

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

Applicant: Dion Money Management, LLC	SEC File Number: 801-68444	Date: 5/1/08
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Dion Money Management, LLC	IRS Empl. Ident.No.: 26-0806050
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Item of Form (identify)	Answer																																										
Item 1 (D)	<p>INVESTMENT SUPERVISORY SERVICES</p> <p>Dion Money Management, LLC (DMM) provides investment supervisory services, defined as giving continuous investment advice to a client or making investments for a client based on the individual investment needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, DMM develops a client's personal investment profile, which may include the use of proprietary asset allocation models, and creates and manages the client portfolio using mutual funds and exchange traded funds based on that profile.</p> <p>FEEES FOR INVESTMENT SUPERVISORY SERVICES</p> <p>The annual fee charged for investment supervisory services is based on a percentage of assets under management.</p> <p>The following represents the annual fee schedule:</p> <table border="0"> <thead> <tr> <th style="text-align: left;">End of Quarter Value</th> <th style="text-align: left;">Annual Fee</th> <th style="text-align: left;">Quarterly Fee</th> </tr> </thead> <tbody> <tr> <td>\$0 - \$250,000</td> <td>1.75% or \$2,000 minimum</td> <td>0.4375%</td> </tr> <tr> <td>\$250,001 - \$500,000</td> <td>1.50%</td> <td>0.3750%</td> </tr> <tr> <td>\$500,001 - \$750,000</td> <td>1.25%</td> <td>0.3125%</td> </tr> <tr> <td>\$750,001 - \$1,000,000</td> <td>1.12%</td> <td>0.2800%</td> </tr> <tr> <td>\$1,000,001 - \$2,500,000</td> <td>1.00%</td> <td>0.2500%</td> </tr> <tr> <td>over \$2,500,000</td> <td>0.80%</td> <td>0.2000%</td> </tr> </tbody> </table> <p>ETF Fundamental; ETF Dynamic; ETF Momentum; and Sector Momentum Portfolio Fee Schedule:</p> <table border="0"> <thead> <tr> <th style="text-align: left;">End of Quarter Value</th> <th style="text-align: left;">Annual Fee</th> <th style="text-align: left;">Quarterly Fee</th> </tr> </thead> <tbody> <tr> <td>\$0 - \$250,000</td> <td>1.80% or \$2,000 minimum</td> <td>0.4500%</td> </tr> <tr> <td>\$250,001 - \$500,000</td> <td>1.70%</td> <td>0.4250%</td> </tr> <tr> <td>\$500,001 - \$750,000</td> <td>1.60%</td> <td>0.4000%</td> </tr> <tr> <td>\$750,001 - \$1,000,000</td> <td>1.30%</td> <td>0.3250%</td> </tr> <tr> <td>\$1,000,001 - \$2,500,000</td> <td>1.20%</td> <td>0.3000%</td> </tr> <tr> <td>over \$2,500,000</td> <td>1.00%</td> <td>0.2500%</td> </tr> </tbody> </table> <p>Fees may vary from the applicable schedule above due to particular circumstances of the client or as otherwise negotiated with particular clients.</p> <p>A minimum of \$100,000 of assets under management is required for this service. However, DMM maintains discretion to waive the account minimum at any time. Generally, accounts of less than \$100,000 may be set up when the client and DMM anticipate the client will add additional funds to the accounts bringing the total to within \$100,000 within a reasonable time. Other exceptions will apply to employees of DMM and their relatives, or relatives of existing clients.</p> <p>Clients will be billed in advance at the beginning of each calendar quarter based upon the value of the assets in the client's account at the end of the previous quarter. Upon signing the investment advisory agreement, the client may choose to have only the management</p>	End of Quarter Value	Annual Fee	Quarterly Fee	\$0 - \$250,000	1.75% or \$2,000 minimum	0.4375%	\$250,001 - \$500,000	1.50%	0.3750%	\$500,001 - \$750,000	1.25%	0.3125%	\$750,001 - \$1,000,000	1.12%	0.2800%	\$1,000,001 - \$2,500,000	1.00%	0.2500%	over \$2,500,000	0.80%	0.2000%	End of Quarter Value	Annual Fee	Quarterly Fee	\$0 - \$250,000	1.80% or \$2,000 minimum	0.4500%	\$250,001 - \$500,000	1.70%	0.4250%	\$500,001 - \$750,000	1.60%	0.4000%	\$750,001 - \$1,000,000	1.30%	0.3250%	\$1,000,001 - \$2,500,000	1.20%	0.3000%	over \$2,500,000	1.00%	0.2500%
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	<p>fee deducted directly from their account and automatically remitted to DMM. If the client chooses to be billed separately, payment must be made upon receipt of the invoice.</p> <p>The fee charged is calculated as described above and is not changed on the basis of fund performance. DMM does not charge performance fees.</p> <p>A client agreement may be canceled at any time, by either party, for any reason upon receipt of written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded.</p> <p>All fees paid to DMM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge.</p> <p>A client could invest in a mutual fund directly, without the services of DMM. In that case, the client would not receive the services provided by DMM which are designed, among other things, to assist the client in determining which mutual fund or funds are appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and fees charged by DMM to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services for which they are paying. In certain circumstances DMM may receive payment from a mutual fund for providing certain shareholder servicing activities.</p> <p>DMM attempts to create portfolios of mutual funds for clients that do not include front-end or back-end sales charges.</p> <p>ETF MONEY MANAGEMENT PROGRAM PLATFORM</p> <p>DMM serves as the sponsor and portfolio manager to a wrap fee program in which investment advisory services, brokerage execution services and custody are provided by DMM for a single predetermined "wrap" fee, regardless of the number of trades completed by a client. Clients do not pay a different advisory fee than clients who do not participate in the program. DMM has separately negotiated brokerage execution fees and custody fees with the custodian of the program and pays these fees directly to the custodian. Each participant in the program will receive a program brochure and disclosure document which contains detailed information about the wrap fee program. Copies of this brochure are available from DMM upon request.</p> <p>SUBSCRIPTION SERVICES</p> <p>DMM's affiliate, Fidelity Independent Adviser Newsletter, LLC (FIAN), publishes monthly and weekly newsletters of regular and general circulation. FIAN charges a subscription fee ranging between \$9.95 and \$2,499.00 for ongoing newsletter services. DMM clients may also be newsletter subscribers.</p>
Item 5	<p>EDUCATION AND BUSINESS STANDARDS</p> <p>DMM requires that persons who provide investment advice on DMM's behalf possess at least a four year college degree from an accredited academic institution and/or have</p>

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	appropriate business experience, as well as any registration requirements as may be necessary.	
Item 6	<p>EDUCATION AND BUSINESS BACKGROUND</p> <p>DONALD ROSAIRE DION, JR. Born: 1954</p> <p>Education:</p> <ul style="list-style-type: none"> • St. Michael's College, Winooski, VT, BA 1976 • University of Maine Law School, Portland ME, JD 1979 • Boston University Law School, Boston, MA, LLM 1982 <p>Business:</p> <ul style="list-style-type: none"> • Dion Money Management, LLC, Williamstown, MA Investment Advisory Firm, Chief Executive Officer, President and Portfolio Manager, 09/07 – Present • The Fidelity Independent Adviser Newsletter, LLC, Williamstown, MA, Chief Executive Officer, President and Publisher, 09/07 - Present • Dion Money Management, Inc., Williamstown, MA Investment Advisory Firm, President, Director, Portfolio Manager 12/95 – 09/07 • The Fidelity Independent Adviser Newsletter, Inc., Williamstown, MA, President, Director, Publisher 12/95 – 09/07 • Litchfield Financial, Williamstown, MA, Consumer Finance, Chief Executive Officer, Chairman, 10/88 – 12/95 	
Item 6 (cont.)	<p>MATTHEW DAVID SAUER Born: 1977</p> <p>Education:</p> <ul style="list-style-type: none"> • Bucknell University, Lewisburg, PA, BA 1999 • Albany Law School, Albany, NY, JD 2002 • State University at Albany, Albany, NY, MBA 2004 <p>Business:</p> <ul style="list-style-type: none"> • Dion Money Management, LLC, Williamstown, MA, Investment Advisory Firm, Chief Operating Officer, Chief Compliance Officer, Executive Vice President, 09/07 – Present • The Fidelity Independent Adviser Newsletter, LLC, Williamstown, MA, Chief Operating Officer, Editor, 09/07 - Present • Dion Money Management, Inc., Williamstown, MA, Investment Advisory Firm, Chief Operating Officer, Chief Compliance Officer, 8/04 – 09/07 • The Fidelity Independent Adviser Newsletter, Inc., Williamstown, MA, Chief Operating Officer, Editor, 8/04 – 09/07 	
Item 7 (B)	<p>OTHER BUSINESS ACTIVITIES</p> <p>DMM is a registered investment adviser. However, Donald R. Dion, Jr., President of DMM, is also president and publisher of The Fidelity Independent Adviser Newsletter, LLC (FIAN), which publishes a monthly newsletter of regular and general circulation. Mr. Dion may</p>	

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	<p>spend as much as 10% of his time in this position. Mr. Dion provides the overall investment direction for both FIAN and DMM and is responsible for construction and review of all investment models.</p> <p>Mr. Dion is also a Corporator of South Adams Savings Bank. Mr. Dion will spend approximately 1% of his time on this non-advisory activity.</p>	
Item 8 (C)	<p>FINANCIAL INDUSTRY AFFILIATIONS</p> <p>On occasion, DMM may suggest that its clients hire certain financial industry affiliates of DMM for services including, but not limited to, individual stock management, banking and mortgage services.</p> <p>DMM is controlled by Focus Financial Partners, LLC ("Focus"). Focus also controls other registered investment advisers, broker-dealers, pension consultants, insurance firms, and other financial services firms (the "Focus Partners"). The Focus Partners all provide wealth management, benefit and investment consulting services, serving primarily individuals, families, employers, and institutions. The Registrant's management does not feel that this relationship poses a material conflict to clients. The Focus Partners do not share client information amongst each other without prior consent and management of the other Focus Partners is not involved in the services provided by the Registrant. A list of the affiliated investment advisers can be found on the Registrants Form ADV Part 1 and a list of all Focus affiliates will be provided upon request or can be found at www.focusfinancialpartners.com.</p>	
Item 9	<p>CUSTODY</p> <p>Among the assets to which DMM provides its continuous and regular investment supervisory or management services are assets held by clients in their 401K, 403B, 457, 401A and Simple IRA accounts with various mutual fund companies. Because DMM will be responsible for effecting the transactions in these accounts, it will request the client's user name and password that permits online access to the account. Appropriate physical and procedural safeguards have been adopted by DMM to control access to the user names and passwords obtained by DMM. All clients receive statements for their accounts directly from their qualified custodian. Clients should carefully review statements and contact their account representative with any questions or concerns.</p>	
Item 9 (D)	<p>DMM may receive shareholder servicing fees from certain mutual funds recommended to clients as more fully described under Item 13.A below. DMM has implemented procedures to ensure recommendations are appropriate for clients given their financial situation and investment objectives.</p>	
Item 9 (E)	<p>CODE OF ETHICS DISCLOSURE</p> <p>To address any potential conflicts of interest involving personal trades, Dion Money Management, LLC (DMM) has adopted a Compliance Manual, which includes a formal code of ethics and insider trading policies and procedures. DMM's Compliance Manual requires, among other things, that Employees:</p> <ul style="list-style-type: none"> • Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets; 	

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	<ul style="list-style-type: none"> • Place the integrity of the investment profession, the interest of clients, and the interests of DMM above one's own personal interests; • Adhere to the fundamental standard that you should not take inappropriate advantage of your position; • Address any actual or potential conflicts of interest; • Conduct all personal securities transactions in a manner consistent with this policy; • Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities; • Practice and encourage others to practice in a professional and ethical manner that will reflect credit on yourself and the profession; • Promote the integrity of, and uphold the rules governing, capital markets; • Maintain and improve your professional competence and strive to maintain and improve the competence of other investment professionals; • Comply with applicable provisions of the federal Securities Laws. <p>DMM's Compliance Manual also requires Employees to: 1) pre-clear certain personal securities transactions, 2) report personal securities transactions on at least a quarterly basis, and 3) provide DMM with a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) over which such Employees have a direct or indirect beneficial interest.</p> <p>A copy of DMM's Ethics Policy shall be provided to any client or prospective client upon request.</p> <p>DMM, or individuals associated with DMM, may buy or sell securities identical to those recommended to customers for their personal accounts. Additionally, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.</p> <p>As these situations represent a conflict of interest, DMM has established the following restrictions in order to ensure its fiduciary duties:</p> <ul style="list-style-type: none"> • A director, officer or employee of DMM shall not buy or sell securities for their personal portfolio(s) where their decision is directly or indirectly derived, in whole or in part, by reason of his or her employment, unless the information is also available to the investing public on reasonable inquiry. No personnel of DMM shall prefer his or her own interest to that of an advisory client. • DMM requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. <p>DMM has established the following procedures to address any conflicts of interest:</p> <ul style="list-style-type: none"> • All officers, directors and employees are required to read and sign a copy of DMM's policy statement concerning personal securities trading. • All employees, their families (including spouses, minor children and adults living in the same household), and trust of which they are trustees or in which they have a beneficial interest and have control of the assets must provide DMM copies of all security confirmations no later than 10 days after the end of the calendar quarter in which the transaction was effected and quarterly custodial/brokerage statements. • DMM will review all personal securities transactions to ensure compliance with

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	<p>company policies.</p> <ul style="list-style-type: none"> • Any individuals not in observance of DMM's policy on personal securities transactions will receive a written warning. • Continued violations of this policy will result in termination. 	
Item 10	<p>CONDITIONS FOR MANAGING AN ACCOUNT</p> <p>A minimum of \$100,000 of assets under management is required for starting or maintaining an account, however, under certain circumstances this minimum may be negotiated.</p> <p>Please refer to Item 1D of this Schedule F narrative for complete detail.</p>	
Item 12 (A)	<p>INVESTMENT OR BROKERAGE DISCRETION</p> <p>For accounts managed on a discretionary basis, upon receiving a general authorization in writing from its clients, DMM, in its sole discretion and without obtaining specific client consent, determines which securities are to be bought or sold on behalf of clients.</p> <p>Any limitations on discretionary authority shall be communicated by the client, and a record retained in the client's file. Clients may change/amend these limitations as required, and these amendments shall also be communicated by the client, and a record retained in the client's file.</p> <p>DMM will "block trade" with a broker where possible and when advantageous to clients. The use of "block trades" permits the trading of aggregate blocks of securities composed of assets from multiple client accounts so long as trades and transaction costs are shared equally and on a prorated basis between all accounts included in such block. Block trading allows DMM to execute trades in a timelier, equitable manner and to reduce overall commission charges to the clients.</p> <p>Based on the type of trading that DMM engages in, DMM does not believe that trading away from a client's custodial broker would be consistent with DMM's fiduciary duty to obtain best execution. Therefore, unless a client specifically directs DMM to execute trades with a third-party broker dealer, DMM reserves the right to direct client trades to the clients' selected custodians.</p> <p>Client may direct DMM, in writing, to utilize a particular broker or dealer to execute some or all transactions for Client's Account. In such circumstances, Client is responsible for negotiating the terms and arrangement for the Account with that broker or dealer. DMM will not seek better execution services or prices from other broker-dealers or be able to aggregate Client's transactions, for execution through other brokers or dealers, with orders for other accounts advised or managed by DMM. As a result, DMM may not obtain best execution on behalf of Client, who may pay materially disparate commissions, greater spreads or other transaction costs, or receive less favorable net prices on transaction for the Account than would otherwise be the case.</p>	
Item 12 (B)	<p>While there is no direct affiliation, DMM does receive substantial back office support which would not be received if DMM did not have an established relationship with Fidelity Investments institutional Brokerage Group or Charles Schwab & Co, Inc.</p>	

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	<p>DMM participates in the Fidelity Investments Institutional Brokerage Group (FIIBG) program, sponsored by Fidelity Brokerage Services, Inc. (Fidelity), a NASD registered broker/dealer, and clients of DMM will have Fidelity recommended to them as a broker. As part of the FIIBG program, DMM receives benefits that it would not receive if it did not execute investment advice through the FIIBG program. Refer to the disclosure under Item 13A of Schedule F for a description of the economic benefits received for executing investment advice through the FIIBG program.</p> <p>DMM participates in the Schwab Institutional Enterprise (Schwab) program, administered by Charles Schwab & Co., Inc. Clients of DMM may have Charles Schwab & Co. Inc. recommended to them as a broker. As part of the Schwab program, DMM receives benefits that it would not receive if it did not execute investment advice through the Schwab program. Refer to the disclosure under Item 13A of Schedule F for a description of the benefits received for executing investment advice through the Schwab program.</p> <p>Due to the nature of DMM's operations, in most situations clients will be required to move existing custodial accounts to either Fidelity or Schwab. However, choice of custodian may be negotiable and is subject to DMM's sole discretion.</p>

Item 13 (A)	<p>ADDITIONAL COMPENSATION</p> <p>DMM has entered into Service Agreements with certain of the mutual funds in which clients are invested. Per these Agreements, DMM is paid a fee for providing shareholder services, such as maintaining shareholder accounts and providing personal services to clients that are shareholders of such mutual funds. Such compensation may be up to 0.25% per annum of the mutual fund's average daily net asset value of shares held by clients</p> <p>This additional compensation to DMM may be paid by the respective mutual funds or an affiliated entity, such as the investment adviser or administrator to the funds. While these fees are paid by the funds or an affiliated entity of the funds, such fees are ultimately borne by the investors in the fund.</p> <p>The fees DMM currently receives are calculated quarterly and range up to .30% of the average daily net asset value of the respective shares held of a particular mutual fund by DMM clients. DMM is currently receiving fees from the following: Fidelity, ICON Mutual Funds (formerly known as Meridian) and Federated Mutual Funds. Furthermore, ICON may compensate DMM extra to promote the ICON Funds. As a result of these fees, DMM has an incentive to invest client assets in the mutual funds for which DMM receives this additional compensation. However, DMM shall maintain its fiduciary duty by only recommending mutual funds that it deems appropriate and suitable for clients.</p> <p>As indicated under disclosure for item 12(B), DMM utilizes the services of the FIIBG program sponsored by Fidelity. Although DMM and the advisory services provided by DMM are entirely independent of Fidelity, DMM, in fact receives economic benefits from Fidelity which it would not receive if DMM were not a member of the FIIBG program. These benefits include: reimbursement of certain expenses incurred by DMM in connection with marketing and client education (e.g., seminars, DMM's proposed Estate Planning Overview service), a dedicated trading desk that services FIIBG participants exclusively, a dedicated service group and an account services manager dedicated to DMM's accounts, access to a real time order matching system, ability to "block trade", electronic download of trades</p>
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	<p>balances and positions in FIIBG's portfolio management software, access to an electronic interface with FIIBG's software, duplicate and batched client statements, confirmations and year-end summaries, the ability to have advisory fees directly debited from client accounts (in accordance with federal and state requirements), a quarterly newsletter, access to Fidelity mutual funds, access to over 2,000 mutual funds not affiliated with Fidelity, ability to have loads waived for DMM's clients who invest in certain Fidelity loaded funds, when certain conditions are met and maintained; and the ability to have custody fees waived (when negotiated by the adviser and allowed under certain circumstances). These benefits do not depend on the amount of assets directed by DMM to Fidelity. DMM also utilizes a trade error account provided by Fidelity. For trade errors made at Fidelity, DMM retains the gains and clients are reimbursed for any losses.</p> <p>DMM will be participating in the pilot of Fidelity's Investment Advisor Referral Program. As a participant in this pilot program, DMM is eligible to receive prospective client referrals from Fidelity. DMM does not compensate Fidelity for such referrals, nor does DMM receive direct compensation from Fidelity for participating in this pilot program.</p> <p>As indicated under disclosure for Item 12(B), DMM utilizes the services of the Schwab program sponsored by Charles Schwab & Co., Inc. Although DMM and the advisory services provided by DMM are entirely independent of Schwab, DMM receives certain benefits from Schwab which it may not receive if DMM were not a member of the Schwab program. These benefits include: Schwab Institutional Website, electronic download of trades, balances and in positions debited from client accounts (in accordance with federal and state requirements), personnel at Schwab are dedicated to assist DMM in servicing DMM clients' accounts, educational and marketing materials. These benefits do not depend on the amount of assets directed by DMM to Schwab. DMM also utilizes a trade error account provided by Schwab. For trade errors made at Schwab, Schwab retains any gains and pays for losses up to \$100; losses over \$100 are reimbursed directly by DMM.</p>
Item 13 (B)	<p>COMPENSATION TO THIRD PARTIES</p> <p>DMM may from time to time compensate, either directly or indirectly, any person (defined as a natural person or a company) for client referrals. DMM is aware of the special considerations promulgated under the Investment Advisers Act of 1940 with regard to such compensation. As such, appropriate disclosure shall be made, all written instruments will be maintained by DMM and all Federal and/or State laws will be observed.</p> <p>A written referral agreement in compliance with Federal regulations and retained by both the investment advisor and any such person will be in place and any referral fee will be paid pursuant to said written agreement. Prior to or at the time of entering into any investment advisory contract with DMM, any client referred to DMM pursuant to any such referral agreement will receive a disclosure statement in compliance with Federal regulations of the referral and compensation relationship between the solicitor and DMM.</p> <p>DMM has entered into a mutual referral arrangement with Wasmer, Schroeder & Company, Inc. (Wasmer) an independent registered investment adviser. Under this agreement, Wasmer may be recommended to clients in connection with the management of individual equity or fixed income securities held in clients' portfolios. Wasmer is responsible for the management of these specific assets, including the purchase, retention and disposition of the assets in accordance with clients' respective investment objectives, policies and restrictions. Wasmer will have full investment discretion, and trading authority, and shall</p>

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	<p>have sole responsibility for the implementation of the investment program with respect to the client's account for which investment discretion has been delegated by the client and accepted by Wasmer. DMM will not place orders for transactions in the client's account or otherwise exercise trading authority over the account at any time when the account is being managed by Wasmer.</p> <p>Wasmer shall invoice their current management fee quarterly in advance and may remit a pro-rata portion of the fee to DMM in consideration for the referral. No client shall be obligated to engage Wasmer. Similarly, DMM may pay a referral fee to Wasmer for any client referred to DMM for mutual fund portfolio management.</p> <p>DMM personnel may receive compensation for new business. Portfolio managers and sales representatives receive, in addition to their base salary, between 12 to 30 basis points for assets funded to client accounts and net new assets under their supervision. Employees that provide a successful sales lead receive additional compensation ranging from \$100 to \$250.</p>	
PROXY VOTING	<p>PROXY VOTING POLICY</p> <p>DMM does not vote proxies for client accounts.</p>	
PRIVACY NOTICE	<p>PRIVACY NOTICE: THIS NOTICE IS PROVIDED TO EXPLAIN DMM'S PRIVACY POLICY AND PRACTICES TO SAFEGUARD CLIENT INFORMATION</p> <p>This notice is being provided to you in accordance with the Securities and Exchange Commission's rule regarding the privacy of consumer financial information (Regulation S-P). Please take the time to read and understand the privacy policies and procedures that we have implemented to safeguard your nonpublic personal information.</p> <p>DMM does not share nonpublic personal information about our clients with any third party that is not directly involved in providing our investment advisory services, except as permitted by law or at a client's request.</p> <p>DMM collects information about our clients for specific business purposes, and retains it as required by law. We safeguard information in the same manner for both former and current clients. We use the information we collect to administer client accounts, records, and assets, and to help us improve our service to clients. Sources of the information we collect include:</p> <ul style="list-style-type: none"> • Information we receive from you on an application or other forms; • Information about your transactions with us, our affiliates, or others; • Information collected through an Internet "cookie" (an information collecting device form a web server); and • Information we receive from a consumer reporting agency. <p>We do not disclose any nonpublic personal information about our customers or former customers to anyone, except as permitted by law. In accordance with Section 248.13 of Regulation S-P, we may disclose all of the information we collect, as described above, to</p>	

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

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

Applicant: Dion Money Management, LLC	SEC File Number: 801- 68444	Date: 5/1/08
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Dion Money Management, LLC	IRS Empl. Ident.No.: 26-0806050
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Item of Form (identify)	Answer
	<p>certain nonaffiliated third parties such as attorneys, accountants, auditors and persons or entities that are assessing our compliance with industry standards. We enter into contractual agreements with all nonaffiliated third parties that prohibit such third parties from disclosing or using the information other than to carry out the purposes for which we disclose the information.</p> <p>We respect the privacy of our clients and do not reveal personal or transactional information to companies that are not affiliated with us for their independent use unless the information in question is:</p> <ul style="list-style-type: none"> • Requested or authorized by the client; • Required to complete a customer initiated transaction (such as a wire of funds or electronic transfer of funds); • Necessary to comply with Government agencies, law enforcement official or legal actions, as required by regulation during an audit, by statute or by court order. <p>All employees of DMM are required to adhere to strict standards relating to confidentiality. All information about our clients is considered private and privileged, and may be accessed only as needed to provide customer service. Internal access to this information occurs only in accordance with strictly defined security standards. Additionally, DMM employs advanced security technology to safeguard all customer data and prevent any unauthorized access from outside intrusion.</p> <p>DMM considers privacy, security, and service in our online operations to be just as critical as in the rest of our business. We therefore employ all of the safeguards described above, along with the following internet-specific practices.</p> <p>We take the responsibility of safeguarding clients' personal information when interacting with us via the internet very seriously. We apply the same standards discussed above in caring for our clients personal information transmitted electronically. When browsing our website, personal information, such as one's email address, is not collected unless as submitted in a request to receive additional information. Some areas of our website require information, such as User ID and PIN number, to enable clients to perform certain tasks (e.g. view accounts). In these cases we collect only the information necessary to provide the service required.</p> <p>Our website provides access to client account information via direct links to Fidelity Investments and/or Charles Schwab. These companies use a variety of proven protection procedures to maintain the security of online sessions. For example, both companies make extensive use of firewall barriers, encryption techniques and authentication procedures. Both companies use "cookies" and similar files that may be placed on one's hard drive for security purposes, to facilitate site navigation and to personalize the appearance of their sites.</p> <p>When clients access our account through our website, Fidelity Investments and Charles Schwab may collect technical and navigational information, such as computer browser type, Internet protocol address, pages visited, and average time spent on the respective websites. This information may be used, for example, to alert a client to software compatibility issues, or it may be analyzed to improve the design and functionality of their</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
Dion Money Management, LLC	801- 68444	5/1/08

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Dion Money Management, LLC		IRS Empl. Ident.No.: 26-0806050
Item of Form (identify)	Answer	
	<p>websites.</p> <p>At times it may be necessary to provide customer information to parties we hire to support our products and services (such as the company that prints and mails our affiliate's newsletter and other business related materials). This information is limited to only what is required for them to perform their service. DMM requires that these companies agree to adhere to the same high standards of confidentiality that we hold, and that they maintain privacy principles that will protect and safeguard your confidential information.</p>	

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