

AMENDED 9/19/06

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FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

Name of Investment Adviser: GOLDEN HILLS CAPITAL DBA 401K ALLIANCE					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
	444 N. HARBOR BLVD	FULLERTON	CA	92832	949 446-8720

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.

Table of Contents

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

(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.

FORM ADV

Part II - Page 2

Applicant: GOLDEN HILLS CAPITAL DBA 401K ALLIANCE	SEC File Number: 801-	Date: 9/19/06
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1. A. Advisory Services and Fees. (check the applicable boxes) For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- (1) Provides investment supervisory services %
- (2) Manages investment advisory accounts not involving investment supervisory services %
- (3) Furnishes investment advice through consultations not included in either service described above. %
- (4) Issues periodicals about securities by subscription %
- (5) Issues special reports about securities not included in any service described above %
- (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities %
- (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities %
- (8) Provides a timing service %
- (9) Furnishes advice about securities in any manner not described above **100** %

(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.)

ESTIMATE

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

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

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

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

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

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

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

FORM ADV

Applicant:

SEC File Number:

Date:

Part II - Page 3

GOLDEN HILLS CAPITAL
DRA MDR ALLIANCE

801-

9/19/04

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

- A. Equity securities H. United States government securities
- (1) exchange-listed securities I. Options contracts on:
- (2) securities traded over-the-counter (1) securities
- (3) foreign issuers (2) commodities
- B. Warrants J. Futures contracts on:
- C. Corporate debt securities (1) tangibles
(other than commercial paper) (2) intangibles
- D. Commercial paper
- E. Certificates of deposit
- F. Municipal securities
- G. Investment company securities: K. Interests in partnerships investing in:
- (1) variable life insurance (1) real estate
- (2) variable annuities (2) oil and gas interests
- (3) mutual fund shares (3) other (explain on Schedule F)
- 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) Charting (4) Cyclical
- (2) Fundamental (5) Other (explain on Schedule F)
- (3) Technical

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

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

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

- (1) Long term purchases (securities held at least a year) (5) Margin transactions
- (2) Short term purchases (securities sold within a year) (6) Option writing, including covered options, uncovered options, or spreading strategies
- (3) Trading (securities sold within 30 days) (7) Other (explain on Schedule F)
- (4) Short sales

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

FORM ADV

Part II - Page 4

Applicant: GOLDEN HILLS CAPITAL
NRA YORK ALLIANCE

SEC File Number:
801-

Date: 9/19/06

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

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

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

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

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

- A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:

<input type="checkbox"/> (1) broker-dealer	<input type="checkbox"/> (7) accounting firm
<input type="checkbox"/> (2) investment company	<input type="checkbox"/> (8) law firm
<input type="checkbox"/> (3) other investment adviser	<input type="checkbox"/> (9) insurance company or agency
<input type="checkbox"/> (4) financial planning firm	<input type="checkbox"/> (10) pension consultant
<input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant	<input type="checkbox"/> (11) real estate broker or dealer
<input type="checkbox"/> (6) banking or thrift institution	<input type="checkbox"/> (12) entity that creates or packages limited partnerships

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest? Yes No
(If yes, describe on Schedule F the partnerships and what they invest in.)

FORM ADV

Part II - Page 5

Applicant GOLDEN HILLS CAPITAL
DBA 401K ALLIANCESEC File Number:
801-Date:
9/19/06**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.

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

FORM ADV

Part II - Page 6

Applicant: GOLDEN HILLS CAPITAL
DBA HOLK ALLIANCE

SEC File Number:
801-

Date: 9/19/06

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
- (2) amount of the securities to be bought or sold? Yes No
- (3) broker or dealer to be used? Yes No
- (4) commission rates paid? Yes No

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 (unless applicant is registered or registering only with the Securities and Exchange Commission); or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance Yes No
- Has applicant provided a Schedule G balance sheet?

**Schedule F of
Form ADV**

**Continuation Sheet for form ADV Part II Applicant Golden Hills Capital DBA
401K Alliance 9/19/2006**

1. Golden Hills Capital DBA 401K Alliance

Item of Form

Answer

1. A. (9), 1. C. (3) 401K Alliance is a financial services company specializing in developing asset allocation plans for individuals' 401k plans. There is a one-time fee of \$89.00 for a 3-4-page report describing for the 401k investor how they might allocate the funds in their 401k plans. 401K Alliance also makes its service available directly to employers that would like to provide the service to their employees at no charge. In this case, the fee to the employer is negotiated with the employer based on the number of employees and anticipated usage.

Clients of 401K Alliance should be aware that many employers might provide this type of service to their employees at no cost.

The fee is due in advance after the client has completed the risk tolerance questionnaire. In most cases 401K Alliance will deliver a complete report in 2-3 business days after the payment of the fee and the receipt of the 401k plan options available to the client. Under no circumstance will delivery of report take longer than 5 business days. Should the customer cancel the order before a report is delivered, 401K Alliance will refund customer's payment less a \$15.00 processing fee. 401K Alliance cannot refund any fees after a report is created and delivered.

4A.(5) B.(8)

401K Alliance uses portfolio optimization software and analysis by an investment advisor representative to develop asset allocation plans for its customers. The portfolio optimization software uses historical returns and the variation of returns from various asset classes to create asset allocation models. These plans are modified depending on the clients' individual financial circumstances. The asset allocation plan is also adjusted based on current and forecasted economic conditions, including interest rates, stock market cycles, conditions in various market sectors, global markets, and other factors.

4. C. (7)

401K Alliance does not implement the plan recommendation for the customer. The customer must implement the plan recommendation through the individuals plan administrator at their employer.

Schedule F of
Form ADV

Continuation Sheet for form ADV Part II Applicant -- Golden Hills Capital-DBA
401K Alliance 9/19/2006

5.

All 401K Alliance personnel using the asset allocation software to create asset allocation plans are fully trained on the use of the software. After a plan is created for a client through analysis with the software program, each plan is individually reviewed and modified if necessary. 401K Alliance requires that those personnel analyzing plans have Series 7 and Series 65 securities licenses and also have at a minimum 10 years experience in the securities industry.

6.

Education and Background

Steven Klahorst, born 1953, is President of 401K Alliance. He has been an investment adviser representative with First Allied Securities since 2002. Prior to that Mr. Klahorst was a representative with Interfirst Capital and has been in the financial services industry since 1988. He holds securities licenses Series 4, 7, 24, 63, and 65.

Matthew Klahorst, born 1980, is Chief Operating Officer of 401K Alliance. He has held the position of Chief Marketing Officer for Thrive Financial Corp. since 2005. Prior to that he was Sales and Marketing Coordinator for Everbrite, LLC. Mr. Klahorst holds a BA in Business Administration with an emphasis in Information Systems and Decision Sciences from California State University Fullerton.

7.

ADDED

The principals of 401K Alliance are engaged in other business activities in addition to 401K Alliance advisory services. Mr. Steven Klahorst is also a registered representative of First Allied Securities, Inc. and a licensed life agent. Mr. Matthew Klahorst is a mortgage consultant with the Dana Capital Group. The principals of 401K Alliance may spend up to 50% of their time on these other business activities.

9.D. 9.E.

ADDED

The principals of 401K Alliance may from time to time own the securities of companies which are the employer of its clients and that are recommended to its clients as part of an asset allocation plan.

The principals of 401K Alliance may own mutual funds that are recommended to its clients as part of an asset allocation plan.

**Schedule F of
Form ADV**

**Applicant – Golden Hills Capital DBA
401K Alliance**

9/19/2006

ADDED

While 401K Alliance believes that these securities positions have no material effect on any company stock or client accounts, these positions would be disclosed to any client affected. We believe that these positions do not constitute a conflict of interest and 401K Alliance and its principals cannot profit in any way from these recommendations.

401K Alliance maintains a Code of Ethics that describes our companies' intent to provide the highest ethical standards of service to our clients. All 401K Alliance personnel are required to adhere to this Code of Ethics. 401K Alliance will provide a copy of our Code of Ethics to any client or prospective client upon request.