

<p>OMB APPROVAL OMB Number: 3235-0049 Expires: February 28, 2011 Estimated average burden hours per response . . . 4.07</p>

Name of Investment Adviser: Burkett Financial Services, LLC					
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code	Telephone Number
128 EAST MAIN STREET, SUITE 201	ROCK HILL	SC	29730	803	980-3232

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.)
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Potential Persons who are not to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Applicant:
Burkett Financial Services, LLC

SEC File Number:
801- 67535

Date:
03/30/2009

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

Applicant:

<input checked="" type="checkbox"/>	(1) Provides investment supervisory services	80	%
<input type="checkbox"/>	(2) Manages investment advisory accounts not involving investment supervisory services		%
<input type="checkbox"/>	(3) Furnishes investment advice through consultations not included in either service described above		%
<input type="checkbox"/>	(4) Issues periodicals about securities by subscription		%
<input type="checkbox"/>	(5) Issues special reports about securities not included in any service described above		%
<input type="checkbox"/>	(6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which client 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	20	%
<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.)

Yes No

B. Does applicant call any of the services it checked above financial planning or some similar term?

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 checked="" type="checkbox"/> (5) Commissions
<input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees)	<input type="checkbox"/> (6) Other

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

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

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

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

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

- | | |
|---|---|
| <p>A. Equity securities</p> <p><input type="radio"/> (1) exchange-listed securities</p> <p><input type="radio"/> (2) securities traded over-the-counter</p> <p><input type="radio"/> (3) foreign issuers</p> <p><input type="radio"/> B. Warrants</p> <p><input type="radio"/> C. Corporate debt securities
(other than commercial paper)</p> <p><input type="radio"/> D. Commercial paper</p> <p><input type="radio"/> E. Certificates of deposit</p> <p><input type="radio"/> F. Municipal securities</p> <p>G. Investment company securities:</p> <p><input type="radio"/> (1) variable life insurance</p> <p><input type="radio"/> (2) variable annuities</p> <p><input type="radio"/> (3) mutual fund shares</p> | <p><input type="radio"/> H. United States governmental securities</p> <p>I. Options contracts on:</p> <p><input type="radio"/> (1) securities</p> <p><input type="radio"/> (2) commodities</p> <p>J. Futures contracts on:</p> <p><input type="radio"/> (1) tangibles</p> <p><input type="radio"/> (2) intangibles</p> <p>K. Interests in partnerships investing in:</p> <p><input type="radio"/> (1) real estate</p> <p><input type="radio"/> (2) oil and gas interests</p> <p><input type="radio"/> (3) other (explain on Schedule F)</p> <p><input type="radio"/> L. Other (explain on Schedule F)</p> |
|---|---|

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

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

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

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

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

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

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

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5. Education and Business Standards.

Yes No

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?.....

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

Yes No

D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?...

(If yes, describe on Schedule F the partnerships and what they invest in.)

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9. Participation of Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- A. As principal, buys securities for itself from or sells securities it owns to any client.
- B. As broker or agent effects securities transactions for compensation for any client.
- C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

10. Conditions for Managing Accounts. Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account? Yes No

(If yes, describe on Schedule F.)

11. Review of Accounts. If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggers 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.

ALL INVESTMENT ACCOUNTS WILL BE REVIEWED ON A QUARTERLY BASIS. ADDITIONAL REVIEWS WILL BE PERFORMED AS MARKET CONDITIONS DICTATE. THE REVIEWERS WILL BE:

PHILLIP KEVIN SMILEY, CPA, CFP®, MEMBER	166 ACCOUNTS ASSIGNED
NEIL ASHTYN BROWN, CPA, CFP®	135 ACCOUNTS ASSIGNED
LEMUEL HOYLE MITCHUM, III	96 ACCOUNTS ASSIGNED

B. Describe below the nature and frequency of regular reports to clients on their accounts.
REPORTS WILL BE FURNISHED TO CLIENTS ON A QUARTERLY BASIS.

12. Investment or Brokerage Discretion.

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

- | | | |
|--|-----------------------|-----------------------|
| (1) securities to be bought or sold? | Yes | No |
| | <input type="radio"/> | <input type="radio"/> |
| (2) amount of the securities to be bought or sold? | Yes | No |
| | <input type="radio"/> | <input type="radio"/> |
| (3) broker or dealer to be used? | Yes | No |
| | <input type="radio"/> | <input type="radio"/> |
| (4) commission rates paid? | Yes | No |
| | <input type="radio"/> | <input type="radio"/> |

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 commission 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 |
| | <input type="radio"/> | <input type="radio"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input type="radio"/> | <input type="radio"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

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

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

Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

I. Full name of applicant exactly as stated in Item 1A of Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
Part II, Page 2, #1, A & D	<p>PROVIDES INVESTMENT SUPERVISORY SERVICES:</p> <p>THE PRIMARY BUSINESS PURPOSE OF APPLICANT IS PROVIDING COMPREHENSIVE FINANCIAL PLANNING SERVICES WHICH INCLUDE FURNISHING OF INVESTMENT ADVICE FOR ASSETS UNDER MANAGEMENT AND FINANCIAL AND CONSULTING ADVICE.</p> <p>FINANCIAL PLANNING ENGAGEMENTS THAT EXCLUDES ASSETS UNDER MANAGEMENT ARE CHARGED ON A HOURLY BASIS.</p> <p>COMMISSIONS MAY BE GENERATED USING CERTAIN CLASSES OF SECURITIES NOT HELD IN A MANAGED ACCOUNT OR IN A HOURLY PLANNING ENGAGEMENT..</p> <p>FOR THE MANAGEMENT OF MARKETABLE SECURITIES, THE APPLICANT'S CURRENT FEE SCHEDULE IS AS FOLLOWS:</p> <p>VALUE OF ASSETS UNDER MANAGEMENT RATE</p> <p>FIRST \$1,000,000 1.0%, WITH A MAXIMUM QUARTERLY FEE OF \$2,500.</p> <p>FROM 1,000,001 TO \$2,000,000 .85%, WITH A MAXIMUM QUARTERLY FEE OF \$4,625.</p> <p>FROM \$2,000,001 TO \$5,000,000 .65%, WITH A MAXIMUM QUARTERLY FEE OF \$7,875.</p> <p>FROM \$5,000,001 TO \$10,000,000 .50%, WITH A MAXIMUM QUARTERLY FEE OF \$14,125.</p> <p>FROM \$10,000,001 AND ABOVE .40% WITH NO MAXIMUM QUARTERLY FEE.</p>

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

Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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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 Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
Part II, Page 4, #5	<p>FEES MAY BE NEGOTIATED FROM TIME TO TIME.</p> <p>ANNUAL FEES FOR THE MANAGEMENT OF MARKETABLE SECURITIES ARE PAID QUARTERLY IN ARREARS AND WILL BE BASED ON THE MARKET VALUE OF THE ASSETS UNDER MANAGEMENT AS OF THE END OF THE QUARTER. NEW ACCOUNTS ARE PRORATED FOR THE FIRST QUARTER. ESTIMATED FEES ARE DISCLOSED IN ADVANCE TO CLIENTS.</p> <p>THE APPLICANT MAY USE MUTUAL FUNDS AND EXCHANGE TRADED FUNDS IN THE OVERALL CONSTRUCTION AND DESIGN OF AN ACCOUNT FOR A CLIENT. THESE SECURITIES WILL ALSO HAVE ADVISORY FEES IN THE OVERALL EXPENSE RATIO OF THESE SECURITIES. THEREFORE, THE CLIENT IS PAYING FOR TWO ADVISORY FEES; THE APPLICANT'S ADVISORY FEE, AS WELL AS THE FEE OF THE ADVISER TO THE MUTUAL FUNDS AND/OR EXCHANGE TRADED FUNDS.</p> <p>BURKETT FINANCIAL SERVICES, LLC DOES NOT TAKE POSSESSION OF ASSETS (THEY STAY IN YOUR NAME IN YOUR INVESTMENT ACCOUNT).</p> <p>EMPLOYEES INVOLVED IN GIVING INVESTMENT ADVICE WILL HAVE A COLLEGE DEGREE. IN ADDITION, EACH WILL BE A CERTIFIED FINANCIAL PLANNER™ AND/OR A CERTIFIED PUBLIC ACCOUNTANT, OR HAVE A MINIMUM OF FIVE YEARS RELATED EXPERIENCE.</p>
Part II, Page 4, #6	<p>EDUCATION AND BUSINESS BACKGROUND:</p> <p>PHILLIP KEVIN SMILEY WAS BORN JUNE 25, 1971. HE GRADUATED FROM WINTRHOP UNIVERSITY IN 1994 WITH A BACHELOR OF SCIENCE IN BUSINESS ADMINISTRATION WITH AN EMPHASIS IN ACCOUNTING. KEVIN IS A CERTIFIED FINANCIAL PLANNER™ AND A CERTIFIED PUBLIC</p>

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

Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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1. Full name of applicant exactly as stated in Item 1A of Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
Part II, Page 4, #7	<p>ACCOUNTANT. KEVIN WORKED FOR BURKETT, BURKETT & BURKETT AND LEGG MASON BEFORE JOINING BURKETT FINANCIAL SERVICES, LLC.</p> <p>NEIL ASHTYN BROWN WAS BORN DECEMBER 18, 1969. HE GRADUATED FROM THE UNIVERSITY OF SOUTH CAROLINA IN 1992 WITH A BACHELOR OF SCIENCE IN BUSINESS, MAGNA CUM LAUDE. NEIL ALSO RECEIVED A MASTERS OF ACCOUNTANCY, MAGNA CUM LAUDE, IN 1993. NEIL IS A CERTIFIED FINANCIAL PLANNER TM AND A CERTIFIED PUBIC ACCOUNTANT. PRIOR TO JOINING BFS, NEIL HEADED THE FINANCIAL PLANNING DEPARTMENT AT A LARGE FEE-ONLY PLANNING FIRM IN COLUMBIA. PRIOR TO THAT, NEIL WAS A SENIOR CONSULTANT WITH THE CAROLINAS FINANCIAL COUNSELING SERVICES PRACTICE OF DELOITTE & TOUCHE IN CHARLOTTE, NORTH CAROLINA.</p> <p>LEMUEL HOYLE MITCHUM, III WAS BORN MARCH 25, 1943. HE GRADUATED FROM THE UNIVERSITY OF SOUTH CAROLINA IN 1962 WITH A BACHELOR OF SCIENCE IN ECONOMICS. LEMUEL IS A CERTIFIED FINANCIAL PLANNER TM. LEM WORKED FOR BURKETT, BURKETT & BURKETT AS A FINANCIAL PLANNER BEFORE JOINING BURKETT FINANCIAL SERVICES, LLC.</p> <p>A COPY OF BURKETT FINANCIAL SERVICES, LLC'S CODE OF ETHICS WILL BE PROVIDED AT THE CLIENT'S REQUEST.</p> <p>OTHER BUSINESS ACTIVITIES:</p> <p>BURKETT FINANCIAL SERVICES, LLC IS ALSO ACTIVE WITH FINANCIAL PLANNING ENGAGEMENTS FOR CLIENTS. THERE IS NO NET WORTH REQUIREMENT IN ORDER FOR APPLICANT TO RENDER SERVICES FOR CLIENTS. THE APPLICANT RENDERS ADVICE FOR THE FOLLOWING AREAS: 1) INSURANCE PLANNING, 2) RETIREMENT PLANNING, 3) INCOME TAX</p>

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

Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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I. Full name of applicant exactly as stated in Item 1A of Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
Part II, Page 4, #8	<p>PLANNING, 4) ESTATE PLANNING, AND 5) OTHER GENERAL FINANCIAL PLANNING MATTERS. APPROXIMATELY 30% OF OUR TIME IS SPENT ON FINANCIAL PLANNING ENGAGEMENTS.</p> <p>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS:</p> <p>THE APPLICANT IS MAJORITY OWNED BY MEMBERS WHO ARE SHAREHOLDERS OF BURKETT, BURKETT & BURKETT CPA P.A. DONALD H. BURKETT, RONALD H. BURKETT, MAX LEE CUMMINGS, HARVEY C. HEISE, AND LARRY D. MONTAGUE, JR. ARE SHAREHOLDERS OF BURKETT, BURKETT & BURKETT CPAS P.A. AND ARE ALSO MEMBERS OF APPLICANT. THE APPLICANT AND BURKETT, BURKETT & BURKETT CPA P.A. MAY SHARE INFORMATION THAT IS BENEFICIAL TO THE CLIENT.</p> <p>ONE OR MORE EMPLOYEES OF APPLICANT IS A REGISTERED REPRESENTATIVE (SERIES 7) OF WESTMINSTER FINANCIAL SECURITIES INC. WESTMINSTER FINANCIAL SECURITIES INC IS LOCATED AT 865 SOUTH DIXIE DRIVE, VANDALIA OHIO 45377. THEIR TELEPHONE NUMBER IS 1-937-898-5010. OUR AFFILIATION WITH WESTMINSTER FINANCIAL SECURITIES INC. ALLOWS REGISTERED REPRESENTATIVES TO ACCEPT COMMISSIONS FROM CLIENT TRANSACTIONS WHEN ENGAGED IN A COMMISSION BASED ENGAGEMENT. THE SECURITIES ACCOUNTS THAT ARE COMMISSION BASED ARE NOT INCLUDED IN ASSETS UNDER MANAGEMENT AND THEREFORE ARE NOT INCLUDED IN THE CLIENTS QUARTERLY BILL. PERSHING, LLC IS THE CUSTODIAN OF WESTMINSTER FINANCIAL SECURITIES INC.'S BROKERAGE ACCOUNTS.</p>
Part II, Page 5, #9	<p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS:</p> <p>THE APPLICANT DOES NOT OWN ANY SECURITIES. THE</p>

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Item of Form (identify)	Answer
Part II, Page 6, #12	<p>EMPLOYEES OF APPLICANT ARE NOT REQUIRED TO USE RECOMMENDED SECURITIES PRODUCED BY APPLICANT. INVESTMENT PORTFOLIOS OF CLIENTS ARE TAILOR MADE FOR EACH CLIENTS GOAL'S AND OBJECTIVES. THE EMPLOYEES OF THE APPLICANT ARE FREE TO INVEST IN THE MANNER THAT IS APPROPRIATE FOR THEM.</p> <p>INVESTMENT OR BROKERAGE DISCRETION:</p> <p>THE APPLICANT WILL USE SECURITIES IN PORTFOLIO DESIGN THAT IS IN THE BEST INTEREST OF THE CLIENT. THE CLIENT MUST GIVE PERMISSION FOR THE APPLICANT TO HAVE DISCRETION OR FULL TRADING AUTHORITY OVER THE CLIENT'S ACCOUNT. THE APPLICANT REVIEWS AND ANALYZES THE OVERALL EXPENSE RATIOS OF DIFFERENT SECURITIES (MUTUAL FUNDS AND EXCHANGE TRADED FUNDS) FOR REASONABLENESS. THE APPLICANT USES AN INDEPENDENT THIRD PARTY, MORNINGSTAR, TO EVALUATE MUTUAL FUNDS, STOCKS, AND EXCHANGE TRADED FUNDS.</p> <p>THE APPLICANT MAY REQUIRE THAT CLIENTS ESTABLISH BROKERAGE ACCOUNTS WITH THE SCHWAB INSTITUTIONAL DIVISION OF CHARLES SCHWAB & CO., INC. (SCHWAB), A REGISTERED BROKER-DEALER, MEMBER SIPC/NYSE, TO MAINTAIN CUSTODY OF CLIENTS' ASSETS AND TO AFFECT TRADES FOR THEIR ACCOUNTS. SCHWAB INSTITUTIONAL PROVIDES APPLICANT WITH ACCESS TO ITS INSTITUTIONAL TRADING AND OPERATIONS SERVICES, WHICH ARE TYPICALLY NOT AVAILABLE TO SCHWAB RETAIL INVESTORS. THESE SERVICES GENERALLY ARE AVAILABLE TO INDEPENDENT INVESTMENT ADVISORS AT NO CHARGE TO THEM SO LONG AS A TOTAL OF A LEAST \$10 MILLION OF THE APPLICANT'S CLIENT'S ACCOUNT ASSETS ARE MAINTAINED AT SCWHAB INSTITUTIONAL. SCHWAB INSTITUTIONAL'S SERVICES INCLUDE RESEARCH, BROKERAGE, CUSTODY,</p>

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Item of Form (identify)	Answer
	<p>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 BUT MAY NOT BENEFIT ITS CLIENTS' ACCOUNTS. SOME OF THESE OTHER PRODUCTS AND SERVICES ASSIST 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, PROVIDE RESEARCH, PRICING INFORMATION AND OTHER MARKET DATA, FACILITATE PAYMENT OF APPLICANT'S 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'S ACCOUNTS, INCLUDING ACCOUNTS NOT MAINTAINED AT SCHWAB INSTITUTIONAL. SCHWAB INSTITUTIONAL MAY ALSO PROVIDE APPLICANT WITH OTHER SERVICES INTENDED TO HELP APPLICANT MANAGE AND FURTHER DEVELOP ITS BUSINESS ENTERPRISE. THESE SERVICES MAY INCLUDE CONSULTING, PUBLICATIONS AND PRESENTATIONS ON PRACTICE MANAGEMENT, INFORMATION TECHNOLOGY, BUSINESS SUCCESSION, REGULATORY COMPLIANCE, AND MARKETING. IN ADDITION, SCHWAB MAY MAKE AVAILABLE, ARRANGE AND/OR PAY FOR THESE TYPES OF SERVICES TO APPLICANT BY INDEPENDENT THIRD PARTIES. 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>

**Schedule F of
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Item of Form (identify)	Answer
Part II, Page 2, #1, A & D	<p>IF THE CLIENTS PREFER TO WORK WITH A BROKER WHO HAS AN ESTABLISHED RELATIONSHIP WITH THE CLIENT, AND THE CLIENT REQUESTS THAT THE BROKERAGE RELATIONSHIP BE MAINTAINED, THE APPLICANT WILL NOT ATTEMPT TO NEGOTIATE COMMISSIONS ON THE CLIENT'S BEHALF; INSTEAD IT WILL BE THE CLIENT'S RESPONSIBILITY TO NEGOTIATE A COMMISSION SCHEDULE WITH THE BROKER. THE COMMISSIONS TO CLIENTS IN SUCH BROKER-DIRECTED ACCOUNTS MAY THUS, DEPENDING ON THE CLIENT'S COMMISSION ARRANGEMENT WITH THE BROKER, BE HIGHER THAN THE COMMISSION LEVEL THAT THE APPLICANT WOULD OTHERWISE BE ABLE TO OBTAIN FOR SUCH CLIENTS.</p> <p>PROVIDES INVESTMENT SUPERVISORY SERVICES:</p> <p>THE PRIMARY BUSINESS PURPOSE OF APPLICANT IS PROVIDING COMPREHENSIVE FINANCIAL PLANNING SERVICES WHICH INCLUDE FURNISHING OF INVESTMENT ADVICE FOR ASSETS UNDER MANAGEMENT AND FINANCIAL AND CONSULTING ADVICE.</p> <p>FINANCIAL PLANNING ENGAGEMENTS THAT EXCLUDES ASSETS UNDER MANAGEMENT ARE CHARGED ON A HOURLY BASIS.</p> <p>COMMISSIONS MAY BE GENERATED USING CERTAIN CLASSES OF SECURITIES NOT HELD IN A MANAGED ACCOUNT OR IN A HOURLY PLANNING ENGAGEMENT..</p> <p>FOR THE MANAGEMENT OF MARKETABLE SECURITIES, THE APPLICANT'S CURRENT FEE SCHEDULE IS AS FOLLOWS:</p>

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

Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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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 Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
	<p>VALUE OF ASSETS UNDER MANAGEMENT RATE</p> <p>FIRST \$1,000,000 1.0%, WITH A MAXIMUM QUARTERLY FEE OF \$2,500.</p> <p>FROM 1,000,001 TO \$2,000,000 .85%, WITH A MAXIMUM QUARTERLY FEE OF \$4,625.</p> <p>FROM \$2,000,001 TO \$5,000,000 .65%, WITH A MAXIMUM QUARTERLY FEE OF \$7,875.</p> <p>FROM \$5,000,001 TO \$10,000,000 .50%, WITH A MAXIMUM QUARTERLY FEE OF \$14,125.</p> <p>FROM \$10,000,001 AND ABOVE .40% WITH NO MAXIMUM QUARTERLY FEE.</p> <p>FEEES MAY BE NEGOTIATED FROM TIME TO TIME.</p> <p>ANNUAL FEES FOR THE MANAGEMENT OF MARKETABLE SECURITIES ARE PAID QUARTERLY IN ARREARS AND WILL BE BASED ON THE MARKET VALUE OF THE ASSETS UNDER MANAGEMENT AS OF THE END OF THE QUARTER. NEW ACCOUNTS ARE PRORATED FOR THE FIRST QUARTER. ESTIMATED FEES ARE DISCLOSED IN ADVANCE TO CLIENTS.</p> <p>THE APPLICANT MAY USE MUTUAL FUNDS AND EXCHANGE TRADED FUNDS IN THE OVERALL CONSTRUCTION AND DESIGN OF AN ACCOUNT FOR A CLIENT. THESE SECURITIES WILL ALSO HAVE ADVISORY FEES IN THE OVERALL EXPENSE RATIO OF THESE SECURITIES. THEREFORE, THE CLIENT IS PAYING FOR TWO ADVISORY FEES; THE APPLICANT'S ADVISORY FEE, AS WELL AS THE FEE OF THE ADVISER TO THE MUTUAL FUNDS AND/OR EXCHANGE TRADED FUNDS.</p>

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Continuation Sheet for Form ADV
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Applicant: Burkett Financial Services, LLC	SEC File Number: 801- 67535	Date: 03/30/2009
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I. Full name of applicant exactly as stated in Item 1A of Form ADV: Burkett Financial Services, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
Part II, Page 4, #5	<p>BURKETT FINANCIAL SERVICES, LLC DOES NOT TAKE POSSESSION OF ASSETS (THEY STAY IN YOUR NAME IN YOUR INVESTMENT ACCOUNT).</p> <p>EMPLOYEES INVOLVED IN GIVING INVESTMENT ADVICE WILL HAVE A COLLEGE DEGREE. IN ADDITION, EACH WILL BE A CERTIFIED FINANCIAL PLANNER™ AND/OR A CERTIFIED PUBLIC ACCOUNTANT, OR HAVE A MINIMUM OF FIVE YEARS RELATED EXPERIENCE.</p>
Part II, Page 4, #6	<p>EDUCATION AND BUSINESS BACKGROUND:</p> <p>PHILLIP KEVIN SMILEY WAS BORN JUNE 25, 1971. HE GRADUATED FROM WINTRHOP UNIVERSITY IN 1994 WITH A BACHELOR OF SCIENCE IN BUSINESS ADMINISTRATION WITH AN EMPHASIS IN ACCOUNTING. KEVIN IS A CERTIFIED FINANCIAL PLANNER™ AND A CERTIFIED PUBLIC ACCOUNTANT. KEVIN WORKED FOR BURKETT, BURKETT & BURKETT AND LEGG MASON BEFORE JOINING BURKETT FINANCIAL SERVICES, LLC.</p> <p>NEIL ASHTYN BROWN WAS BORN DECEMBER 18, 1969. HE GRADUATED FROM THE UNIVERSITY OF SOUTH CAROLINA IN 1992 WITH A BACHELOR OF SCIENCE IN BUSINESS, MAGNA CUM LAUDE. NEIL ALSO RECEIVED A MASTERS OF ACCOUNTANCY, MAGNA CUM LAUDE, IN 1993. NEIL IS A CERTIFIED FINANCIAL PLANNER™ AND A CERTIFIED PUBIC ACCOUNTANT. PRIOR TO JOINING BFS, NEIL HEADED THE FINANCIAL PLANNING DEPARTMENT AT A LARGE FEE-ONLY PLANNING FIRM IN COLUMBIA. PRIOR TO THAT, NEIL WAS A SENIOR CONSULTANT WITH THE CAROLINAS FINANCIAL COUNSELING SERVICES PRACTICE OF DELOITTE & TOUCHE IN CHARLOTTE, NORTH CAROLINA.</p> <p>LEMUEL HOYLE MITCHUM, III WAS BORN MARCH 25, 1943. HE</p>

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Item of Form (identify)	Answer
Part II, Page 4, #7	<p>GRADUATED FROM THE UNIVERSITY OF SOUTH CAROLINA IN 1962 WITH A BACHELOR OF SCIENCE IN ECONOMICS. LEM WORKED FOR BURKETT, BURKETT & BURKETT AS A FINANCIAL PLANNER BEFORE JOINING BURKETT FINANCIAL SERVICES, LLC.</p> <p>A COPY OF BURKETT FINANCIAL SERVICES, LLC'S CODE OF ETHICS WILL BE PROVIDED AT THE CLIENT'S REQUEST.</p> <p>OTHER BUSINESS ACTIVITIES:</p> <p>BURKETT FINANCIAL SERVICES, LLC IS ALSO ACTIVE WITH FINANCIAL PLANNING ENGAGEMENTS FOR CLIENTS. THERE IS NO NET WORTH REQUIREMENT IN ORDER FOR APPLICANT TO RENDER SERVICES FOR CLIENTS. THE APPLICANT RENDERS ADVICE FOR THE FOLLOWING AREAS: 1) INSURANCE PLANNING, 2) RETIREMENT PLANNING, 3) INCOME TAX PLANNING, 4) ESTATE PLANNING, AND 5) OTHER GENERAL FINANCIAL PLANNING MATTERS. APPROXIMATELY 30% OF OUR TIME IS SPENT ON FINANCIAL PLANNING ENGAGEMENTS.</p>
Part II, Page 4, #8	<p>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS:</p> <p>THE APPLICANT IS MAJORITY OWNED BY MEMBERS WHO ARE SHAREHOLDERS OF BURKETT, BURKETT & BURKETT CPA P.A. DONALD H. BURKETT, RONALD H. BURKETT, MAX LEE CUMMINGS, AND HARVEY C. HEISE ARE SHAREHOLDERS OF BURKETT, BURKETT & BURKETT CPAS P.A. AND ARE ALSO MEMBERS OF APPLICANT. THE APPLICANT AND BURKETT, BURKETT & BURKETT CPA P.A. MAY SHARE INFORMATION THAT IS BENEFICIAL TO THE CLIENT.</p> <p>ONE OR MORE EMPLOYEES OF APPLICANT IS A REGISTERED REPRESENTATIVE (SERIES 7) OF WESTMINSTER FINANCIAL</p>

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Item of Form (identify)	Answer
Part II, Page 5, #9	<p>SECURITIES INC. WESTMINSTER FINANCIAL SECURITIES INC IS LOCATED AT 400 COURTHOUSE PLAZAS SW, DAYTON OHIO 45402. THEIR TELEPHONE NUMBER IS 1-937-898-5010. OUR AFFILIATION WITH WESTMINSTER FINANCIAL SECURITIES INC. ALLOWS REGISTERED REPRESENTATIVES TO ACCEPT COMMISSIONS FROM CLIENT TRANSACTIONS WHEN ENGAGED IN A COMMISSION BASED ENGAGEMENT. THE SECURITIES ACCOUNTS THAT ARE COMMISSION BASED ARE NOT INCLUDED IN ASSETS UNDER MANAGED AND THEREFORE ARE NOT INCLUDED IN THE CLIENTS QUARTERLY BILL. PERSHING, LLC IS THE CUSTODIAN OF WESTMINSTER FINANCIAL SECURITIES INC.'S BROKERAGE ACCOUNTS.</p> <p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS:</p> <p>THE APPLICANT DOES NOT OWN ANY SECURITIES. THE EMPLOYEES OF APPLICANT ARE NOT REQUIRED TO USE RECOMMENDED SECURITIES PRODUCED BY APPLICANT. INVESTMENT PORTFOLIOS OF CLIENTS ARE TAILOR MADE FOR EACH CLIENTS GOAL'S AND OBJECTIVES. THE EMPLOYEES OF THE APPLICANT ARE FREE TO INVEST IN THE MANNER THAT IS APPROPRIATE FOR THEM.</p> <p>ON OCCASSIONS, THE APPLICANT MAY CROSS TRANSACTIONS FROM ONE ACCOUNT TO ANOTHER. A CROSS TRANSACTION IS CONSIDERED BUYING AND SELLING OF CLIENT'S SECURITIES TO OTHER CLIENTS. OUR PHLISOPHY ON CROSS TRANSACTION IS SUCH THAT IT MUST BENEFIT THE BUYER AND THE SELLER OF THE SECURITY. MOST CROSS TRANSACTIONS OCCUR WITH FIXED INCOME SECURITIES.</p> <p>THE APPLICANT ADOPTED A CODE OF ETHICS IN WHICH ADVISORS AND EMPLOYEES MUST FOLLOW. A COPY OF THE THE CODE IS AVAILABLE TO ANY CLIENT OR POTENTIAL CLIENT UPON REQUEST.</p>

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Item of Form (identify)	Answer
Part II, Page 6, #12	<p>INVESTMENT OR BROKERAGE DISCRETION:</p> <p>THE APPLICANT WILL USE SECURITIES IN PORTFOLIO DESIGN THAT IS IN THE BEST INTEREST OF THE CLIENT. THE CLIENT MUST GIVE PERMISSION FOR THE APPLICANT TO HAVE DISCRETION OR FULL TRADING AUTHORITY OVER THE CLIENT'S ACCOUNT. THE APPLICANT REVIEWS AND ANALYZES THE OVERALL EXPENSE RATIOS OF DIFFERENT SECURITIES (MUTUAL FUNDS AND EXCHANGE TRADED FUNDS) FOR REASONABLENESS. THE APPLICANT USES AN INDEPENDENT THIRD PARTY, MORNINGSTAR, TO EVALUATE MUTUAL FUNDS, STOCKS, AND EXCHANGE TRADED FUNDS.</p> <p>THE APPLICANT MAY REQUIRE THAT CLIENTS ESTABLISH BROKERAGE ACCOUNTS WITH THE SCHWAB INSTITUTIONAL DIVISION OF CHARLES SCHWAB & CO., INC. (SCHWAB), A REGISTERED BROKER-DEALER, MEMBER SIPC/NYSE, TO MAINTAIN CUSTODY OF CLIENTS' ASSETS AND TO AFFECT TRADES FOR THEIR ACCOUNTS. SCHWAB INSTITUTIONAL PROVIDES APPLICANT WITH ACCESS TO ITS INSTITUTIONAL TRADING AND OPERATIONS SERVICES, WHICH ARE TYPICALLY NOT AVAILABLE TO SCHWAB RETAIL INVESTORS. THESE SERVICES GENERALLY ARE AVAILABLE TO INDEPENDENT INVESTMENT ADVISORS AT NO CHARGE TO THEM SO LONG AS A TOTAL OF A LEAST \$10 MILLION OF THE APPLICANT'S CLIENT'S ACCOUNT ASSETS ARE MAINTAINED AT SCWHAB 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 BUT MAY NOT BENEFIT ITS CLIENTS' ACCOUNTS. SOME OF THESE OTHER</p>

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	<p>PRODUCTS AND SERVICES ASSIST 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, PROVIDE RESEARCH, PRICING INFORMATION AND OTHER MARKET DATA, FACILITATE PAYMENT OF APPLICANT'S 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'S ACCOUNTS, INCLUDING ACCOUNTS NOT MAINTAINED AT SCHWAB INSTITUTIONAL. SCHWAB INSTITUTIONAL MAY ALSO PROVIDE APPLICANT WITH OTHER SERVICES INTENDED TO HELP APPLICANT MANAGE AND FURTHER DEVELOP ITS BUSINESS ENTERPRISE. THESE SERVICES MAY INCLUDE CONSULTING, PUBLICATIONS AND PRESENTATIONS ON PRACTICE MANAGEMENT, INFORMATION TECHNOLOGY, BUSINESS SUCCESSION, REGULATORY COMPLIANCE, AND MARKETING. IN ADDITION, SCHWAB MAY MAKE AVAILABLE, ARRANGE AND/OR PAY FOR THESE TYPES OF SERVICES TO APPLICANT BY INDEPENDENT THIRD PARTIES. 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>IF THE CLIENTS PREFER TO WORK WITH A BROKER WHO HAS AN ESTABLISHED RELATIONSHIP WITH THE CLIENT, AND THE CLIENT REQUESTS THAT THE BROKERAGE RELATIONSHIP BE MAINTAINED, THE APPLICANT WILL NOT ATTEMPT TO NEGOTIATE COMMISSIONS ON THE CLIENT'S BEHALF; INSTEAD IT WILL BE THE CLIENT'S RESPONSIBILITY TO NEGOTIATE A COMMISSION SCHEDULE WITH THE BROKER.</p>

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Item of Form (identify)	Answer
	<p>THE COMMISSIONS TO CLIENTS IN SUCH BROKER-DIRECTED ACCOUNTS MAY THUS, DEPENDING ON THE CLIENT'S COMMISSION ARRANGEMENT WITH THE BROKER, BE HIGHER THAN THE COMMISSION LEVEL THAT THE APPLICANT WOULD OTHERWISE BE ABLE TO OBTAIN FOR SUCH CLIENTS.</p>