

OMB APPROVAL

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**FORM ADV**

**Uniform Application for Investment Adviser Registration**

**Part II - Page 1**

|  |                     |            |         |            |                              |
|--|---------------------|------------|---------|------------|------------------------------|
| Name of Investment Adviser:<br>SweetSpot Investments LLC |                     |            |         |            |                              |
| Address:   | (Number and Street) | (City)     | (State) | (Zip Code) | Area Code: Telephone Number: |
| 6484 Maple Hills Drive                                   |                     | Bloomfield | MI      | 48301      | (248) 254-6648               |

**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 government authority.**

**Table of Contents**

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

**(Schedule A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)**

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

Applicant: SweetSpot Investments LLC

SEC File Number:

801-

Date:

02/05/2010

**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 .....   | 100 | % |
| <input type="checkbox"/>            | (2) Manages investment advisory accounts not involving investment supervisory services.....  |     | % |
| <input type="checkbox"/>            | (3) Furnishes investment advice through consultations not included in either service described above...  |     | % |
| <input checked="" type="checkbox"/> | (4) Issues periodicals about securities by subscription .....  | 0   | % |
| <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 clients may use to evaluate securities..... |     | % |
| <input type="checkbox"/>            | (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities...   |     | % |
| <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.)

- 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 type="checkbox"/>            | (2) Hourly charges                               | <input type="checkbox"/> | (5) Commissions       |
| <input 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 type="checkbox"/> | E. Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/>            | B. Banks or thrift institutions     | <input 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 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)**

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

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

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

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

- |   |   |
|---|---|
| (1) <input checked="" type="checkbox"/> Charting    | (4) <input type="checkbox"/> Cyclical                                 |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" 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 type="checkbox"/> Financial newspapers and magazines               | (5) <input type="checkbox"/> Timing services  |
| (2) <input type="checkbox"/> Inspections of corporate activities              | (6) <input type="checkbox"/> Annual reports, prospectuses, filings with the<br>Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases   |
| (4) <input type="checkbox"/> Corporate rating services                        | (8) <input checked="" 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<br>(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions   |
| (2) <input type="checkbox"/> Short term purchases<br>(securities sold within a year)             | (6) <input type="checkbox"/> Option writing, including covered options,<br>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 checked="" type="checkbox"/> Short sales  |  |

Applicant: SweetSpot Investments LLC

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**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, please 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 clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

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

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

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

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

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

- A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
  - (1) broker-dealer
  - (2) investment company
  - (3) other investment adviser
  - (4) financial planning firm
  - (5) commodity pool operator, commodity trading adviser or futures commission merchant
  - (6) banking or thrift institution
  - (7) accounting firm
  - (8) law firm
  - (9) insurance company or agency
  - (10) pension consultant
  - (11) real estate broker or dealer
  - (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 a related person has some financial interest.
- E. Buys or sell for itself securities it also recommended 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 advisory 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 condition 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 account, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

Owner/member Neil Stoloff is the sole reviewer of all accounts that SSI manages, currently numbering 40. Accounts are reviewed quarterly and annually for compliance with each client's stated investment policies and risk tolerance. In addition, ad-hoc reviews may be triggered by recent account activity, material market, economic, or political events, or changes in a client's financial situation (such as retirement, termination of employment, physical move, or inheritance).

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

The Custodian provides monthly and annual reports to each client that detail account activity and performance.

|                                      |                          |                     |
|--------------------------------------|--------------------------|---------------------|
| Applicant: SweetSpot Investments LLC | SEC File Number:<br>801- | Date:<br>02/05/2010 |
|--------------------------------------|--------------------------|---------------------|

**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 <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
| (2) amount of securities to be bought or sold? ..... | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
| (3) broker or dealer to be used? .....               | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
| (4) commission rates paid? .....                     | Yes <input type="checkbox"/>            | No <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 product 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 <input type="checkbox"/>            | No <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? .....  | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |

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

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

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

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

|   |                          |                     |
|---|--------------------------|---------------------|
| Applicant:<br>SweetSpot Investments LLC | SEC File Number:<br>801- | Date:<br>02/05/2010 |
|---|--------------------------|---------------------|

(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:<br><b>SweetSpot Investments LLC</b> | IRS Empl. Ident. No.:<br><b>36-4618027</b> |
|---|--|

| Item of Form<br>(identify) | Answer   |
|----------------------------|--|
| Part II, 1 D, 10           | <p><b>ADVISORY SERVICES AND FEES</b></p> <p>NOTE: Although SweetSpot Investments LLC (SSI) achieved its goal of outperforming its global benchmark in 2008, absolute returns were unacceptably poor. In January 2009, SSI waived 2009 investment advisory fees for clients of the firm as of August 2008, as well as 2009 subscription fees for subscribers as of August 2008.</p> <p><b>1.A.(1) Investment Supervisory Services</b></p> <p>SSI offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. SSI creates an Investment Policy Statement for each client that outlines the client's current situation (income, tax levels, and risk tolerance), and then presents a general plan to aid in the selection of a suitable portfolio. Investment supervisory services include, but are not limited to: investment strategy; personal investment policy; asset allocation; asset selection; and regular and/or continuous portfolio monitoring.</p> <p>SSI evaluates the current investments of each client with respect to his or her risk tolerance and time horizon. SSI obtains discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk-tolerance levels are documented in the Investment Policy Statement.</p> <p><b>Fees and New-Account Funding</b></p> <p>The minimum new-account size is \$100,000. The annual fee for investment advisory services is 1.5% of assets under management, although the final fee schedule may be negotiated. Fees are paid quarterly in arrears. Clients may terminate their accounts without penalty upon written notice within five business days after signing the advisory contract. Because fees are charged in arrears, no refund policy is necessary. SSI withdraws advisory fees directly from clients' accounts with written authorization, or bills clients directly. SSI will not be compensated on the basis of a share of capital gains upon or capital appreciation of funds or any portion of the funds of the client.</p> <p><b>1.A.(4) Periodicals about Securities by Subscription</b></p> <p>Note: In December 2009, SSI ceased offering subscription services other than to current subscribers. The SweetSpot Investment Letter, published annually, recommends trades to be made each January.</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:<br>SweetSpot Investments LLC | SEC File Number:<br><br>801- | Date:<br><br>02/05/2010 |
|---|------------------------------|-------------------------|

(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:<br><b>SweetSpot Investments LLC</b> | IRS Empl. Ident. No.:<br><b>36-4618027</b> |
|---|--|

| Item of Form<br>(identify) | Answer   |
|----------------------------|--|
| Part II, 1D cont.          | SSI's standard annual subscription fee was \$375, but all current subscribers qualified for the discounted Charter Subscriber rate of \$220, payable in January of each year. Because subscribers receive virtually all of the value of an annual subscription shortly after payment of the fee, no refunds are available. Subscribers may cancel their subscriptions at any time.   |
| Part II, 4 A & B           | <p>METHODS OF ANALYSIS, SOURCES OF INFORMATION, AND INVESTMENT STRATEGIES</p> <p>SSI administers a "long/short" investment program seeking to:</p> <ol style="list-style-type: none"> <li>1) capture gains from a global stock investment strategy that has exhibited a durable and consistent advantage over the broad stock market; and</li> <li>2) reduce or eliminate market risk during extended market declines.</li> </ol> <p>The long side of SSI's program relies on a proprietary formula that gauges investor sentiment toward each of 90-100 investment sectors during the previous calendar year. Sectors that are "least loved" among investors are bought and held for three years or longer.</p> <p>The short side of the program uses back-tested strategies for avoiding extended market declines. Clients take short positions in stock-index funds and/or futures, or otherwise reduce their stock-market exposure, when the broad stock market shows signs of vulnerability to a prolonged downturn.</p> <p>SSI's overall strategy is intended to isolate the difference in performance between SSI's long strategy and the broad stock market, while exposing clients to less risk of capital losses than they would face trading the long strategy alone.</p> |
| Part II, 6                 | <p>EDUCATION AND BUSINESS BACKGROUND</p> <p>Name: Neil Hilsum Stoloff    Born: 1953</p> <p>Educational Background:</p> <p>B.S. Psychology/English, Michigan State University 1975<br/>J.D. George Washington University Law School 1979</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:<br>SweetSpot Investments LLC | SEC File Number:<br>801- | Date:<br>02/05/2010 |
|---|--------------------------|---------------------|

(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:<br>SweetSpot Investments LLC |  | IRS Empl. Ident. No.:<br>36-4618027 |
|--|--|-------------------------------------|
| Item of Form<br>(identify)   | Answer   |                                     |
| Part II, 6 cont.   | <p><b>Business Background:</b></p> <p>January 2009 - Present Associated Person, HB Capital Management, Inc.<br/>                 2007 – Present Owner/Member, SweetSpot Investments LLC<br/>                 2005 – 2007 Provided portfolio management services for family accounts and others.</p>  |                                     |
| Part II, 7, 8 C  | <p><b>OTHER BUSINESS ACTIVITIES</b></p> <p>In 2009, SSI entered into a contractual arrangement with HB Capital Management, Inc. (HBCM) of Herndon, Virginia, to provide associated-person services. In April 2009 SSI's owner/manager, Neil Stoloff, met the Series 3 examination requirement and registered as an associated person with the National Futures Association (ID #0410021). Services include advising on the merits of various investment ideas related to HBCM's activities; assisting in the preparation of client reports; and providing a physical presence during occasional periods when HBCM's principal is absent. Total time commitment is approximately three hours per week. HBCM pays SSI 3% of its gross fees as compensation for SSI's services.</p> |                                     |
| Part II, 8 C & 13  | <p><b>OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS; ADDITIONAL COMPENSATION</b></p> <p>In 2009 SSI entered into a contractual arrangement with Peter Crawford Walker, operating as Money Manager Review (MMR), located in Sebastopol, California, whereby MMR acts as a solicitor for SSI on a fee-sharing basis. All solicitation arrangements comply with Rule 206(4)-3 under the Investment Advisers Act of 1940 and other applicable laws and regulations. SSI estimates that the fee-sharing amounts will be equal to or less than 75 basis points of the fees SSI charges its clients. All MMR contacts wishing to do business with SSI are required to acknowledge their receipt of a disclosure document and SSI's Form ADV Part II.</p>                          |                                     |

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

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FORM ADV  
Continuation Sheet for Form ADV Part II**

|   |                          |                     |
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| Applicant:<br>SweetSpot Investments LLC | SEC File Number:<br>801- | Date:<br>02/05/2010 |
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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:<br><b>SweetSpot Investments LLC</b> | IRS Empl. Ident. No.:<br><b>36-4618027</b> |
|---|--|

| Item of Form<br>(identify) | Answer  |
|----------------------------|---|
| Part II, 9                 | <p><b>CODE OF ETHICS</b></p> <p>SSI has a written Code of Ethics that covers the following areas: prohibited purchases and sales; insider trading; personal securities transactions; exempted transactions; prohibited activities; conflicts of interest; gifts and entertainment; confidentiality; service on a board of directors; compliance procedures; compliance with laws and regulations; personal securities transactions; procedures and reporting; certification of compliance; reporting violations; compliance officer duties; training and education; record-keeping; annual review; and sanctions.</p> <p>ANY CLIENT OR SUBSCRIBER HAS A RIGHT TO SEE SSI'S CODE OF ETHICS UPON REQUEST.</p>   |
| Part II, 9 E               | <p><b>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</b></p> <p>As a matter of course, representatives of SSI buy and sell securities for themselves that they also recommend to clients. That is, they "eat their own cooking." SSI always documents any transactions that could be construed as conflicts of interest and always transacts client business before or simultaneously with its own when similar securities are being bought or sold. Similarly, before trading for its own account SSI sends an e-mail that identifies recommended trades to subscribers who manage their own accounts. SSI and its employees are prohibited from offering, selling, or advising about securities in which SSI or any of its employees have a controlling interest.</p> |
| Part II, 10                | See Schedule F, 1 D, above.   |
| Part II, 12<br>A (1-4) & B | <p><b>INVESTMENT OR BROKERAGE DISCRETION</b></p> <p>SSI maintains limited power of attorney over client accounts with respect to securities to be bought and sold and in what amounts, and advisory fees to be paid from the account. SSI has no direct access to account assets for any other purpose. All buying and selling of securities is explained to clients in detail before an advisory relationship has commenced.</p> <p>SSI does not charge a premium or commission on transactions, beyond the actual transaction costs imposed by any Custodian. Every attempt will be made to obtain group discounts on transactions when possible.</p>   |
| Part II, 13                | See Schedule F, 8 C, above.   |

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| Applicant:<br>SweetSpot Investments LLC | SEC File Number:<br>801- | Date:<br>02/05/2010 |
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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:<br>SweetSpot Investments LLC | IRS Empl. Ident. No.:<br>36-4618027 |
|--|-------------------------------------|

| Item of Form<br>(identify) | Answer |
|----------------------------|--------|
|                            |        |

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