any fee due from the beginning of the last quarter through the date of termination.</p> <p>Private Portfolio Management -</p> <p>Clients can also engage G&A FA in the due diligence, selection and monitoring of the investment performance of third-party portfolio management services offered by other investment advisors (“Portfolio Managers”) for the provision of investment management, allocation and timing services. Such Portfolio Managers, in turn, will also provide direct management of client assets through the creation of portfolios designed to meet stated goals and objectives.</p> <p>The Portfolio Managers may have little or no direct client contact, relying instead on pre-qualification by G&A FA through the client financial profile. G&A FA will perform such qualifying analysis together with performing certain professional, administrative and clerical duties prior to selection and opening accounts with a particular Portfolio Manager. Once an account has been established, G&A FA will continue to monitor the Portfolio Manager and provide the client with periodic updates of their performance.</p> <p>The Portfolio Manager will compensate G&A FA on an ongoing fee basis for client qualification and personal advisory services. As each Portfolio Manager has its own fee schedule, full disclosure of fees, refunds and termination provisions will be provided at the time of selection of the Portfolio Manager.</p> <p>G&A FA will provide the client with a copy of the Portfolio Manager’s Schedule H and/or ADV Part II prior to opening any accounts. The Schedule H and ADV Part II will provide all pertinent disclosures relating to these portfolio managed service accounts.</p>

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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
1.A.(3) & (7)	<p>Comprehensive Financial Planning -</p> <p>Comprehensive Financial Planning is a process designed to produce a comprehensive set of solutions outlined in a written plan. This written plan provides an overall analysis of the clients current financial condition with specific steps designed for the client to observe and enact for them to succeed in achieving their desired financial objectives.</p> <p>In general, Comprehensive Financial Planning encompass one or more of the following areas of concern:</p> <ul style="list-style-type: none"> , Cash Management and Planning , Risk Management and Insurance , Education Planning and Income Shifting/Splitting , Estate Planning , Investment Planning and Asset Allocation , Tax Planning , Implementation and Monitoring <p>G&A FA performs the Comprehensive Financial Planning process in four phases. These phases are defined as follows:</p> <p><u>Goals Assessment:</u></p> <p>Through the goals assessment process, G&A FA learns about the client and what the client wants to achieve. This is accomplished through personal interviews and questionnaires, which are designed to address all of the financial planning disciplines discussed above. G&A FA approaches the process assuming that the engagement will be comprehensive, in order to ensure that the client is aware of all aspects of the financial planning process. The client has the opportunity to prioritize their objectives and to remove from the process any areas that are not applicable to their circumstances. After completion of the interviews and questionnaires, G&A FA prepares an agenda and conducts a meeting with the client to begin formally documenting their goals and objectives. After this meeting, G&A FA drafts a report documenting the financial planning process disciplines which the client wishes to address, and detailing the specific objectives under each discipline. This report is presented to the client for review. Redrafting and meeting can be repeated until the client is completely satisfied with the report. The end result of this phase is the Written Goals Report. This report is the basis for the three subsequent phases, helping to ensure the appropriateness and relevance of the remainder of the planning process.</p> <p><u>Current and Future Financial Position Assessment:</u></p> <p>Once the clients objectives have been documented in the Written Goals Report, G&A FA works with the client to gather the relevant financial</p>

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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
	<p style="text-align: center;"><i>- continuation of Current and Future Financial Position Assessment -</i></p> <p>information needed to proceed with the planning process. Information requested could include insurance policies, spending history, investment statements, pay stubs, details on other assets, details on other liabilities, etc... Depending upon the engagement, different levels of financial reporting will be undertaken. At a minimum, a statement of financial position, designed for financial planning use only, will be prepared. If the client wishes, a formal Statement of Financial Position, prepared in accordance with American Institute of CPA's (AICPA) guidelines, can be prepared for external use. This formal statement will be issued by Gordon & Associates, P.A., CPA's and will require that the CPA firm be independent with respect to the client. The statement of financial position and a written summary of the relevant aspects of any other financial information, e.g., a summary of homeowner's insurance coverage, is the end result of this phase. Now that the first two phases are complete, G&A FA, knowing what the client wants to accomplish and what the clients financial realities are, is in a position to prepare an actual financial plan.</p> <p><u>Preparation of the Financial Plan:</u></p> <p>G&A FA defines the financial plan itself as a road map designed to take the client from where they currently are financially, to where they want to be financially. This is the creative portion of the process. There are usually many different ways to accomplish a given goal. The objective, however, is to formulate a plan that the client will be comfortable executing. In some cases, the drafting of the plan reveals the need for G&A FA to help the client reconcile the gap between their expectations and their financial realities. Once a viable plan has been drafted, it is presented to and reviewed with the client. The draft and review process is repeated until the client is satisfied with the financial plan. At this time, the final Written Financial Plan is issued to the client, along with an implementation schedule.</p> <p><u>Implementation and Monitoring:</u></p> <p>A Personal Financial Plan is of limited value if it is not put into action. Accordingly, G&A FA places a premium on implementation and monitoring of the plan. The implementation schedule provides the client with a list of tasks and deadlines designed to ensure that the plan is put into action. The following are some examples of implementation: (i) drafting of appropriate estate documents (performed by an estate attorney); (ii) purchase of various insurance policies (from unrelated entities); (iii) investment advisory services, including preparation of an investment policy statement and asset allocation strategy (performed by G&A FA, or another investment adviser/broker-dealer of the client's choice); (iv) adoption and monitoring of a personal budget; and, (v) ongoing income tax</p>

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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
Item 5.	<p style="text-align: center;"><i>- continuation of Implementation and Monitoring -</i></p> <p>planning (performed by Gordon & Associates, P.A., CPA's or another CPA firm of the client's choice). G&A FA strongly suggests that the overall financial plan be reviewed on not less than an annual basis. Investment Advisory Services are performed in accordance with the disclosures contained elsewhere in this form.</p> <p><u>Comprehensive Financial Planning Fees</u></p> <p>G&A FA fees for Comprehensive Financial Planning are determined by the amount of time it takes to complete the process. The size, complexity, and nature of each client's personal and financial situation and the amount of time it will take to analyze and summarize their finances will have a profound impact on the cost to complete such plan.</p> <p>Comprehensive Financial Planning fees will be billed at a rate of \$150.00 to \$225.00 per hour, and any clerical fees will be billed at \$60.00 per hour. All fees will be completely itemized in a semi-monthly billing statement to client, or as otherwise agreed to in the Financial Planning Agreement.</p> <p><u>Termination Provisions for Comprehensive Financial Planning</u></p> <p>Clients have five (5) full business days to terminate the Financial Planning Agreement. Should client wish to terminate the Agreement after such time period and before presentation of the plan to client, G&A FA shall be compensated through the date of termination for time spent in design of the Comprehensive Financial Plan at the hourly rate of \$225.00. After the Comprehensive Financial Plan has been completed and presented to the client, termination of the Agreement is no longer an option.</p> <p><u>EDUCATION AND BUSINESS STANDARDS:</u></p> <p>At present, only Mr. Horace C. Gordon, IV, President of G&A FA, is registered to provide investment service and give financial advice. However, should G&A FA choose to retain additional persons to perform such services, those individuals involved in determining or giving investment advice will have bachelors degrees from accredited universities and/or certification in financial planning as a CPA, CFP, PFS, CFA, and/or be Series 65 licensed.</p>

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Item of Form (identify)	Answer
Item 6.	<p><u>EDUCATION AND BACKGROUND:</u></p> <p>Horace C. Gordon, IV <u>Year of Birth:</u> 1965</p> <p><u>Education:</u> University of Florida - B.S./Accounting Certified Public Accountant (CPA) - State of Florida CFP Board of Standards - Certified Financial Planner (CFP) AICPA - Personal Financial Specialist (PFS)</p> <p><u>Business:</u> 08/98 - Present Gordon & Associates Financial Advisors, Inc. <u>Position:</u> President 06/95 - Present Gordon & Associates, P.A., CPA's <u>Position:</u> President & Accountant 12/91 - 09/95 Kirkland, Russ, Murphy & Tapp <u>Position:</u> Tax Manager & Accountant</p> <p>Angela L. Goldstein <u>Year of Birth:</u> 1966</p> <p><u>Education:</u> Florida State University - B.S./Marketing CFP Board of Standards - Certified Financial Planner (CFP) University of Tampa - Masters in Business Administration</p> <p><u>Business:</u> 10/98 - Present Gordon & Associates Financial Advisors, Inc. <u>Position:</u> Consultant 10/98 - Present Gordon & Associates, P.A., CPA's <u>Position:</u> Consultant 06/92 - 10/98 SunTrust Bank <u>Position:</u> Retail Bank Manager 06/88 - 06/92 Nations Bank <u>Position:</u> Retail Bank Manager</p>
Item 7. 7.C.	<p><u>OTHER BUSINESS ACTIVITIES:</u></p> <p>Mr. Horace C. Gordon, IV is the President of Gordon & Associates, P.A., CPA's, a CPA firm, that is actively engaged in an accounting practice with business interests separate and distinct from the operations of G&A FA, including certain advising and consulting activities beyond the scope of services provided by G&A FA. His time devoted to these other activities may range from 50 to 100% of the time depending on his responsibilities or position within Gordon & Associates, P.A., CPA's and/or the independent needs of their tax/accounting clients.</p>

Applicant: Gordon & Associates Financial Advisors, Inc.	SEC File Number:	Date: September 22, 2008
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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
<p>Item 8.</p> <p>8.C.(1) & (3)</p>	<p><u>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS:</u></p> <p>Broker-Dealer & Other Investment Advisor -</p> <p>G&A FA maintains a custodial relationship with Charles Schwab & Co., Inc., a registered broker-dealer (member NASD/SIPC), through their division, Schwab Institutional. Managed accounts of G&A FA will be maintained with Schwab.</p> <p>G&A FA has selected Schwab as the custodian of choice based on their competitive transaction charges, G&A FA's familiarity with Schwab's trading platform, and on-line services for account administration and operational support. However, since G&A FA does not recommend, suggest or make available a selection of custodians, other than Schwab for the client to choose to custody their account(s), best execution may not always be achieved and the client may pay higher transaction fees.</p> <p>In addition, Schwab provides G&A FA with access to their institutional trading, research, and custody services, which are typically not available to retail customers. These services generally are available to independent investment advisors so long as a total of at least \$10 million of client assets under management are maintained with each institution. Currently G&A FA is paying for these services since G&A FA does not meet Schwab's minimum assets under management requirement - this does not generate hire transaction costs to the client.</p> <p>G&A FA is not a subsidiary of, or affiliated with, Schwab in any manner. G&A FA has sole responsible for any investment advice rendered, and advisory services are provided separately and independently from Schwab.</p>
<p>8.C.(7)</p>	<p>Accounting Firm -</p> <p>Mr. Horace C. Gordon, IV, as previously mentioned, is also the President of Gordon & Associates, P.A., CPA's. Clients of the accounting firm may become clients of G&A FA and vice-versa.</p>
<p>Item 9.</p> <p>9.B. & D.</p>	<p><u>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS:</u></p> <p>To ensure clients understand the potential conflict of interest that can occur when working with G&A FA or any other investment advisor, as well as the options clients have in receiving Investment Service and/or Comprehensive Financial Planning, the following disclosures are provided:</p> <ol style="list-style-type: none"> 1. Clients may choose any broker-dealer to execute his/her securities transactions. If G&A FA is selected to assist in the execution of any client's securities transactions, G&A FA will utilize Schwab to act as custodian over client accounts. G&A FA nor any advisory representative will receive commissions associated with such transactions.

Applicant: Gordon & Associates Financial Advisors, Inc.	SEC File Number:	Date: September 22, 2008
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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
9.E.	<p style="text-align: center;"><i>- continuation of Participation or Interest in Client Transactions -</i></p> <ol style="list-style-type: none"> 2. Clients are under no obligation to have G&A FA, or the firms to whom business is referred, implement any recommendations made in the written personal financial plan. 3. The firms to which G&A FA may refer clients to have perform certain aspects of the personal financial plan, are properly licensed professionals qualified by the regulatory jurisdiction of this state or institution. 4. G&A FA does not receive any economic benefit from referring clients to another professional. G&A FA acts completely in a fiduciary capacity - <u>the interests of the client are first and foremost</u>. Only on the occasion where G&A FA may refer clients to Gordon & Associates, P.A., CPA's for traditional tax, accounting, or business advisory services is there potential for a conflict of interest. However, just as noted above, clients are under no obligation to have Gordon & Associates, P.A., CPA's perform any aspects of the accounting services that may be needed. <p>Employees of G&A FA are permitted to invest their own monies in mutual funds and/or other similar vehicles which may also be, from time to time, recommended to clients. Such investment purchases are independent of, and are not connected in any way to, investment decisions made on behalf of G&A FA's clients. Personal trading activities conducted by G&A FA employees are monitored by G&A FA management to ensure that such activities do not impact upon client security or create conflicts of interest.</p> <p>G&A FA will not permit insider trading. All employee securities transaction records will be maintain independently from that of the clients.</p>
Item 10.	<p><u>CONDITIONS FOR MANAGING ACCOUNTS:</u></p> <p>G&A FA requires a minimum initial investment of \$50,000 to open an Investment Service account. This minimum may be waived under certain circumstances.</p>
Item 12.	<p><u>INVESTMENT OR BROKERAGE DISCRETION:</u></p>
12.B	<p>Selection of Broker or Dealer -</p> <p>Initial due diligence by G&A FA has led to the availability of a select group of Portfolio Managers, as discussed under "Private Portfolio Management", from which the client may choose to have one or more manage some or all of their accounts. G&A FA will assist the client in determining which will provide the most effective services based upon the client's stated objectives in their financial profile.</p>

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

Applicant: Gordon & Associates Financial Advisors, Inc.	SEC File Number:	Date: September 22, 2008
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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: Gordon & Associates Financial Advisors, Inc.	IRS Empl. Ident. No.: 59-3533120
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Item of Form (identify)	Answer
	<p align="center"><i>- continuation of Investment or Brokerage Discretion -</i></p> <p>While G&A FA has exercised its best efforts in combining appropriate investment performance with the cost of such services offered by the Portfolio Managers, G&A FA does not hold forth that the service to which it refers its clients are of the highest performance or lowest costs. It is possible that the client might be able to contract for similar services elsewhere or separately, with higher performance at lower costs.</p> <p align="center">END OF DOCUMENT</p>