

Uniform Application for Investment Adviser Registration

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Name of Investment Adviser:

JUST PLANS, Etc

Address:	(Number and Street)	(City)	(State)	(Zip Code)	(Area Code)	Telephone Number:
	1399 Ygnacio Valley Road #24	Walnut Creek, CA	94598		(925)	988-0330

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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Definitions for Part II

Related Person - Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant including any non-clerical, non-ministerial employee.

Investment Supervisory Services - Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

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

Applicant:

<input checked="" type="checkbox"/> (1)	Provides investment supervisory services	→	95%	%
<input type="checkbox"/> (2)	Manages investment advisory accounts not involving investment supervisory services		na	%
<input type="checkbox"/> (3)	Furnishes investment advice through consultations not included in (1) or (2) above		na	%
<input type="checkbox"/> (4)	Issues periodicals about securities by subscription		na	%
<input type="checkbox"/> (5)	Issues special reports about securities not included in any service described above		na	%
<input type="checkbox"/> (6)	Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities		na	%
<input checked="" type="checkbox"/> (7)	More than occasionally, furnishes advice to clients on matters not involving securities	→	5%	%
<input type="checkbox"/> (8)	Provides a timing service		na	%
<input type="checkbox"/> (9)	Furnishes advice about securities in any manner not described above		na	%

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

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

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

<input checked="" type="checkbox"/> (1)	A percentage of assets under management	<input type="checkbox"/> (4)	Subscription fees
<input checked="" type="checkbox"/> (2)	Hourly Charges	<input type="checkbox"/> (5)	Commissions
<input checked="" type="checkbox"/> (3)	Fixed fees (not including subscription fees)	<input 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.	Trust, 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)

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

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

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

C. The investment strategies used to implement any investment advice given to clients include:

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

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 checked="" 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.)

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 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 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.

FINANCIAL PLANNING: The goal of the initial interview is to help clients identify and quantify their financial objectives, and determine the investment returns required to reach their goals. Portfolio composition follows. Clients are encouraged to keep us informed about changes that may suggest modifications to their plan and/or their investments. Topics covered include wealth accumulation/ preservation, retirement, college funding, acquiring or disposing of a business or real property, insurance coverages ... including related tax consequences. A client's Risk Tolerance & Investment Objectives are reviewed.

INVESTMENT PLANNING: Internal reviews of accounts are made continuously. Each account is benchmarked against the S&P500 index. Clients are encouraged to participate no less frequently than once a year.

Client reviews are completed by Mr. Ellman, or Mr. Mendelson; separate account, ETF & fund manager reviews are completed by Mr. Ellman.

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

FINANCIAL PLANNING: Reports normally consist of 1-2 page calculations per topic. The objective is to crystalize and quantify the client's objectives. Reports are prepared randomly and may encompass one, or more, of these areas: Retirement, College, Taxes, & Financial Independence.

INVESTMENT PLANNING: The initial report often evaluates "Efficient Frontier" models comparing existing portfolio values with alternative asset class allocations. Clients receive quarterly reports consisting of a Current Position Report illustrating unrealized gains or losses from date of purchase, and a Time Weighted Rate of Return Report covering the past 12 months.

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 of 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 type="checkbox"/> <input checked="" type="checkbox"/> |

- B. Does applicant or a related person suggest brokers to clients? Yes No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. **Additional Compensation.**

- Does the applicant or a related person have any arrangements, oral or in writing, where it:
- A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? Yes No
- B. directly or indirectly compensates any person for client referrals? Yes No

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

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

- has custody of client funds or securities; or
 - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet? Yes No

Schedule F of
Form ADV

Continuation Sheet for Form ADV Part II

Applicant: JUST PLANS, Etc	SEC File Number: 801-57672	Date: 05-Mar-10
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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: JUST PLANS, Etc A California Corporation	IRS Empl. Ident. No.: 94-2868154
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Item of Form	Answer
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1.D. JUST PLANS, Etc "Just Plans" provides investment management services using individual common stocks, mutual funds, exchange traded funds, and treasury, mortgage and corporate debt instruments. ABEL Strategy is the name given to the process. The firm also uses Separate Account Managers to help reach clients' objectives. The process entails first identifying financial goals and time frames, then determining tolerance for market volatility, and lastly designing a portfolio geared to reach the goals.

Transactions are executed with Charles Schwab & Co's Institutional Division, or TD Ameritrade. Quarterly fees are based on account size and range from 0.125% to 0.30%. Fees are billed at the end of each quarter, based on the current market value. There is a \$500 initial setup fee which includes the first [partial] calendar quarter. The lower fee is available for accounts of \$3,000,000 or larger (multiple family accounts are combined).

If you participate in an employer sponsored 401k, 403b, Deferred Comp or other retirement plan, and want us to manage your account, we charge between 0.15% and 0.30% per quarter, depending on the makeup and size of the account.

Financial Planning services are included in the above fees. If planning is done on a stand alone basis, time is billed at \$225 per hour.

Fees are deducted from the account if¹⁾ you authorize it in writing; ²⁾ we invoice you, showing the fee, the asset base against which it was computed, and the rate; and ³⁾ your brokerage statements show the fee & the date it was deducted from your account. Neither Schwab, nor TD Ameritrade verify the accuracy of the calculation; that is your responsibility.

Just Plans provides semi-annual participant reports and year-end accounting for retirement plan clients. We also provide an 'approved' fund list to assist participants in selecting investments. The list is updated every 6 months. Our fee is 0.25% per quarter to \$150 per account.

All relationships can be cancelled, without penalty, upon 7 day written notice. Fees are due for the quarter in which an account is terminated.

Just Plans believes its fees are competitive, however comparable services may be available from other sources at a lower or higher cost.

Just Plans may make available outside investment management services from certain 3rd party firms. Fees are disclosed in their material which is reviewed before opening the account. Just Plans may be paid up to 1% annually for introducing clients to the managers.

Just Plans does NOT vote proxies for clients

3.K. Advice is occasionally given on real estate and oil and gas partnerships.

5. The principal of Just Plans is a college graduate with experience in insurance, tax planning, investments, and other related fields. Mr. Ellman also holds professional designations from the American College. As general standards, advisory representatives would be required to have at least two years of college, and some prior business experience. Graduate work and a specialized business or technical skill are preferred, but not required. Associated persons must meet all examination or experience requirements of the states in which the person provides advisory services.

6. James P Ellman, born in 1941, earned a BS in Finance from the University of California in 1964. Mr Ellman has been working with clients on their financial security issues since 1967 and their investments since 1982. He began offering fee based investment advisory services in 1991.

Barry Mendelson, born in 1972, earned a BA in Business Economics from the University of California at Santa Barbara. Prior to joining the firm Barry was a Vice President with Charles Schwab & Co. in the company's \$245 billion investment management division advising leading investment advisors, banks, and other financial institutions on investments. During his 15 years in the industry, Barry held similar positions with the AXA Rosenberg Group, Neuberger Berman, and Franklin Templeton Investments.

7.A. In addition to investment management services, Mr. Ellman is involved in financial planning activities. Mr Mendelson, in addition to investment management and financial planning activities, consults to an unrelated investment company.

Applicant: JUST PLANS, Etc	SEC File Number: 801- 57672	Date: 05-Mar-10
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Continuation Sheet for Form ADV Part II

(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: JUST PLANS, Etc A California Corporation	IRS Empl. Ident. No.: 94-2868154
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8.C. Just Plans is paid a portion of the advisory fees from other independent advisors to whom it refers business. Clients are provided information regarding amounts and full disclosure is made at the time of solicitation pursuant to Rule 206(4)-3 of the Investment Advisers Act of 1940, as amended.

Just Plans recommends pension administration companies to clients. No fee is charged for this service and no compensation is received from these companies; however, services have been received at a discount from firms on the list.

Clients are not obligated to purchase any products, or services. The aforementioned fee schedule fully compensates Just Plans for efforts expended on behalf of the client. If mutual funds or Separate Accounts are used, management and trading fees are incurred in addition to our fee. If stocks are used, Schwab & Ameritrade charge a transaction fee to execute the purchase and sale of securities.

9.D-E. Occasionally, Just Plans may cause clients to buy a security in which an associated person has an ownership position, or an associated person may purchase the same security held in a client's account. It is Just Plans' policy not to permit associated persons, or certain of their relatives, to trade in a manner that takes advantage of price movements caused by clients' transactions.

Periodically, trading by associated persons, and certain relatives, in a particular security may be restricted in recognition of trades about to be made on behalf of clients. If transaction orders for a client and associated persons, or relatives, are not aggregated (see item 12), then transaction orders for associated persons and relatives will be the last orders filled. Just Plans' members, officers and employees are required to report all personal security transactions quarterly.

Associated persons of Just Plans may purchase or sell specific securities for their own account based on personal investment considerations without regard to whether the purchase or sale of such security is appropriate for clients.

10. The minimum account for new clients is \$350,000. Multiple accounts are aggregated to satisfy the minimum. Under certain circumstances this minimum may be waived solely at Just Plans' discretion.

12.A. The Advisory Agreement provides the advisor with limited trading discretion. Once a general investment strategy has been approved by the client, Just Plans may make both manager, asset class, and individual security changes to the portfolio without first seeking the approval of the client.

Just Plans places trades through Charles Schwab & Co. and TD Ameritrade Securities. Both firms provide us access to their institutional trading & custody services, which are typically not available to retail investors. These services are made available to independent advisors at no charge so long as a certain minimum level of assets are on deposit at the broker-dealer. Services include brokerage, custody, research and access to investments generally available only to institutional investors. Neither firm charges for custody, but is compensated by transaction fees for executing trades. The firms were selected based on the following criteria: historical net prices (after transaction fees); the execution, clearance error resolution and settlement capabilities generally and in connection with securities of the type to be bought or sold; the firms' reliability and financial stability; the size of the transaction; and the market for the security. Just Plans attempts, but is not obligated to find the lowest commission or best net price for an account on any particular transaction.

Aggregation of Orders: Just Plans performs investment management services for clients. Transactions may be executed as part of a block trade for a number of accounts, and may include employees of Just Plans. Often multiple block trades are executed in an attempt not to influence the price of the stock. Although the price obtained in each block trade is apt to be different from one another, they are averaged with each account being charged the same price. Just Plans believes this is in the best interest of, and is most equitable to, all clients.

Trade Errors: Occasionally the Advisor may make an error in submitting a trade order on your behalf. When this occurs, Advisor may place a correcting trade with the broker-dealer which has custody of your account. If an investment gain results from the correcting trade, the gain will remain in your account unless the same error involved other client account(s) that should have received the gain, it is not permissible for you to retain the gain, or we confer with you and you decide to forgo the gain (e.g., due to tax reasons). If the gain does not remain in your account and Charles Schwab & Co Inc is the custodian, Schwab will donate the amount of any gain \$100 and over to charity. If a loss occurs greater than \$100, the Advisor will pay for the loss. Schwab will maintain the loss or gain (if such gain is not retained in your account) if it is under \$100 to minimize and offset its administrative time and expense. Generally, if related trade errors result in both gains and losses in your account, they may be netted.

Schedule F of
Form ADV

Continuation Sheet for Form ADV Part II

Applicant: JUST PLANS, Etc	SEC File Number: 801- 57672	Date: 05-Mar-10
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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: JUST PLANS, Etc A California Corporation	IRS Empl. Ident. No.: 94-2868154
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12.B. Just Plans recommends that clients establish an account with Schwab Institutional, a division of Charles Schwab & Co., or TD Ameritrade Securities, both whom provide custodial services for clients' assets. Both firms charge a transaction fee to execute stock trades, and may charge a transaction fee for mutual funds trades in client accounts, in accordance with a schedule provided to clients prior to establishing their account.

13.A. Both firms make available products and services that may be of value to Just Plans in administering and managing clients' accounts. This includes software and other technology, research, market data, facilitating payment of advisor fees from client accounts, back-office functions, recordkeeping and client reporting.

Schwab and Ameritrade also make available other services intended to help us manage and further develop our business enterprise. These services include consulting, publications & conferences on practice management, information technology, business succession, regulatory compliance and marketing. The firms may arrange &/or pay for these services when provided by an independent third party. They also provide a forum for advisors to meet and discuss issues.

As a fiduciary Just Plans endeavors to always act in its clients' best interests and we do not believe that our requirement that accounts be opened at Schwab or Ameritrade compromise that standard. Our selection of Schwab and Ameritrade was not based on products and services available to Just Plans, but rather on the nature, cost and quality of services for the clients of Just Plans. Best execution is one of the considerations. The relationships are evaluated annually.