

Uniform Application for Investment Adviser Registration

Part II - Page 1

Name of Investment Adviser: Diastole Wealth Management, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone number:
58 Boston Street	Guilford	CT	06437	203-458-5220

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.

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 instructions below.)

Applicant:

<input checked="" type="checkbox"/>	(1)	Provides investment supervisory services	<u>75 %</u>
<input checked="" type="checkbox"/>	(2)	Manages investment advisory accounts not involving investment supervisory services	<u>5 %</u>
<input type="checkbox"/>	(3)	Furnishes investment advice through consultations not included in either service described above	<u>%</u>
<input type="checkbox"/>	(4)	Issues periodicals about securities by subscription	<u>%</u>
<input type="checkbox"/>	(5)	Issues special reports about securities not included in any service described above	<u>%</u>
<input type="checkbox"/>	(6)	Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities	<u>%</u>
<input checked="" type="checkbox"/>	(7)	On more than an occasional basis, furnishes advice to clients on matters not involving securities	<u>20 %</u>
<input type="checkbox"/>	(8)	Provides a timing service	<u>%</u>
<input type="checkbox"/>	(9)	Furnishes advice about securities in any manner not described above	<u>%</u>

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

B. Does applicant call any of the services it checked above financial planning or some similar term? Yes No

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 checked="" type="checkbox"/> | (6) | Other |

D. For each checked box in A above, describe on Schedule F:

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

2. **Types of clients** - Applicant generally provides investment advice to: (check those that apply)

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

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

Applicant Diastole Wealth Management, Inc., Inc.	SEC File Number 801-57610	Date 07/23/2009
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3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|--|
| <input 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"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input checked="" type="checkbox"/> (3) foreign issuers | <input checked="" 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 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 checked="" type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input checked="" type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input checked="" 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 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 checked="" type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input checked="" type="checkbox"/> Other (explain on Schedule F) |

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

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Long term purchases (securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin 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 | |

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 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 checked="" type="checkbox"/> (9) insurance company or agency
<input type="checkbox"/> (4) financial planning firm	<input type="checkbox"/> (10) pension consultant
<input type="checkbox"/> (5) commodity pool operator, commodity trading advisor or futures commission merchant	<input type="checkbox"/> (11) real estate broker or dealer
<input type="checkbox"/> (6) banking or thrift institution	<input checked="" type="checkbox"/> (12) entity that creates or packages limited partnerships

(For each checked in 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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Diastole Wealth Management, Inc.

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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.

Each of Diastole Wealth Management, Inc. Inc.'s financial advisors review their respective accounts on a continuous basis. No financial advisor has more than 100 primary client relationships.

Clients' accounts are also formally reviewed by Elizabeth Eden, Elizabeth Cook or Ethan Eden (Managing Directors) at least monthly. Accounts may also be formally reviewed more frequently as inflows, outflows or securities transactions cause Diastole Wealth Management, Inc. financial advisors to review client accounts in light of those changes.

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

Clients will receive performance evaluation reports.

Accounts over \$500,000 receive reports at least quarterly.
Accounts under \$500,000 receive reports at least annually.
Upon request from a client, additional reporting may be provided.

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

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

Applicant: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
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Item 1.D

Investment Management Services

Diastole Wealth Management, Inc. ("Diastole" or "Applicant") provides financial planning services as well as investment consulting services including review of investment objectives, assistance in the selection of independent investment advisors, and ongoing review and revaluation. In addition, Applicant also provides administrative services including ongoing quarterly performance reporting, tax lot accounting and ongoing due diligence associated with the maintenance of a recommended list of independent investment advisors. The consulting and administrative fees are billed together ("bundled") and are retained by Diastole. Diastole also remits a portion of the bundled fee to the unaffiliated third party money managers selected by Diastole and approved by the client, for the on-going investment supervisory services provided by such firms.

Fees are billed at the inception of the account, prorated for the time remaining in the quarter, and quarterly thereafter. Clients may terminate their relationship with Diastole without penalty at any time upon written notice and they will receive a pro rata refund of any fees paid in advance. Fees will be billed in accordance with the following fee schedule:

Assets in Account	Consulting Fee	Administrative Fee	Bundled Fee
First \$1,000,000	1.00 %	.40 %	1.4 %
Next \$1,000,000	.80 %	.30 %	1.1 %
Next \$1,000,000	.60 %	.25 %	.85 %
Next \$1,000,000	.40 %	.25%	.65%
Remainder	.20 %	.25%	.45%

Fees and minimum account sizes may be negotiable in certain circumstances as occasion may warrant in the judgment of Diastole. Certain clients may pay more or less than others depending upon the amount of assets, the type of account, the anticipated trading activity and the amount for special services required to service the account. Client accounts aggregated for reporting purposes ("house-held") may be also aggregated for purposes of Applicant's fee calculations. Furthermore, Diastole may also have clients with older fee arrangements which have been grandfathered.

In addition to the fees outlined above, Clients will also pay an investment management fee to the third party managers recommended by Diastole and approved by the Client. The fees shall be negotiated between the third party manager and the Client and are separate from, and in addition to any fees charged by Applicant.

Mutual funds will charge their own investment management fees and will incur their own transaction costs which are in addition to any fees charged by Applicant. Detailed information on these costs can be found in the mutual funds' prospectuses which will be provided to clients prior to or at the time of investment. Diastole is not compensated by any of the mutual fund companies recommended for client investment. Clients could avoid the Diastole investment consulting and administrative fees by purchasing funds directly from the mutual fund companies.

Certain "Dynamic" program accounts managed internally by Diastole's affiliate, Main Line Group Wealth Management, LLC, will be subject to both a management fee and performance-based incentive fees. Performance-based incentive fees will only be

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

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

Applicant: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer																				
	<p>assessed to "Qualified Investors" as defined by the Investment Advisers Act of 1940. Investors in the "Dynamic" program who are not "Qualified Investors" will be assessed a management fee of 2.95% annually.</p> <p><u>Management Fee:</u></p> <table border="1"> <thead> <tr> <th>Asset Breakpoint Levels</th> <th>Annual Management Fee (% of Assets)</th> </tr> </thead> <tbody> <tr> <td>0 to \$250,000</td> <td>1.50%</td> </tr> <tr> <td>\$250,001 to \$500,000</td> <td>1.35%</td> </tr> <tr> <td>\$500,001 to \$1,000,000</td> <td>1.20%</td> </tr> <tr> <td>\$1,000,001 to \$5,000,000</td> <td>1.10%</td> </tr> <tr> <td>Over \$5,000,000</td> <td>1.00%</td> </tr> </tbody> </table> <p><u>Performance-based Incentive Fee:</u></p> <table border="1"> <thead> <tr> <th>Annual Aggregate Return</th> <th>Annual Performance Fee (% of Aggregate return)</th> </tr> </thead> <tbody> <tr> <td>Less than 10%</td> <td>0%</td> </tr> <tr> <td>10% to 20%</td> <td>10%</td> </tr> <tr> <td>20% or more</td> <td>20%</td> </tr> </tbody> </table> <p>All performance-based incentive fees are subject to a high-water mark defined as the highest quarterly net asset value for the account since inception of management in the strategy. Performance-based fees will not be assessed for billing periods where the current net asset value is less than the high-water mark.</p> <p><u>Consulting Services</u></p> <p>On occasion, Diastole may charge certain of its clients a flat consulting fee. Such fee is typically only provided to clients for specific accounts that are monitored and included in the Applicant's periodic reports to the client and not managed by Diastole. Similarly, Applicant may charge hourly fees for consulting services not involving investment advisory services, such as creation of a financial or estate plan. Such flat fees or hourly fees shall be invoiced directly to the client.</p> <p><u>Platform Advisory Services</u></p> <p>In addition to the services described above, Diastole has made its money manager platform available to one outside advisory firm. Under the agreement, Diastole will make a search list of money managers of varying management styles maintained by Diastole available to the outside advisor. The outside advisor will select from the list one or more of the money managers and in turn recommend the money managers to its clients based on the client's individual needs and objectives.</p> <p>Pursuant to this arrangement, each of the third party advisor's clients will pay to Diastole, as full compensation, an annual per-account fee set by the advisor. Fees typically start at 0.50% for equity management services and 0.25% for fixed income management, although fees are set by the sub-advisor and may be higher or lower.</p> <p><u>Payment of Fees:</u></p> <p>Unless instructed to the contrary, Diastole will directly debit each client's account for the</p>	Asset Breakpoint Levels	Annual Management Fee (% of Assets)	0 to \$250,000	1.50%	\$250,001 to \$500,000	1.35%	\$500,001 to \$1,000,000	1.20%	\$1,000,001 to \$5,000,000	1.10%	Over \$5,000,000	1.00%	Annual Aggregate Return	Annual Performance Fee (% of Aggregate return)	Less than 10%	0%	10% to 20%	10%	20% or more	20%
Asset Breakpoint Levels	Annual Management Fee (% of Assets)																				
0 to \$250,000	1.50%																				
\$250,001 to \$500,000	1.35%																				
\$500,001 to \$1,000,000	1.20%																				
\$1,000,001 to \$5,000,000	1.10%																				
Over \$5,000,000	1.00%																				
Annual Aggregate Return	Annual Performance Fee (% of Aggregate return)																				
Less than 10%	0%																				
10% to 20%	10%																				
20% or more	20%																				

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

Applicant: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
<u>Item 2.G</u>	<p>investment consulting and administrative fees payable to Applicant, as well as any independent investment advisory fees that may be charged by the third party managers recommended by Diastole. Diastole will remit the appropriate fees to the third parties according to their pro rata share.</p> <p>All fees shall be debited in advance and calculated quarterly based upon the market appraisal by Diastole of the value of the client accounts within each Household as of the last business day of the calendar quarter. The fees will be prorated for any partial quarters and calculated based upon the market appraisal by Diastole of the value of the client accounts as if the close of business on the day preceding the withdrawal of funds.</p> <p>Should a client terminate prior to the end of DWM's billing cycle, unused fees will be returned to the client on a pro-rata basis.</p> <p>Applicant also provides investment advice to The Eden Partners Absolute Growth Fund, LP, which is a related private partnership. In addition, Applicant provides investment advice through a wrap program sponsored by Wachovia Bank.</p>
<u>Item 3.K(3)</u>	<p>From time to time, Applicant may also recommend investments in private partnerships or other private investments. Diastole may also recommend investments in the Eden Partners Absolute Growth Fund to its clients.</p>
<u>Item 3.L</u>	<p>Applicant also provides investment advice regarding the allocation of assets to third party managers in accordance with the client's investment objectives. Money managers considered for recommendation will be subjected to a rigorous due diligence process. Factors considered will include, but not be limited to: reputation, performance record, philosophy, continuity of management, service to clients, awareness of after tax performance objectives, minimum dollar investment requirement and fees. Information with respect to money managers (e.g., performance figures, investment style, etc.) will be obtained from tracking organizations, business publications, money managers, personal interviews and other sources which Diastole believes are reliable. Diastole may also consider other criteria, including, but not limited to, the administration, recordkeeping and reporting services provided by a manager. Diastole may retain outside consultants to assist in preparing money manager search lists. In the event that Diastole retains an outside consultant, Diastole will make the final determination regarding which money managers will be maintained on its search lists.</p>
<u>Item 4.B(8)</u>	<p>DWM conducts a great deal of research on the third party managers prior to inclusion on its platform. DWM's selection of recommended investment managers is based upon three key factors: philosophy, personnel and performance. DWM implements a proprietary</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**

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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
<u>Item 5</u>	analysis and selection process which includes personal visits to investment managers' offices as well as extensive qualitative and quantitative surveys of prospective managers' investment strategy, implementation, infrastructure, team, and results.
<u>Item 6</u>	<p>Diastole requires a college degree of its employees who provide services other than clerical or administrative services to its investment advisory clients.</p> <p>1. <u>Elizabeth D. Eden</u>, Founder, CEO, CCO Born 1955</p> <p><u>Education:</u></p> <p>1) BA Degree in English, Centre College (1977) 2) Investment Management Program, The Wharton School (1994)</p> <p><u>Recent Experience:</u></p> <p>1996 to Present - Diastole Wealth Management, Inc. 1984 to 1996 - Dean Witter, Senior VP and District Manager 1982 to 1984 - Shearson Lehman Bros, Investment Consultant</p> <p>2. <u>Elizabeth E. Cook</u>, CFO Born 1958</p> <p><u>Education:</u></p> <p>1) BA Degree in History, Yale University (1980)</p> <p><u>Recent Experience:</u></p> <p>1996 to Present - Diastole Wealth Management, Inc. 1984 to 1996 - Dean Witter, Assistant Vice President</p> <p>3. <u>Ethan A. Eden</u>, Principal Born 1979</p> <p><u>Education:</u></p>

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**Schedule F of
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Applicant: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
<u>Item 7</u>	<p>1) BA Degree in History, Yale University (2001) 2) MBA, Cornell University (2007)</p> <p><u>Recent Experience:</u> 1996 to Present- Diastole Wealth Management, Inc.</p>
<u>Item 8.C(1)</u>	<p>4. Meredith P. Eden, COO Born 1977</p> <p><u>Education:</u> 1) BA in American Studies, Trinity College (2000)</p> <p><u>Recent Experience:</u> <u>2000-Present- Diastole Wealth Management, Inc.</u></p> <p>Diastole also provides comprehensive financial planning services, which may involve areas activities other than giving investment advice, such as insurance planning, retirement planning, estate planning, and business planning.</p>
<u>Item 8.C(3) and (12) and Item 8D</u>	<p>Diastole has a related person, Collective Financial Services, LLC, ("Collective") which is a registered broker-dealer and FINRA member. Diastole does not regularly execute securities transactions through Collective on behalf of its clients. However, from time to time and based on client circumstances, Diastole may execute individual securities transactions for clients through Collective. Under these circumstances, clients will pay the normal securities transaction fees charged by Collective and associated persons of Diastole who are also registered representatives of Collective may be compensated as a result of the transaction.</p> <p>Eden Investment Partners L.P. is the investment adviser and General Partner to the Eden Partners Absolute Growth Fund. The membership of Eden Investment Partners L.P. is composed of several of Diastole's principals. Diastole may recommend investment in the Eden Partners Absolute Growth Fund to certain of Diastole's clients.</p> <p>In addition, the Eden Partners Absolute Growth Fund has made a seed investment in a private fund offered by a third party unaffiliated adviser, Crown Growth Partners. As a condition of the investment in the fund. Eden Investment Partners LP, and Ethan Eden in particular, have membership on the firm's Operating Committee and are entitled to a share</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: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
<u>Item 8.C(9)</u>	<p>of the revenue generated by the fund. Diastole may recommend investment in the fund to certain of Diastole's clients, in addition to the Eden Partners Absolute Growth Fund.</p> <p><u>Insurance Company or Agency</u> – Diastole is registered as an insurance agent with the state of Connecticut. Diastole personnel may recommend certain insurance products to clients and may receive commissions on direct sales of insurance products to clients.</p>
<u>Item 9.D and 9.E</u>	<p>From time to time, Diastole may recommend a mutual fund in which it, or its employees, buy and/or sell for themselves. In order to avoid any potential conflicts of interest involving personal trades, Diastole has adopted a Code of Ethics (the "Code"), which includes a formal code of ethics and insider trading policies and procedures. Diastole's Code requires, among other things, that Employees:</p> <ul style="list-style-type: none"> • Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets; • Place the integrity of the investment profession, the interests of clients, and the interests of Diastole above one's own personal interests; • Adhere to the fundamental standard that you should not take inappropriate advantage of your position; • Avoid any actual or potential conflict of interest; • Conduct all personal securities transactions in a manner consistent with this policy; • Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities; • Practice and encourage others to practice in a professional and ethical manner that will reflect credit on yourself and the profession; • Promote the integrity of, and uphold the rules governing, capital markets; • Maintain and improve your professional competence and strive to maintain and improve the competence of other investment professionals. • Comply with applicable provisions of the federal securities laws. <p>Diastole's Code also requires Employees to: 1) report personal securities transactions on at least a quarterly basis, and 2) provide Diastole with a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) over which such Employees have a direct or indirect beneficial interest.</p> <p>A copy of Diastole's Code shall be provided to any client or prospective client upon request.</p>
<u>Item 10</u>	<p>Diastole has established the following minimum fees and account sizes for new clients:</p> <ul style="list-style-type: none"> • For accounts invested primarily in individual securities, the minimum account size is \$500,000 and the minimum annual fee is \$5,000; • For accounts solely invested in mutual funds, the minimum account size is \$500,000 and the minimum annual fee is \$5,000.

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: Diastole Wealth Management, Inc.	SEC File Number: 801-57610	Date: 07-23-09
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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: Diastole Wealth Management, Inc.	IRS Empl. Ident. No.: 06-1463831
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Item of Form (identify)	Answer
	<p>million of the advisor's clients' account assets are maintained at Schwab Institutional. Schwab Institutional's services include research, brokerage, custody, access to mutual funds and other investments that are otherwise available only to institutional investors or would require a significantly higher minimum initial investment. Schwab Institutional also makes available to Applicant other products and services that benefit Applicant and may not benefit its clients' accounts. Some of these other products and services assist Applicant in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of Applicant fees from its clients' accounts, and assist with back-office support, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of Applicant accounts, including accounts not maintained at Schwab Institutional. Schwab Institutional may also provide Applicant with information and consulting services intended to help Applicant manage and further develop its business enterprise. These services may include information technology consulting, regulatory compliance publications and presentations. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third party providing these services to Applicant.</p> <p>In addition, as discussed previously, the Eden Partners Absolute Growth Fund has made a seed investment in an unaffiliated fund operated by Crown Growth Partners. As a result of the seed investment made by the partnership, Diastole, and Ethan Eden in particular, will receive a portion of the revenues generated by Crown Growth Partners, excepting any revenues generated by the investment of the Eden Partners Absolute Growth Fund. Furthermore, Diastole may recommend investment in the Crown Growth Partners' fund to other of its clients and may receive revenue sharing payments as a result of investment in the fund by Diastole's clients.</p>
<u>Trade Errors</u>	Diastole will reimburse all losses suffered by clients as a result of any trade error committed by an employee of Diastole.
<u>Proxy Voting</u>	Diastole maintains a policy of not voting client proxies. Custodians are informed to send any and all proxy materials directly to clients. Any proxy materials inadvertently received by Diastole will be forwarded to the client for handling. Diastole may offer advice on voting particular proxies to clients upon specific request. For proxies received by the Eden Partnership, Diastole has delegated proxy voting authority to the third party managers with discretion over the account.
<u>Class Actions</u>	Diastole will not participate in class actions on behalf of clients.

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