

FORM ADV Part II
Including Schedule F

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION

RTD Financial Advisors, Inc.

RTD

FINANCIAL ADVISORS, INC.

HEADQUARTERS

UNITED PLAZA BUILDING, 30 S. 17TH STREET, SUITE 1720, PHILADELPHIA, PA 19103

(215) 557-3800 OR (800) 893-4725 OUTSIDE OF THE PHILADELPHIA AREA

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UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION

Name of Investment Adviser:					
RTD Financial Advisors, Inc.					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
	30 S. 17th Street, Suite 1720	Philadelphia	PA	19103	(215) 557-3800

**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.)

FORM ADV

Part II - Page 2

Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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.)

<input checked="" type="checkbox"/>	(1) Provides investment supervisory services	44%
<input type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services	%
<input checked="" type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either services described above	6%
<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 services 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	50%
<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 checked="" type="checkbox"/>	(6) Other

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

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

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

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

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

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Applicant:

RTD Financial Advisors, Inc.

SEC File Number:

801-19015

Date:

06-01-2010**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Equity Securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <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 checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input type="checkbox"/> J. Futures contracts on: |
| | <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 checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> K. Interests in partnerships investing in: |
| | <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 checked="" type="checkbox"/> (3) mutual fund shares | <input type="checkbox"/> L. Other (explain on Schedule F) |

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 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 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 type="checkbox"/> Trading (securities sold within 30 days) | |
| (4) <input type="checkbox"/> Short sales | (7) <input type="checkbox"/> Other (explain on Schedule F) |

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

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Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? Yes No

(If yes, describe these standards on Schedule F.)

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

- A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input 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.)

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

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Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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
<input checked="" type="checkbox"/>	<input type="checkbox"/>

(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.

Advisor reviews each managed portfolio at least quarterly. It monitors the performance of each investment based on how similar investments have performed, and recommends changes when necessary. The Investment Policy Committee of the firm determines all investment policy and parameters. Each associate implements this policy with assigned accounts.

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

Quarterly reviews are prepared for each client, which consists of:

- 1. Current position.**
- 2. Dollar performance for quarter.**
- 3. Performance of other market indices.**
- 4. Annual internal rates of returns of portfolio for past 12 months and since inception. Time-weighted rates of return for past 12 months and three-year average.**

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

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Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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12. Investment or Brokerage Discretion.

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

- B. Does applicant or 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 product, 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).

Schedule F of FORM ADV Continuation Sheet for Form ADV Part II	Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
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1.A. (1), (3), (7)
1.C. (3)
1.D.
10.

I. FINANCIAL LIFE PLANNING

SERVICES PROVIDED

Discovery and Planning Process

- Discover and help to prioritize Client's short- and long-term goals and aspirations.
- Identify life transitions that Client is and expects to be experiencing.
- Gather and organize Client's data and documents.
- Analyze Client's financial condition, challenges and opportunities as they relate to the goals of the Client.
- Develop an investment strategy that attempts to balance Client's goals and tolerance for volatility.
- Help Client with the financial implications of life transitions.
- Provide written recommendations and alternatives to help Client achieve stated goals.
- Help to implement financial decisions.

Ongoing Financial Advice and Service

- Continue to help prioritize and implement Client's short- and long-term goals and aspirations.
- Review financial plan regularly
- Meet regularly with Client to review goals and progress.
- Asset management services (see Section II) - optional
- Monitor life transitions that Client is and expects to be experiencing.
- Update financial plan regularly as needed.
- Ongoing tax planning.
- Strategize and coordinate with other Advisors (accountants, attorneys, insurance agents, etc.).

Asset Management Services (Under Advisor's Management)

- Develop written Investment Policy Statement.
- Investment selection and execution of trades.
- Periodic reporting.
- Re-balance the portfolio when appropriate.
- Re-allocate the portfolio due to changes in the economy, of the Client's objectives, or performance of the mutual fund manager selected.
- Tax loss harvesting (where applicable)

FEES

Client's fee is a flat quarterly retainer based on the following schedule:

<u>NET WORTH*</u>	<u>QUARTERLY</u>	<u>ANNUAL</u>
Under \$1,000,000	\$2,500	\$10,000

Plus (if applicable):

	<u>TOTAL NET WORTH*</u>	<u>FOR EACH ADD'L AMOUNT OF NET WORTH*</u>	<u>ADDITIONAL FEE PER QUARTER</u>	<u>PER YEAR</u>
FROM	\$1 million to \$10 million	\$250 thousand	\$250	\$1,000
FROM	\$10 million to \$20 million	\$500 thousand	\$250	\$1,000
ABOVE	\$20 million	\$1 million	\$250	\$1,000

These fees are based on the Net Worth* at the time of the engagement and may be adjusted at the end of three years and every three years thereafter based on Advisor's formula at those times. For Clients who signed an Agreement prior to January 1, 2008, and have less than \$1 million of total investable assets, the renewal fee will be 1% of assets subject to the minimum in effect at the time the Agreement was signed.

This quarterly retainer is cancelable anytime without restriction.

*Net Worth includes investment assets over which Client has control, such as investment accounts, 401(k)s, 403(b)s, vested stock options, etc. Additional fees may be charged for business or real estate analysis.

Schedule F of FORM ADV Continuation Sheet for Form ADV Part II	Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
1.A. (1), (3), (7) 1.C. (3) 1.D. 10.	<p><u>FINANCIAL LIFE PLANNING</u></p> <p>FEES CONTINUED</p> <p>For the following clients who convert to a flat retainer:</p> <ul style="list-style-type: none"> • RTD Clients who executed agreements prior to October 1, 2002 • Former clients of Financial Planning Solutions, Inc. • Former clients of Mercer Advisors • Former clients of Financial Vision Advisors, Inc. <p>The flat fee for these clients will be the fee paid in their previous quarter rounded up to the nearest \$100. These fees will remain constant for three years and will be adjusted at the end of three years for another three-year period. The new fee will be the fee currently being paid increased by the Consumer Price Index (CPI) for the previous three-year period. In addition, if there has been an increase or decrease in the net deposits/withdrawals during the previous three years of 20% or more, there will be an adjustment of .40% of the amount of the increase or decrease and the fee will be increased or decreased by this amount. This fee will remain constant for another three years and will be adjusted again as stated above.</p> <p>For planning paid for by corporation for the benefit of its employees, the following discounts will apply: <i>2-5 employees, 10%; 6-10 employees, 15%; over 10 employees, 20%</i></p> <p>Fees are due quarterly in advance and a pro-rata refund will be paid to Client if cancelled within any quarter.</p> <p>Fees are not negotiable except for Financial Life Planning retainer clients where pooled retirement plans are under our management.</p>

Schedule F of FORM ADV Continuation Sheet for Form ADV Part II	Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
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1.A. (1), 1.C. (1)
1.D.
10.

II. ASSET MANAGEMENT (FOR CLIENTS NOT ON A FINANCIAL LIFE PLANNING RETAINER)

SERVICES PROVIDED

After assessing Client's goals, objectives, time horizon and risk tolerance, Advisor recommends a diversified portfolio. Since Advisor subscribes to academic research that indicates that the majority of portfolio returns is a result of the asset allocation decision and not market timing or individual security selection, Advisor devotes the majority of its time in determining the percentage allocation among domestic stocks and bonds, international stocks and bonds, cash, etc. The percentage allocations are designed with each individual Client's goals and risk tolerance in mind. Advisor's services include the following:

- Develop written Investment Policy Statement.
- Investment selection and execution of trades.
- Periodic reporting.
- Re-balance the portfolio when appropriate.
- Re-allocate the portfolio due to changes in the economy, of the Client's objectives, or performance of the mutual fund manager selected.
- Tax loss harvesting (where applicable)

FEES

	<u>PORTFOLIO SIZE</u>	<u>QUARTERLY</u>	<u>ANNUAL</u>
FIRST	\$500,000	.3125%	1.25%
NEXT	500,000	.1250%	.50%
NEXT	1,000,000	.0750%	.30%
NEXT	8,000,000	.0625%	.25%
Assets Over	10,000,000	.0375%	.15%

Subject to a minimum fee of \$1,250 per quarter
(The minimum fee will be waived for clients' immediate family members)*

Asset Management fees are due quarterly in advance on the first business day of each calendar quarter based on the value of the Client's account on the last business day of the previous quarter. Fees for the first quarter will be prorated. A pro-rata refund will be paid to Client if canceled within any quarter.

Other services not listed above will be billed on an hourly basis.

The asset management fee schedule is calculated based on a percentage of total assets that RTD Financial Advisors, Inc. manages on a client's behalf. As a result, there exists a potential conflict of interest regarding advice given by RTD since RTD's revenues are directly impacted by the size of a client's portfolio. While RTD pledges that their clients' best interests are their highest priority, RTD feels compelled to disclose that charging fees based on a percent of assets under management poses a potential conflict of interest.

*Existing clients are grandfathered and therefore not subject to the \$1,250 per quarter minimum fee.

(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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
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1.A. (1), 1.C. (1)
1.D.

III. SELF-DIRECTED RETIREMENT PLAN ASSET MANAGEMENT PROGRAM

SERVICES PROVIDED

- Provide mutual fund analysis, objective selection and ongoing evaluation.
- Actively manage asset allocation portfolios.
- Provide participant investment education services.
- Develop a comprehensive investment policy.
- Performance monitoring of all selected assets and models.
- Recommend changes when appropriate to any of the above.
- Invest plan assets in accordance with participant direction.
- Prepare and present appropriate reports and handouts.

FEES

The RTD investment Advisory fee is calculated as of the last business day of each calendar quarter by charging the following fee schedule:

<u>PLAN ASSETS</u>	<u>QUARTERLY</u>	<u>ANNUAL</u>
\$0 – \$2,500,000	.18750%	.750%
2,500,001 – 5,000,000	.12500%	.500%
5,000,001 – 10,000,000	.10000%	.400%
10,000,001 – 25,000,000	.07500%	.300%
25,000,001 – 40,000,000	.05000%	.200%
40,000,001 – 65,000,000	.03750%	.150%
65,000,001 – 100,000,000	.03125%	.125%
Over 100,000,000	.02500%	.100%

*Subject to a minimum fee of \$937.50 per quarter**

Additional expenses incurred by RTD for investment related services performed for the Client outside of the basic services as defined herein will be billed to the Plan separately. In the event of termination of this agreement, the fee will be adjusted, on a pro rata basis, to reflect the portion of the final quarter in which termination occurs. Fees are not negotiable except as stated above. Clients who executed 401(k) agreements prior to October 1, 2002 are grandfathered and will remain on the fee schedule in effect at that time until they convert to the above program.

**The minimum fee of \$937.50 is waived for Financial Life Planning Clients.*

REGARDING PAYMENT OF FEES

For multiple accounts under the control of Client or Client's spouse, Advisor will aggregate the total for fee purposes.

The custodian holding the Client funds and securities may make payment of fees. However, the following criteria must be met when the custodian makes payment:

- The Client must provide written authorization permitting the fees to be paid directly from the Client's account held by the independent custodian.
- The custodian agrees to send the Client a statement, at least quarterly, indicating all amounts disbursed from the account including the amount of Advisory fees paid directly to RTD Financial Advisors, Inc. RTD Financial Advisors, Inc. does not and will not have custody of Client's funds and securities.
- The Advisor sends to the Client an invoice showing the amount of the fee, the value of the Client's assets on which the fee was based if quarterly fees are based on a percentage of assets and the specific manner in which the Advisor's fee was calculated. Advisor advises Client that it is the Client's responsibility to verify the accuracy of the fee calculation and that the custodian will not determine whether the fee is properly calculated.
- RTD shall only utilize the custodial services of a "Qualified Custodian".

Schedule F of FORM ADV	Applicant:	SEC File Number:	Date:
Continuation Sheet for Form ADV Part II	RTD Financial Advisors, Inc.	801-19015	06-01-2010

(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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
5.	<p><u>V. EDUCATION AND BUSINESS STANDARDS</u></p> <p>All officers and associates who have client relationships are required to have completed the Certified Financial Planner (CFP®) program and must complete all continuing education necessary to meet the requirements of the CFP Board of Standards.</p>
6.	<p><u>VI. EDUCATION AND BUSINESS BACKGROUND</u></p> <p>Roy T. Diliberto, CLU, ChFC, CFP® – Born 1940 Graduate, Temple University, 1962 – BS Degree in Business Administration 2001 – Present, Chairman, RTD Financial Advisors, Inc. 1983 – 2001, President, RTD Financial Advisors, Inc.</p> <p>Richard J. Busillo, CFP®, RPA – Born 1953 Pennsylvania State University, 1973 - Business Administration 2001 – Present, President, RTD Financial Advisors, Inc. 1986 – 2001, Executive Vice President, RTD Financial Advisors, Inc.</p> <p>Jeff A. Weiland, CFP®, AIF® – Born 1962 Graduate, Rutgers College, 1984 – BA Degree in Economics, Concentration in Finance 2005 – Present, COO, Executive Vice President, RTD Financial Advisors, Inc. 2001 – 2005, Senior Vice President, RTD Financial Advisors, Inc. 1985 – 2001, Vice President, RTD Financial Advisors, Inc.</p> <p>John F. Hochschwender, MBA, CFP® – Born 1958 Graduate, Villanova University, 1995 - Masters in Business Administration (MBA) Graduate, University of Pittsburgh, 1980 - BS Degree 2007 – Present, Senior Vice President. 2004 – 2007, Vice President/Director of Financial Planning, RTD Financial Advisors, Inc. 2001 – 2004, Financial Planner, RTD Financial Advisors, Inc.</p> <p>Jane A. Rose, MBA, CPA/PFS, CMA, CFP® – Born 1940 Graduate, Temple University, 1978 – Masters in Business Administration (MBA), Industrial Relations Graduate, Rutgers University, 1975 – BA Degree in Business & Economics 1995 – Present, Vice President, RTD Financial Advisors, Inc. 1989 – 1995, Financial Planner, RTD Financial Advisors, Inc.</p> <p>Paul A. LaViola, CFP®, ChFC, MST, MSFS – Born 1975 Graduate, Saint Joseph's University, 2004 – Masters of Science Financial Services (MSFS) Graduate, Widener University, 2004 – Masters of Science Taxation (MST) Graduate, Bloomsburg University, 1997 – Bachelor of Arts (BA) 2007 – Present, Vice President, RTD Financial Advisors, Inc. 2005 – 2007, CEO/Senior Financial Planner, Financial Planning Solutions, Inc. 2004 – 2005, Associate Financial Planner, RTD Financial Advisors, Inc. 2003 – 2004, President/Consultant, FP Solutions</p>

Schedule F of FORM ADV Continuation Sheet for Form ADV Part II	Applicant: RTD Financial Advisors, Inc.	SEC File Number: 801-19015	Date: 06-01-2010
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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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
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VI. Education and Business Background (cont'd)

Alan M. Brecher, CFP® – Born 1953

Graduate, Temple University, 1981 – MBA in Finance
 Graduate, Carnegie-Mellon University, 1975 – Engineering
 2007 – Present, Director of Business Development
 2005 – 2007, Financial Planner, RTD Financial Advisors, Inc.
 2003 – 2005, Registered Representative and Investment Advisor Representative of Princor Financial Services Corporation.

Michael J. Smith, CFP® – Born 1953

Graduate, Shorter College, 1994 – BS Business Administration
 2007 – Present, Vice President RTD Financial Advisors, Inc.
 2005 – 2007, Strategic Advisor, Mercer Advisors
 1995 – 2005, Co-founder & Principal, Financial Vision Advisors, Inc.

Elizabeth Jetton, CFP® - Born 1955

Graduate, New School University, 1990 – BA/BS Communications and Financial Planning
 2007 – Present, RTD Financial Advisors, Inc.
 2005 – 2007, Strategic Advisor, Mercer Advisors
 2003 – 2005, President & Principal, Financial Visions Advisors, Inc.

Marc Labadie, CFP®, AIF® – Born 1981

Graduate, University of Delaware, 2003 – BS Business Administration, Concentration in Finance
 2007 – Present, Director of Investments, RTD Financial Advisors, Inc.
 2003 – 2007, Financial Planner, RTD Financial Advisors, Inc.
 2001 – 2003, Intern, RTD Financial Advisors, Inc.

Roberta Berry Goldbaugh, CFP® – Born 1954

Graduate, Georgia State University, 1984 – MS Finance
 Graduate, William Woods University (Fulton, Mo), 1976 – BA Business Administration
 2007 – Present - Associate Financial Planner, RTD Financial Advisors, Inc.
 2005 – 2007 - Financial Associate - Mercer Advisors
 2004 – 2005 - Associate Planner - Financial Vision Advisors
 2002 – 2004 - sabbatical
 1984 – 2001 - V.P. Bank of America (and ALL of its predecessors)

Richard J. Durso, CFP® – Born 1974

Graduate, St. Joseph's University, 2000 – MBA in Finance
 Graduate, St. Joseph's University, 1996 – B.S. Business Management
 2009 – Present – Associate Financial Planner, RTD Financial Advisors, Inc.
 2004 – 2008 – Financial Planner, Trust Investment Portfolio Manager, Wachovia
 2003 – 2004 – Investment Consultant, TD Waterhouse
 1998 – 2002 – Flagship Representative and Stock Trader, The Vanguard Group

Stephen M. McDade, CFP® - Born 1974

Graduate, Penn State University, 2006 – Business Administration
 2007 – Present – Associate Financial Planner, RTD Financial Advisors, Inc.
 2006 – 2007 – Financial Planning Solutions

Schedule F of FORM ADV	Applicant:	SEC File Number:	Date:
Continuation Sheet for Form ADV Part II	RTD Financial Advisors, Inc.	801-19015	06-01-2010

(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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
	<u>VI. MISCELLANEOUS</u>
1.A. (1), (3), (7)	The Client has the right to terminate any agreement with Advisor without penalty within five (5) business days of execution. Also, Client may terminate an agreement by writing RTD Financial Advisors, Inc. at its office at 30 S. 17th Street, Suite 1720, Philadelphia, PA 19103. Clients will receive a refund of unearned fees.
1.C. (2)	For services provided to Clients not on a Financial Life Planning retainer, Advisor may charge hourly fees based on its current hourly fee schedule.
1.C. (6)	Advisor may offer investment advisory services to other professionals on a professional courtesy basis. Advisor will waive minimum fee for clients' immediate family members. Advisor may offer investment advisory services on a pro-bono basis. Former clients of Mercer Advisors or Financial Vision Advisor, Inc. may choose to remain on their current fee schedule.
3. G (3)	Because mutual funds pay Advisory fees to their managers and such fees are therefore indirectly charged to all holders of the mutual fund shares, Clients with mutual funds in their portfolios are effectively paying both Advisor and the mutual fund manager for the management of their assets. Clients who place mutual fund shares under the Advisor's management are therefore subject to both the Advisor's direct management fee and the indirect management fee of the mutual fund's manager. Advisor does not receive any compensation from the mutual funds or any other product that the firm deems appropriate in order to address the individualized needs, goals, and objectives of the Client.
8.C.(3)	Advisor will provide personal Advisory services to its Clients in the selection of third-party money managers, after determining the Client's risk tolerance, goals, and objectives. The total cost of such applicable third-party costs may be found in the third-party's agreement and disclosure documents.
8.C.(3)	Advisor currently has a material relationship with Key Financial, Inc. wherein compensation will be shared between the Advisor and Key Financial, Inc. in certain joint cases.
9.E.	It is further noted that Advisor is in and shall continue to be in total compliance with The Insider Trading and Securities Fraud Enforcement Act of 1988. Specifically, Advisor has adopted a firm-wide policy statement outlining insider-trading compliance by Advisor and its associated persons and other employees. This statement has been distributed to all associated persons and other employees of Advisor and has been signed and has been dated by each such person. A copy of such firm-wide policy is left with the Advisor's associated persons and the original is maintained in a master file. Further, Advisor has adopted a written procedures statement highlighting the steps that shall be taken to implement the firm-wide policy. These materials are also distributed to all associated persons and other employees of Advisor, are signed, dated and filed with the insider-trading compliance materials. There are provisions adopted for (1) restricting access to files, (2) providing continuing education, (3) restricting and/or monitoring trading on those securities of which Advisor's employees may have non-public information, (4) requiring all of Advisor's employees to report all transactions properly to Advisor, and (5) monitoring the securities trading of the firm and its employees and associated persons.
9.E.	The firm has adopted a written Code of Ethics in compliance with SEC rule 204A-1. The code sets forth standards of conduct and requires compliance with federal securities laws. Our code also addresses personal trading and requires our personnel to report their personal securities holdings and transactions to the Chief Compliance Officer of the firm. We will provide a copy of our Code of Ethics to any client or prospective client upon request.
12.A. (1), (2)	Written authorization for limited trading discretion is obtained from certain Advisory accounts to purchase and sell securities.
12.A. (1), (2)	Client gives Advisor the discretion to buy and sell securities to carry out the investment strategy agreed to by Client in the Investment Policy Statement. Advisor does not vote proxies on behalf of clients.

Schedule F of FORM ADV	Applicant:	SEC File Number:	Date:
Continuation Sheet for Form ADV Part II	RTD Financial Advisors, Inc.	801-19015	06-01-2010

(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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
	VI. Miscellaneous (cont'd)
12.A. (3), (4)	Client utilizes the services of Yieldquest Securities, LLC for fixed income analysis, support and execution.
12.B., 13.A.	<p>At the present time Advisor is recommending TD Ameritrade Institutional and Charles Schwab Institutional. The following factors were taken into consideration in the selection of these broker-dealers:</p> <ul style="list-style-type: none"> • Quality of overall execution services provided by the broker-dealer; • Promptness of execution; • Dedicated telephone lines; • Creditworthiness and business reputation of the broker-dealer; • Promptness and accuracy of oral, hard copy or electronic reports of execution; • Ability and willingness to correct trade errors; • Promptness and accuracy of confirmation statements; • Ability to access various market centers; • The broker-dealer's facilities, including any software or hardware provided to the Advisor; • Transaction fees charged by the broker-dealer; • Reliability of the broker-dealer; • Reputation of the broker-dealer; • Execution and operational capabilities of the broker-dealer and its clearing firm; • Financial condition of the broker-dealer;
12.B.	Advisor participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade"), member FINRA/SIPC. TD Ameritrade is an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent registered investment Advisors services which include custody of securities, trade execution, and clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 13.A. below.)
12.B.	Michelle A. King has been invited and has agreed to serve on the TD Ameritrade Institutional Operations Panel ("Panel"). The Panel consists of approximately twenty-four independent investment advisors/administrative personnel that advise TD Ameritrade Institutional ("TDA Institutional") on issues relevant to independent advisors and their experience with TD Ameritrade's service, technology and products. The Panel meets in person on average three to four times per year and conducts periodic conference calls on an as needed basis. Investment advisors/administrative personnel are appointed to serve on the Panel for a three-year terms by TDA Institutional sales, service and senior management. A member may serve longer than three years if appointed to additional terms by TDA Institutional senior management. At times, Panel members are provided confidential information about TDA Institutional initiatives. Panel members are required to sign confidentiality agreements. TD Ameritrade, Inc. ("TD Ameritrade") does not compensate Panel members. However, TD Ameritrade pays or reimburses Registrant for the travel, lodging and meal expenses Registrant incurs in attending Panel meetings. The benefits received by Registrant or its personnel by serving on the Panel do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by Registrant or its related persons in and of itself creates a potential conflict of interest and may indirectly influence Registrant's recommendation of TD Ameritrade for custody and brokerage services.
13.A.	As disclosed under Item 12.B. above, Advisor participates in TD Ameritrade's institutional customer program and Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations, research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading; the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Advisor by third party vendors.

Schedule F of FORM ADV	Applicant:	SEC File Number:	Date:
Continuation Sheet for Form ADV Part II	RTD Financial Advisors, Inc.	801-19015	06-01-2010

(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: RTD Financial Advisors, Inc.	IRS Empl. Ident. No.: 22-2446145
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Item of Form (identify)	Answer
	VI. Miscellaneous (cont'd)
13.A.	<p>iRebal Discounts</p> <p>Advisor engaged the services of iRebal prior to TD Ameritrade's acquisition and continues to utilize iRebal today. iRebal is software technology that has been customized for Advisor to assist them with their portfolio management and rebalancing efforts. The standard iRebal service fee is \$20,000 per year. That fee is subject to specified reductions (and even complete waiver) or increases at the discretion of TD Ameritrade. TD Ameritrade's discretion is normally based on the Advisors level of taxable assets on TD Ameritrade's platform. Non-taxable assets are excluded and are those that constitute "plan assets" of plans subject to Title 1 of the Employee Retirement Income Security Act of 1974, amended, or of plans as defined in Section 4975 of the Internal Revenue Code (which include IRAs).</p>
13.A.	<p>Currently, the entire fee for iRebal is being waived for Advisor. However, if Advisor does not maintain the relevant level of taxable assets on the TD Ameritrade platform, Advisor will be notified and then required to make payment to TD Ameritrade calculated on the basis of the shortfall. Advisor has not committed to maintaining any level of assets at TD Ameritrade.</p> <p>The firm considers a number of factors in selecting brokers and custodians at which to locate (or recommend location of) its client accounts, including but not limited to execution capability, experience and financial stability, reputation and the quality of services provided. In selecting TD AMERITRADE Institutional ("TD Ameritrade") as the broker and custodian for certain of its current and future client accounts, the firm may not take into consideration its arrangement with TD Ameritrade as to obtaining price discounts for TD Ameritrade's automatic portfolio rebalancing service for Advisors known as "iRebal".</p> <p>Although the firm believes that the products and services offered by TD Ameritrade are competitive in the market place for similar services offered by other broker/dealers or custodians, the arrangement with TD Ameritrade as to the iRebal service may not affect the Advisor's independent judgement in selecting or maintaining TD Ameritrade as the broker or custodian for client accounts.</p>
13.A.	<p>Other Discounts</p> <p>As a result of our professional relationship with Schwab Institutional and TD Ameritrade Institutional, Advisor is also offered discounts for services provided by Morningstar, AdvisorProducts, Thomson Weisenberger, AdvisoryWorld, MoneyGuidePro and PortfolioCenter.</p> <p>TD Ameritrade and Charles Schwab Institutional may also have paid for expenses for Advisor's personnel to attend conferences. Some of the products and services made available by TD Ameritrade and/or Charles Schwab may benefit Advisor but may not benefit its Client accounts. These products or services may assist Advisor in managing and administering Client accounts, including accounts not maintained at TD Ameritrade and/or Charles Schwab. Other services made available by TD Ameritrade or Charles Schwab are intended to help Advisor manage and further develop its business enterprise. These benefits received by the Firm, or its associated persons, do not depend on the amount of brokerage transactions directed to TD Ameritrade or to Charles Schwab.</p> <p>As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's recommendation of TD Ameritrade or Charles Schwab for custody and brokerage services.</p>
13.B.	<p>The firm pays solicitors fees in accordance with certain old solicitation agreements in discharge of its existing obligations created through such old arrangements.</p>