

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

OMB APPROVAL OMB Number: 3235-0049 Expires: January 31, 2008 Estimated average burden hours per response . . . 9.402

Name of Investment Adviser: Veros Partners, Inc.						
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code	Telephone Number	
5955 South Emerson Ave., Suite 500	Indianapolis	IN	46237	317	781-9300	

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.)

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.

**Form ADV
Part II - Page 2**

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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1. A. Advisory Services and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- | | |
|---|-------|
| <input checked="" type="checkbox"/> (1) Provides investment supervisory services | 40 % |
| <input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services | ___ % |
| <input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above | 10 % |
| <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 | 50 % |
| <input type="checkbox"/> (8) Provides a timing service | ___ % |
| <input type="checkbox"/> (9) Furnishes advice about securities in any manner not described above | ___ % |

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

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 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 | |

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

Applicant:
Veros Partners, Inc.

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

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

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

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

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

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

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

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

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

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

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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:

<ul style="list-style-type: none"> • name • year of birth 	<ul style="list-style-type: none"> • formal education after high school • business background for the preceding five years
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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:

<ul style="list-style-type: none"> <input type="checkbox"/> (1) broker-dealer <input type="checkbox"/> (2) investment company <input type="checkbox"/> (3) other investment adviser <input type="checkbox"/> (4) financial planning firm <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant <input type="checkbox"/> (6) banking or thrift institution 	<ul style="list-style-type: none"> <input checked="" type="checkbox"/> (7) accounting firm <input type="checkbox"/> (8) law firm <input type="checkbox"/> (9) insurance company or agency <input type="checkbox"/> (10) pension consultant <input type="checkbox"/> (11) real estate broker or dealer <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.) 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.)

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

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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 <i>and</i> impose a minimum dollar value of assets or other conditions for starting or maintaining an account? (If yes, describe on Schedule F.)	Yes	No
	<input checked="" type="radio"/>	<input type="radio"/>

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.

Portfolio Management: Veros Partners, Inc. ("VP") will perform continuous reviews of client accounts. More frequent reviews will be triggered by changes in variables such as market, political or economic circumstances, or changes in the client's individual circumstances.

Reviews will be conducted by Matthew D. Haab, Jennifer L. Hine, Adam R. Decker, Charles F. Miller and/or Kelly M. Morgan.

Financial Planning/Consulting: No formal reviews will be conducted for financial planning or consulting clients, except as contracted for at the inception of the advisory relationship.

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

Portfolio Management: In addition to receiving reports and confirmations of all transactions from broker-dealers on a monthly basis for securities transactions, VP will generate periodic performance reports for clients for whom it provides investment supervisory services. Performance reports will also be generated at the client's request.

Financial Planning/Consulting: No regular reports will be issued for financial planning/consulting services, other than those reports contracted for at the inception of the advisory relationship.

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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12. Investment or Brokerage Discretion.

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

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

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

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer
1.D	<p>This brochure provides information about the qualifications and business practices of Veros Partners, Inc. (hereinafter "VP"). Please contact Matt Haab, Partner & Chief Compliance Officer, if you have any questions about the contents of this brochure. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission or by any state securities authority.</p> <p>Additional information about VP is available on the Internet at http://www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for VP is 122299.</p> <p><u>ADVISORY SERVICES AND FEES</u></p> <p>VP provides the following advisory services to its clients:</p> <p>PERSONAL WEALTHCARE SERVICES</p> <p>VP provides Personal Wealthcare Services to individuals, that combines the Investment Supervisory Services with a level of Financial Planning that is appropriate based on the client's needs and preferences. At a minimum, each client has a Personal Wealthcare Plan prepared for them which allows VP to understand each client's goals and how their personal investment plan should be structured to best help them attain their stated goals.</p> <p>INVESTMENT SUPERVISORY SERVICES</p> <p>VP provides Investment Supervisory Services, defined as giving continuous advice to a client or making investments for a client based on the individual needs of the client. Through discussions in which goals and objectives based on a client's particular circumstances are established, VP develops a client's personal investment policy and creates and manages a portfolio based on that policy. VP provides this service to individuals, trusts, estates, pension and profit sharing plans and corporations. VP will manage advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the stated objectives of the client (i.e., maximum capital appreciation, growth, income or growth and income).</p> <p>When appropriate to the needs of the client, VP may recommend the use of margin transactions and/or covered option writing. Because these investment strategies involve certain degrees of risk, they will only be recommended when consistent with the client's stated tolerance for risk.</p>

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

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

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer
	<p>FINANCIAL PLANNING</p> <p>VP also provides advice to individuals in the form of a Financial Plan. Clients purchasing this service will receive a written financial plan that provides clients with a detailed plan designed to achieve their stated financial goals and objectives. In general, the financial plan will address any or all of the following areas of concern:</p> <ul style="list-style-type: none"> - PERSONAL: Family records, budgeting, personal liability, estate information and financial goals. - RETIREMENT: Analysis of current strategies and investment plans to help the client achieve his or her retirement goals. - EDUCATION: Analysis of current strategies and investment plans to help the client achieve his or her education savings goals. - TAX & CASH FLOW: Income tax and spending analysis and planning for past, current and future years. VP will illustrate the impact of various investments on a client's current income tax and future tax liability. - DEATH & DISABILITY: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis. - INVESTMENTS: Analysis of investment alternatives and their effect on a client's portfolio. <p>VP gathers required information through in-depth personal interviews and questionnaires. Information gathered includes a client's current financial status, future goals and attitudes toward risk. Related documents supplied by the client are carefully reviewed. A questionnaire is completed by the client, and a written report is prepared. Should a client choose to implement the recommendations contained in the plan, VP suggests the client work closely with his/her attorney, accountant, insurance agent, and/or investment advisor to ensure proper implementation. Implementation of financial plan recommendations is entirely at the client's discretion. Financial plan recommendations are not limited to any specific product or service offered by a broker dealer or insurance company. All recommendations are of a generic nature.</p>

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

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer
	<p>CONSULTING</p> <p>Clients can also receive investment advice on a more limited basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, education planning or any other specific topic. VP also provides specific consultation and administrative services regarding investment and financial concerns of the client. Additionally, VP provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance and/or annuity advice.</p> <p>COMPANY RETIREMENT PLAN SERVICES</p> <p>VP provides Company Retirement Plan Services, defined as assisting a client with the design, implementation and/or administration of a retirement plan based on the client's goals and objectives. VP also provides continuous investment advice for company retirement plans that includes selecting and monitoring mutual funds to be offered within the plan. VP provides this service to pension and profit sharing plans.</p> <p>FEE SCHEDULE</p> <p>PERSONAL WEALTHCARE SERVICES: An initial, one-time fee is charged for preparation of the client's Investment Policy Statement and Financial Plan. These initial fees may be waived or reduced if the client's portfolio exceeds a certain threshold. These fees and the threshold amounts are as follows:</p> <p>Investment Policy Statement and Personal Wealthcare Plan: \$150.00 (Waived if portfolio is greater than \$100,000.)</p> <p>Supplement to Personal Wealthcare Plan: \$500.00 (Waived if portfolio is greater than \$500,000.)</p> <p>Comprehensive Financial Plan: \$1,000.00 (Waived if portfolio is greater than \$1,000,000.)</p> <p>The annual fee for investment supervisory services will be charged as a percentage of assets under management according to the schedule below:</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 3

**Schedule F of
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Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer									
	<p><u>Assets Under Management Base Fee + % in Excess</u></p> <table> <tr> <td>\$0 to \$1,000,000</td> <td>\$0</td> <td>1.00%</td> </tr> <tr> <td>\$1,000,001 to \$5,000,000</td> <td>\$10,000</td> <td>0.75%</td> </tr> <tr> <td>\$5,000,001 and up</td> <td>\$40,000</td> <td>0.50%</td> </tr> </table> <p>Assets under our management held in "captive" accounts such as company retirement plan accounts, Section 529 College Savings Plan accounts, and annuities are billed using a different fee schedule. These assets are charged a flat annual fee of 0.50%.</p> <p>A minimum semi-annual fee of \$250 is required for this service. VP will quote an exact percentage to each client based on both the nature and total dollar value of their portfolio.</p> <p>Client's will be invoiced in arrears semiannually based upon the value (market value or fair market value in the absence of market value, plus any credit balance or minus any debit balance), of the client's account at the end of the previous semiannual period.</p> <p>FINANCIAL PLANNING: If a client only engages VP to prepare a financial plan for them and not perform any ongoing Investment Supervisory Services, then VP will charge either an hourly rate, ranging from \$75 to \$150, or a fixed fee, ranging from \$250 to \$5,000, for a complete plan, depending on the nature and complexity of the client's circumstances. In isolated cases, where the size and complexity of the plan are unique, a fixed fee above \$5,000 may be charged upon agreement with the client. On an hourly basis, fees will be due and payable as earned. Fixed fees will be due upon completion of the plan unless otherwise arranged with the client. The financial plan will be presented to the client within 90 days of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the client.</p> <p>CONSULTING: Fees for specific administrative and consulting services will be billed at an hourly rate of \$75 to \$150 per hour, upon mutual agreement with the client, and shall be due and payable as earned.</p> <p>COMPANY RETIREMENT PLAN SERVICES: An initial, one-time fee is charged for plan design consulting and assistance with the installation of the plan and/or conversion of the plan.</p>	\$0 to \$1,000,000	\$0	1.00%	\$1,000,001 to \$5,000,000	\$10,000	0.75%	\$5,000,001 and up	\$40,000	0.50%
\$0 to \$1,000,000	\$0	1.00%								
\$1,000,001 to \$5,000,000	\$10,000	0.75%								
\$5,000,001 and up	\$40,000	0.50%								

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 4

**Schedule F of
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer									
	<p>These fees are as follows:</p> <p>One Person Plans: \$250 Multiple Employee Plans / 401(k) Plans: \$500 Simple IRA or SEP-IRA Plans: \$500</p> <p>The annual fee for investment supervisory services will be charged as a percentage of assets under management according to the schedule below (plans with a separate record keeper are half the %'s shown below):</p> <p><u>Assets Under Management Base Fee + % in Excess</u></p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">\$0 to \$1,000,000</td> <td style="width: 25%;">\$0</td> <td style="width: 25%;">1.00%</td> </tr> <tr> <td>\$1,000,001 to \$5,000,000</td> <td>\$10,000</td> <td>0.75%</td> </tr> <tr> <td>\$5,000,001 and up</td> <td>\$40,000</td> <td>0.50%</td> </tr> </table> <p>A minimum quarterly fee of \$250 is required for this service. VP will quote an exact percentage to each client based on both the nature and total dollar value of their portfolio.</p> <p>Client's will be invoiced in arrears quarterly based upon the total value (market value or fair market value in the absence of market value, plus any credit balance or minus any debit balance), of the plan's participant accounts at the end of the previous quarterly period.</p> <p>The fees shown above can generally be paid either directly by the company or employer or paid by the participants of the plan on a pro-rata basis.</p> <p>Depending on the type of plan, there may be other fees charged for the plan installation and/or conversion and for annual administration and recordkeeping expenses by a separate Third-Party Administrator (TPA). These fees may vary based on the type of plan and will be disclosed and discussed in detail as part of the process to select the appropriate plan design.</p> <p>GENERAL INFORMATION ON FEES</p> <p><u>Negotiability of Fees:</u> In certain circumstances, all fees and account minimums may be negotiable.</p> <p><u>Fee Calculation:</u> The fee charged is calculated as described above and is not charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client (SEC Rule 205(a)(1)).</p>	\$0 to \$1,000,000	\$0	1.00%	\$1,000,001 to \$5,000,000	\$10,000	0.75%	\$5,000,001 and up	\$40,000	0.50%
\$0 to \$1,000,000	\$0	1.00%								
\$1,000,001 to \$5,000,000	\$10,000	0.75%								
\$5,000,001 and up	\$40,000	0.50%								

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 5

**Schedule F of
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer
	<p><u>Termination of Advisory Relationship:</u> 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, and any earned, unpaid fees will be due and payable.</p> <p><u>Mutual Fund Fees:</u> All fees paid to VP 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. VP does not place funds under management in mutual funds that impose an initial or deferred sales charge; however, mutual funds transferred to VP may impose a deferred sales charge upon liquidation of that fund when it is sold. A client could invest in a mutual fund directly without the services of VP. In that case, the client would not receive the services provided by VP which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial situation and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by VP to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.</p> <p><u>Class Actions, Bankruptcies and Other Legal Proceedings:</u> Client's should note that VP will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held or previously were held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct VP to transmit copies of class action notices to the client or a third party. Upon such direction, VP will make commercially reasonable efforts to forward such notices in a timely manner.</p> <p><u>Proxy Voting:</u> VP maintains written Proxy Policy & Procedures which reflect the firm's duty as a fiduciary to vote proxies in the best interests of our clients. For ERISA plan clients, proxies are voted solely in the best interests of the plan participants and beneficiaries.</p> <p>Certain clients have expressly retained proxy voting authority and in such instances, VP has no proxy voting responsibility and may not take any action regarding those clients' proxies.</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 6

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

Applicant: Veros Partners, Inc.	SEC File Number: 801- 66979	Date: 07/10/2006
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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: Veros Partners, Inc.	IRS Empl. Ident. No.: 35-2097668
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Item of Form (identify)	Answer
3.L	<p>In the event of any actual or potential conflicts of interests in the voting of any client proxy(ies), VP will make appropriate disclosures to clients and either request that the client vote the proxy(ies), abstain from voting or vote the client proxy(ies), depending on the circumstances.</p> <p>VP maintains relevant and appropriate proxy records as part of the firm's Proxy Policy & Procedures. Our Proxy Policy & Procedures and information about the voting of a client's proxies, where VP has proxy voting responsibility, are available to a client upon written request.</p> <p><u>TYPES OF INVESTMENTS</u></p> <p>Investment advice may be offered on any investments held by a client at the start of the advisory relationship. Recommendations for new investments will typically be limited to those items checked under Item 3 of Form ADV, Part II.</p>
5	<p><u>EDUCATION AND BUSINESS STANDARDS</u></p> <p>All investment advisor persons employed with VP must have a four year college degree and preferably possess, either singly or in combination, a CPA, CFP, PFS or CSA designation. At least three years of experience in a related field is required to become an registered investment advisor representative of VP. Advisory persons must also maintain all appropriate licensing in the jurisdiction (s) from which they offer investment advice.</p>
6.	<p><u>EDUCATION AND BUSINESS BACKGROUND</u></p> <p>MATTHEW DAVID HAAB Year of Birth: 1973</p> <p><u>EDUCATION</u> Attended Taylor University, Upland, IN from August 1991 to May 1992; Attended Indiana University-Purdue University, Fort Wayne, IN from August 1992 to May 1993; B.S., Accounting and Finance, Indiana University, Bloomington, IN, 1996.</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 7

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	<p><u>EMPLOYMENT HISTORY</u> Wealth Management Partner, President, Treasurer & Chief Compliance Officer, Veros Partners, Inc., Indianapolis, IN, 01/00 to Present.</p> <p>ADAM ROBERT DECKER Year of Birth: 1974</p> <p><u>EDUCATION</u> B.S., Business/Accounting, Franklin College, Franklin, IN, 1997.</p> <p><u>EMPLOYMENT HISTORY</u> Business Consulting Partner, Vice President & Secretary, Veros Partners, Inc., Indianapolis, IN, 01/01 to Present.</p> <p>JENNIFER LYNN HINE Year of Birth: 1975</p> <p><u>EDUCATION</u> B.S., Accounting, Indiana University, Bloomington, IN, 1997.</p> <p><u>EMPLOYMENT HISTORY</u> Wealth Management Manager, Veros Partners, Inc., Indianapolis, IN, 08/02 to Present; Senior Tax Consultant, Ernst & Young, Indianapolis, IN, 06/02 to 08/02; Senior Tax Consultant, Arthur Andersen, Indianapolis, IN, 07/97 to 06/02.</p> <p>CHARLES FREDERICK MILLER Year of Birth: 1962</p> <p><u>EDUCATION</u> B.S., Computer Information Systems, Millikin University, Decatur, IL, 1984.</p> <p><u>EMPLOYMENT HISTORY</u> Wealth Management Manager, Veros Partners, Inc., Indianapolis, IN, 08/04 to Present; Financial Planner/Investment Advisor, Synergy Financial Services, Inc., Greenwood, IN, 04/00 to 08/04.</p>

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Item of Form (identify)	Answer
7.A, 7.B, 7.C & 8.C(7)	<p>KELLY MARIE MORGAN Year of Birth: 1981</p> <p><u>EDUCATION</u> B.A., Accounting, Franklin College, Franklin, IN, 2003.</p> <p><u>EMPLOYMENT HISTORY</u> Wealth Management Senior, Veros Partners, Inc., Indianapolis, IN, 07/03 to Present; Student, Franklin College, Franklin, IN, 08/99 to 05/03; Intern, Janae Smiley CPA, Inc., Rushville, IN, 01/02 and 05/01 to 08/01; Intern, DeWitt & Shrader, P.C., Indianapolis, IN, 01/01 to 04/01.</p> <p><u>OTHER BUSINESS ACTIVITIES</u></p> <p>In addition to being a registered investment advisor, VP is also an accountancy corporation. The chief executive officers are licensed investment adviser representatives as well as licensed, practicing certified public accountants. Employees of VP may also be licensed as investment adviser representatives and/or practicing accountants.</p> <p>In addition to providing the advisory services described in Item 1.D., VP also offers business-consulting and bookkeeping services providing clients with entity selection and formation assistance, tax planning, bookkeeping and other related services. These services are separate and distinct from VP's advisory services, and are provided for separate and typical compensation.</p> <p>In their separate capacities as CPAs, these individuals may provide advice about securities which is incidental to their accountancy practice. This advice could, conceivably, include a recommendation that the client use the services of an investment advisor. However, the offering of investment advice by members of VP is entirely separate and distinct from any recommendations made by these individuals in their separate capacities as CPAs.</p> <p>No client is obligated in any way to use this firm in these separate capacities. All fees earned by VP in these capacities are separate and distinct from advisory fees.</p> <p>The chief executive officers of VP may spend as much as 30% of their time with their CPA practice.</p>

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9.E.	<p><u>CODE OF ETHICS</u></p> <p>VP or individuals associated with VP may buy or sell securities identical to those recommended to clients for their personal accounts. In addition, 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>It is the expressed policy of VP that no person employed by VP may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts.</p> <p>VP has adopted a Code of Ethics expressing the firm's commitment to ethical conduct. VP's Code of Ethics describes the firm's fiduciary duties and responsibilities to clients, and sets forth VP's practice of supervising the personal securities transactions of supervised persons with access to client information. Individuals associated with VP may buy or sell securities for their personal accounts identical to or different than those recommended to clients. It is the expressed policy of VP that no person employed by VP shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on the investment decisions of advisory clients.</p> <p>To supervise compliance with its Code of Ethics, VP requires that anyone associated with this advisory practice with access to advisory recommendations provide annual securities holdings reports and quarterly transaction reports to the firm's Chief Compliance Officer. VP requires such access persons to also receive approval from the Chief Compliance Officer prior to investing in any IPOs or private placements (limited offerings).</p> <p>VP requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. VP's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. Any individual not in observance of the above may be subject to discipline.</p> <p>VP will provide a complete copy of its Code of Ethics to any client upon request to the Chief Compliance Officer at VP's principal address.</p>

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10	<p><u>CONDITIONS FOR MANAGING AN ACCOUNT</u></p> <p>VP requires a minimum annual fee of \$500 for Investment Supervisory Services clients. The minimum fee will never be greater than 3.0% of the assets under management for any one client.</p> <p>Please refer to Item 1.D of this Schedule F narrative for complete details.</p>
12.A(1) & 12.A(2)	<p><u>INVESTMENT DISCRETION</u></p> <p>For discretionary clients, VP requests that it be provided with written authority to determine which securities and the amount of securities that are bought and sold.</p> <p>Any limitations on this discretionary authority shall be included in this written authority statement. Clients may change/amend these limitations as required. Such amendments shall be submitted in writing.</p>
12.B	<p><u>BROKERAGE RECOMMENDATIONS</u></p> <p><u>PORTFOLIO MANAGEMENT SERVICES</u></p> <p>As VP does not have the discretionary authority to determine the broker dealer to be used or the commission rates to be paid, clients must direct VP to the broker dealer to be used. In directing the use of a particular broker or dealer, it should be understood that VP will not have authority to negotiate commissions or obtain volume discounts, and best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to other clients.</p> <p>VP will recommend TD Ameritrade Institutional Services, Inc. ("TD Ameritrade"), an NASD registered broker dealer, to clients in need of brokerage services. VP has evaluated this broker dealer and believes that it will provide VP clients with a blend of execution services, commission costs and professionalism that will assist VP in obtaining best execution for transactions. As part of the TD Ameritrade program, VP receives benefits that it would not receive if it did not offer investment advice (See the disclosure under Item 13 A of this Schedule F narrative). VP will block trades where possible and advantageous to clients.</p>

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13.A	<p>This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts so long as transactions costs are shared equally and on a pro-rated basis between all accounts included in any such block. Block trading allows VP to execute equity trades in a more timely, equitable manner and to reduce overall commission charges to clients.</p> <p>FINANCIAL PLANNING</p> <p>VP's advisory practice, due to the nature of its business and client needs, does not include blocking trades, negotiating commissions with broker dealers or obtaining volume discounts, nor necessarily obtaining the best price. VP's primary service encompasses financial planning and thus VP does not 'manage portfolios' in the traditional sense. Therefore, clients will be required to select their own broker dealers and insurance companies for implementation of financial planning recommendations. VP may recommend any one of several brokers. VP clients must independently evaluate these brokers before opening an account. The factors considered by VP when making this recommendation are the broker's ability to provide professional services, VP's experience with the broker, the broker's reputation, and the broker's financial strength among other factors. VP's financial planning clients may use any broker or dealer of their choice.</p> <p>ADDITIONAL COMPENSATION</p> <p>VP uses the third-party custodian services offered by TD Ameritrade. TD Ameritrade is an independent and unaffiliated broker-dealer. While there is no direct linkage between the investment advice given and participation in the TD Ameritrade program, economic benefits are received which would not be received if VP did not give investment advice to clients. These benefits include: receipt of electronic duplicate client confirmations and bundled electronic duplicate monthly statements; access to a trading desk serving TD Ameritrade participants exclusively; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; ability to have investment advisory fees deducted directly from client account(s); access, for a fee, to an electronic communication network for client order entry and account information; receipt of compliance publications; and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors. The benefits received through participation in the TD Ameritrade program may or may not depend upon the amount of transactions directed to, or amount of assets custodied by TD Ameritrade.</p>

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