

Uniform Application for Investment Adviser Registration

OMB APPROVAL	
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Name of Investment Adviser: Lenox Advisors, Inc.				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone number:
530 Fifth Avenue, 11th Floor	New York	NY	10036	(212) 536-8700

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, and D, 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.

<p>1. A. Advisory Services and Fees. (check the applicable boxes)</p> <p>Applicant:</p> <p><input type="checkbox"/> (1) Provides investment supervisory services</p> <p><input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services</p> <p><input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above</p> <p><input type="checkbox"/> (4) Issues periodicals about securities by subscription</p> <p><input type="checkbox"/> (5) Issues special reports about securities not included in any service described above</p> <p><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</p> <p><input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities</p> <p><input type="checkbox"/> (8) Provides a timing service</p> <p><input type="checkbox"/> (9) Furnishes advice about securities in any manner not described above</p>	<p>For each type of service provided, state the approximate % of total advisory billings from that service. (See instructions below.)</p> <table border="0" style="width: 100%;"> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">55 %</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">45 %</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> <tr><td>_____</td><td style="text-align: right;">%</td></tr> </table>	_____	%	_____	%	_____	55 %	_____	%	_____	%	_____	%	_____	45 %	_____	%	_____	%
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(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 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 checked="" type="checkbox"/> (3) Fixed Fees (not including subscription fees) | <input checked="" 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 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)

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

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

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

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

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

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

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

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

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

5. Education and Business Standards.

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

Yes No

(If yes, describe these standards on Schedule F.)

6. Education and Business Background

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- 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 advisor 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 in 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.)

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

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 sells for itself securities that it also recommends to clients.

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

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

10. Conditions for Managing Accounts. Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services and impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes No

(If yes, describe on Schedule F)

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

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

Annual reviews of plans are conducted only if the client contracts for this additional service. Lenox recommends that all planning clients contract for an annual review to their plan. Reviewers of plans are six principals of the firm and six additional planners of the firm who prepare plans (as of 12/31/08). The planners prepare from approximately 30-120 plans per planner with the average being 60. The plans are prepared consistent with the service description in Schedule F and accordingly reviewed by a principal.

The UBS and Morgan Stanley portfolio management services described in Schedule F are sponsored and administered by those respective firms. Lenox principals or investment adviser representatives will monitor the portfolio management services provided to the Lenox client portfolio. The review will include an overall view, a determination that the services are consistent with the client's investment policy and restrictions (if any). Lenox will communicate with the client on a periodic basis. Reviews will be conducted indirectly as activity occurs and not less than quarterly.

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

Under the administrative service provided to financial planning clients (see Item 1 D of Schedule F), Lenox may publish monthly or quarterly "consolidated statements" of all reported securities, annuity and other holdings provided to Lenox by a client.

Lenox will not issue reports on UBS or Morgan Stanley client accounts. UBS or Morgan Stanley will issue monthly or quarterly reports.

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

12. Investment or Brokerage Discretion.

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

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

B. Does applicant or a related person suggest brokers to clients?	Yes	No
	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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 | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input checked="" type="checkbox"/> | <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); 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 |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

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: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
Item of Form (identify)	Answer	

1.D.	<p>Introduction:</p> <p>Lenox Advisors, Inc., (Lenox) is a State Registered Investment Adviser in New York and other states as required.</p> <p>Lenox is also a general insurance agency and broker. Officers, directors and other employees are appointed insurance agents or brokers directly with various insurance companies or through Lenox.</p> <p><u>Ownership:</u></p> <p>Lenox is a wholly owned subsidiary of National Financial Partners, Inc., (NFP) New York, New York, and a financial service holding company.</p> <p>Lenox became a wholly owned subsidiary of NFP on November 9, 2002 when NFP purchased the assets and liabilities of Lenox Advisors, LLC, which is an entity that no longer exists.</p> <p>Lenox is under the supervision and control of NFP and its board of directors. NFP has entered into a servicing and management agreement with Lenox Management Company, LLC (Lenox Management). Under the servicing agreement, Lenox Management is responsible for the day-to-day activities of Lenox and its employees. Lenox Management is separately owned by six individuals, three of whom are directors of Lenox. The individual shareholders of Lenox Management are:</p> <p>Michael Book, Gregory Large, Richard Van Benschoten, Thomas Carstens, Thomas Henske, and Gregory Olsen.</p> <p>Please see Item 6 of this Schedule F for complete 5-year employment history of these individuals.</p> <p>The board of directors of Lenox is comprised of one person from NFP and also three individuals who are also majority shareholders of Lenox Management. These individuals include:</p> <p>Michael Book, Gregory Large, Richard Van Benschoten, and Brett Schneider.</p>
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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:
Lenox Advisors, Inc.

SEC File Number:
801- **NA**

Date:
08/07/2009

(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:		IRS Empl. Ident. No.:
		01-0576597
Item of Form (identify)	Answer	

	<p>The principal executive officers and other employees of Lenox are also registered representatives (RRs) of MML Investors Services, Inc.; a FINRA registered broker dealer (MMLISI). MMLISI is also an investment adviser registered with the Securities and Exchange Commission. Principal executive officers of Lenox are also registered in some states as Investment Adviser Representatives of MMLISI to sell specific products and services offered by MMLISI as a registered investment adviser.</p> <p>The principal executive officers and other employees are also insurance agents of Massachusetts Mutual Life Insurance Company. Please see Items 7 A-C, 8 C and 9 B, D for additional detail.</p> <p>Lenox Advisors, Inc. has been approved by Massachusetts Mutual Life Insurance Company (and affiliates) as a name to use to solicit Massachusetts Mutual insurance business and/or MML Investors Services, Inc. securities business.</p> <p>This Form ADV, Part 2 will address those products, services and fee schedules offered by Lenox Advisors, Inc. as a registered investment adviser.</p> <p>ADVISORY SERVICES AND FEES:</p> <p>Lenox provides the following advisory services to its clients:</p> <p>FINANCIAL PLANNING</p> <p>Lenox's financial planning services are provided as follows:</p> <p><u>Comprehensive Financial Planning:</u></p> <p>Clients purchasing this service will receive a written report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.</p> <p>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. - TAX & CASH FLOW: Income tax and spending analysis and planning for past, current and future years. Lenox 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. - RETIREMENT: Analysis of current strategies and investment plans to help the client achieve his or her retirement goals. - INVESTMENTS: Analysis of investment alternatives and their effect on a client's portfolio.
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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:
Lenox Advisors, Inc.

SEC File Number:
801- **NA**

Date:
08/07/2009

(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:		IRS Empl. Ident. No.:
		01-0576597
Item of Form (identify)	Answer	

	<p>Lenox gathers required information through in-depth personal interviews. Information gathered includes a client's current financial status, future goals and attitudes towards risk. Related documents supplied by the client are carefully reviewed, including a questionnaire completed by the client, and a written report is prepared. Should a client choose to implement the recommendations contained in the plan, Lenox suggests the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion.</p> <p>Lenox will utilize the financial planning software provided by MMLISI. The software is developed, published and supported by:</p> <p>eMoney Advisor, Inc. 209 West Lancaster Avenue Paoli, PA 19301-1749</p> <p>This software provides Lenox and its financial planning clients with state of the art technology and access to features determined by Lenox to be beneficial to clients. These benefits include:</p> <ul style="list-style-type: none"> • Access to planning tools; • An on-line or printed fact finder (an integral part of the planning process); • Account aggregation (for consolidated "pictures" of holdings, accounts, etc.); • An online vault where client's "scanned" documents can reside in a secure environment; • Interactive tools; • Online reports; • Analysis tools; • Estate planning tools; • Among others. <p>Lenox will provide its financial planning services utilizing this software under the private label name of The Lenox CFO™.</p> <p>Richard Pierce Van Benschoten, Jr. of Lenox is certified by the NFLPA as an NFLPA Registered Player Financial Advisor, and therefore may provide advice to players associated with the National Football League.</p> <p>Lenox maintains a single relationship to provide periodic advice regarding the asset allocation of a variable life insurance policy. Lenox receives an annual fee from the insurance provider of 0.40% of the account value. The fee is calculated and deducted from the insurance account value on a quarterly basis.</p>
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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: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
Item of Form (identify)	Answer	

	<p>FEE - FINANCIAL PLANNING</p> <p>Financial planning fees will be charged as a fixed fee, depending on the nature and complexity of each client's circumstances. An exact fee will be quoted with each client at the inception of the agreement for service, typically in accordance with the following schedule.</p> <table border="0"> <tr> <td>\$1 Million-\$20 Million Net Worth:</td> <td>\$15,000</td> </tr> <tr> <td>\$20 Million-\$40 Million Net Worth:</td> <td>\$20,000</td> </tr> <tr> <td>\$40 Million-\$75 Million Net Worth:</td> <td>\$25,000</td> </tr> <tr> <td>\$75 Million+ Net Worth:</td> <td>\$30,000+</td> </tr> </table> <p>Lenox may require a retainer at the inception of the agreement, depending upon the total cost of the plan. The balance of the fee is due upon presentation of the plan to the client.</p> <p>Typically the financial plan will be presented to the client within 90 days of the contract date. Delivery within this timeframe is dependent upon a client providing all necessary information needed to prepare the financial plan in a timely manner. If the client terminates the service agreement prior to completion of the plan, the fee owed will be prorated based on the amount of the financial plan completed. Once the plan is delivered, the entire financial planning fee less \$500 will be considered earned. The remaining \$500 will be refundable if the client elects not to receive continuing advice regarding implementing and understanding the plan from Lenox over the remainder of a year-long period.</p> <p>FINANCIAL PLANNING – ADMINISTRATIVE SERVICES</p> <p>As part of the financial planning service, Lenox will offer clients an administrative service, which encompasses entering all of the client's financial data into the eMoney Advisors system. This service, for which there is no additional fee paid, is provided from the date of the planning agreement to the next 12-month anniversary date, or through the date of the termination of the planning agreement.</p> <p>Financial data includes but is not limited to:</p> <ul style="list-style-type: none"> • copies of security transactions, for stocks, bonds and mutual funds; • account statements received by the client from broker dealers, mutual fund complexes and insurance companies; • scanned documents such as insurance contracts, trusts, wills, estates, etc. • Among others as determined necessary by Lenox. <p>Clients may thereafter access such information.</p>	\$1 Million-\$20 Million Net Worth:	\$15,000	\$20 Million-\$40 Million Net Worth:	\$20,000	\$40 Million-\$75 Million Net Worth:	\$25,000	\$75 Million+ Net Worth:	\$30,000+
\$1 Million-\$20 Million Net Worth:	\$15,000								
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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: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
Item of Form (identify)	Answer	

	<p>ANNUAL UPDATES TO FINANCIAL PLANS</p> <p>Each financial planning client is requested to allow Lenox prepare, on an annual basis, an update to the financial plan. The fee for this service will range in accordance with the fee schedule presented earlier, typically ranging between 50-75% of the original plan. The actual fee charged will be negotiated between this range with each client based upon changes in a client's situation among other factors. It is anticipated that the fees charged for an annual update will not exceed the fee charged for the initial plan, however, this may not always be the case. The fee for the updating service will be due and payable when the update to the plan is provided.</p> <p>Utilizing The Lenox CFO™, Lenox will continually input client provided data (account statements, confirmations of transactions, etc.) into the software and will issue periodic (monthly or quarterly) consolidated statements of all provided securities, insurance and annuity information all as part of the annual update to the plan. This service, for which there is no additional fee paid, is provided from the date of the planning agreement to the next 12-month anniversary date, or through the date of the termination of the planning agreement.</p> <p>PENSION CONSULTING SERVICES</p> <p>Lenox provides advisory services, separately or in combination as described below, to retirement benefit plans. Lenox will contract with plan sponsors/trustees for various services to the plan.</p> <p>Lenox will provide the following services:</p> <p><u>Plan Sponsor Vendor Due Diligence Vendor Search, Presentation, and Finalist Review</u></p> <ul style="list-style-type: none"> <input type="checkbox"/> Request quotes from up to four vendors <input type="checkbox"/> Analysis of recordkeeping, administration, technology services, plan compliance, employee communications, and investment management services offered by each vendor <input type="checkbox"/> Analysis of hard and soft dollar administrative, investment management, asset and other fees charged by each vendor <input type="checkbox"/> Total cost analysis and projection of all the vendors surveyed (up to four) <input type="checkbox"/> Mapping strategy and investment Scorecard™ comparison for certain core vendors <input type="checkbox"/> Written report and analysis of approximately 35 pages, prepared by Company <input type="checkbox"/> Two RFP discussion presentations to Client of up to two hours (each) <p>Total fee to plan sponsor = \$2500.</p>
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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: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
Item of Form (identify)	Answer	

	<p><u>Plan Sponsor Investment Due Diligence Program</u></p> <ul style="list-style-type: none"> <input type="checkbox"/> Reports prepared by a CFA level investment professional <input type="checkbox"/> Reporting software reports from <i>Zephyr Style Advisor</i> and other industry-standard investment advisory software <input type="checkbox"/> Evaluation of available funds offered by Client's plan provider from approximately 14 different asset classes <input type="checkbox"/> Company ScorecardSM ranking of all available funds in each asset class evaluated <input type="checkbox"/> Quantitative and qualitative criteria including upside and downside capture, one or more style (attribution) analysis, Modern Portfolio Theory statistics (alpha, beta standard deviation, etc.), information ratio, tracking error, and other relevant quantitative and qualitative factors <input type="checkbox"/> Reports prepared quarterly or semi-annually (as agreed between Client and Company) <input type="checkbox"/> Company Investment Market Summary included with each report <input type="checkbox"/> Average total report length > 100 pages <input type="checkbox"/> Periodic on-site meeting with agreed upon frequency (between Client and Company) of up to three hours, to discuss reports, analysis, ScorecardSM and action plans to add, delete, or close specific investments <p>Lenox's fee for ongoing due diligence is \$2000 per reporting period. This fee is due each reporting period in advance. Reporting periods are semi-annually or quarterly.</p> <p><u>Investment Policy Statement</u></p> <ul style="list-style-type: none"> <input type="checkbox"/> Investment Policy Statement (IPS) sample wording <input type="checkbox"/> IPS integrated with (above) investment due diligence process <p>Lenox will typically complete an investment policy statement for clients for approximately \$2500.</p> <p><u>Employee Education and Communications</u></p> <ul style="list-style-type: none"> <input type="checkbox"/> On-site enrollment and investment education meetings coordinated by Company <input type="checkbox"/> Sample memos, correspondence, and other employee communications materials <input type="checkbox"/> On-site enrollment and investment education meetings with frequency determined by Client and Company <input type="checkbox"/> Meetings presented by Company representatives or plan vendor representatives
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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: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
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	<p>The nature of the topics to be covered will be determined by Lenox and the client under the guidelines established by ERISA Section 404(c). Lenox investment education seminars/workshops will not provide employees with individualized, tailored investment advice or individualized, tailored asset allocation recommendations.</p> <p>Employee Education and Communications services are provided for a fixed fee of \$1000 per education meeting including preparation of associated prepared materials.</p> <p><u>General Plan Consulting</u></p> <p><input type="checkbox"/> The Adviser will assign a Plan Consultant, who is responsible for responding to ongoing questions, concerns, and issues raised by the Client that are related to Client's qualified retirement plan.</p> <p>Complete Pension Consulting services will include General Plan Consulting, and will be charged for a fixed fee of \$10,000 (billable \$2500 per quarter.) This fee anticipates semi-annual reporting, and one employee education meeting along with each of the other services described. Additional reporting and education meetings are negotiable.</p> <p>Company will base suggestions and recommendations to Client on information provided by Client. Client may accept or disregard, in whole or in part, any recommendation or suggestion made by Adviser.</p> <p>MMLISI ADVISORY PLATFORM</p> <p>Lenox's employees and representatives separately offer MMLISI's Asset Management Service, which includes client advice regarding asset allocation and the selection of third party investment management programs and sub-advisers. Representatives will assist clients in the selection of management program and sub-advisers among those offered by MMLISI through its investment advisory services. All Lenox Asset (Wealth) Management personnel are investment advisory representatives of MMLISI and will provide clients with these services through MMLISI. No investment management programs and sub-advisers not approved and participating in the MMLISI platform will be considered. Clients will receive the MMLISI disclosure brochure when electing to participate in an asset management platform through Lenox. Lenox's services consist of an analysis of an individual client's circumstances and recommendations related to involvement in the MMLISI Advisory Platform. Client fees are paid to MMLISI directly, and Lenox receives a portion of such fees only. Lenox does not separately charge fees to clients for monitoring of MMLISI Advisory Platform accounts. These services are separate from Lenox's planning services.</p>
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**Schedule F of
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Continuation Sheet for Form ADV Part II**

Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
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	<p>REFERRALS TO A THIRD PARTY ADVISER / PORTFOLIO MANAGER</p> <p>Lenox, when suitable for its advisory clients, will refer clients to Morgan Stanley & Co., Inc. and/or UBS Financial Services, Inc. ("UBS"). Morgan Stanley and UBS offer portfolio management services through asset management services which are more fully described in those firms' respective disclosure brochures. Morgan Stanley and UBS are registered broker dealers and Investment Advisers registered with the Securities and Exchange Commission.</p> <p>There is no agreement between these firms and Lenox for client referrals. Lenox services are provided under a separate arrangement with each client. Services provided by Lenox for clients referred to Morgan Stanley and UBS include:</p> <ul style="list-style-type: none"> • To assist the client in the determination of their investment objectives and risk tolerances; • To assist the client in the selection of the style available based upon their investment objectives and risk tolerances; • To assist the client in an asset allocation among the above stated styles/portfolios; and • Monitoring the performance of the portfolio. <p>Lenox will charge client the following fees for the above stated services. These fees are separate and distinct from those charged by Morgan Stanley and UBS:</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Style/Portfolio</th> <th>Annual Fee</th> </tr> </thead> <tbody> <tr> <td>Equities</td> <td>0.20% to 0.40% of asset value</td> </tr> <tr> <td>Fixed Income</td> <td>0.12% to 0.15% of asset value</td> </tr> </tbody> </table> <p>Lenox annual fees are billed quarterly, in arrears on the quarter end value of all assets in the account(s) of referred client as valued by the account custodian. In any partial calendar quarter, the advisory fee will be pro rated based on the number of days that the Account was open during the quarter. Either party may terminate the relationship by delivering written notice to the other party.</p> <p>UBS and Morgan Stanley will debit Lenox's fee and remit such periodic fee to Lenox from the applicable account(s).</p> <p>UBS and Morgan Stanley charge separate fees for portfolio management services and client will contract separately with those firms regarding their services and fees.</p>	Style/Portfolio	Annual Fee	Equities	0.20% to 0.40% of asset value	Fixed Income	0.12% to 0.15% of asset value
Style/Portfolio	Annual Fee						
Equities	0.20% to 0.40% of asset value						
Fixed Income	0.12% to 0.15% of asset value						

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**Schedule F of
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Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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	<p>GENERAL INFORMATION ON ADVISORY SERVICES AND FEES</p> <p>As disclosed above, depending upon client circumstances, fees are negotiable within defined ranges.</p> <p>Planning services are provided to family members and friends of Lenox at a discounted rate. This rate is not available to all of Lenox's advisory clients.</p> <p>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> <p>A client agreement may be canceled at any time, by either party, for any reason upon written notice delivered to the other party. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable. The client has the right to terminate an agreement without penalty within five business days after entering into the agreement. If Lenox has provided services pursuant to the agreement, Lenox is entitled to negotiated compensation for services rendered as described above.</p> <p>All fees paid to Lenox 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, please review them. 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. A client could invest in a mutual fund directly, without the services of Lenox. In that case, the client would not receive the services provided by Lenox 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 condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by Lenox to fully understand the total amount of fees to be paid by the client and to thereby evaluate the reasonableness of the advisory services being provided.</p> <p>For California residents: Pursuant to California Rule 260.235.2, a conflict exists between the interests of this firm and its associated persons and the interest of a client. The client is under no obligation to act upon this firm's or associated person's recommendations. If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through the registrant, or through any associated person as these people are RRs with a licensed broker-dealer and IA Reps and insurance agents of the broker dealer and its affiliates.</p> <p>For California Residents: Subsection (j) of Rule 260.238, California Code of Regulations requires that all investment advisers disclose to their advisory clients that "lower fees for comparable services may be available from other sources".</p>
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**Schedule F of
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Applicant:
Lenox Advisors, Inc.

SEC File Number:
801- NA

Date:
08/07/2009

(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:		IRS Empl. Ident. No.:
		01-0576597
Item of Form (identify)	Answer	

3.L.	<p>TYPES OF INVESTMENTS</p> <p>Lenox, as part of its planning services, will provide advice to clients on investing in venture capital limited partnerships investing in private equity (funds of funds, primarily). Lenox may also make recommendations to clients about on-going participation in these types of limited partnerships.</p> <p>Lenox also provides advice to clients in regards to restricted options given to employees, officers or directors of public stock companies. Advice may include different finance options an owner may use to convert the options into shares, among others.</p>
5.	<p>EDUCATION AND BUSINESS STANDARDS</p> <p>Investment advisor representatives (IARs) associated with Lenox must possess, minimally, the following: A college degree and/or appropriate business experience and all required registration licenses.</p>
6.	<p>EDUCATION AND BUSINESS BACKGROUND</p> <p>MICHAEL ANDREW BOOK BORN: 1965</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.S., Consumer Economics, University of Delaware, 1986. CLU, ChFC, CLTC</p> <p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>President, Director, Investment Adviser Representative, Lenox Advisors, Inc., from 01/02 to present. Owner, Member and Manager, Lenox Management Company, LLC, from 01/02 to present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 05/91 to Present. Agent, Mass Mutual Life Insurance Company, from 2/91 to Present. Lenox Long Term Care, Inc., Director, Vice President, Insurance company/agency, 6/02 to present. Sole Member, President & CEO, 1311 Enterprises, LLC d/b/a Fifth Avenue Financial, from 01/09 to Present.</p>

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**Schedule F of
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	<p>THOMAS JAMES CARSTENS BORN: 1963</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.A., Economics, History, Chemistry, University of Pennsylvania, 1986. CLU, ChFC</p> <p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>Vice President, Investment Adviser Representative, Lenox Advisors, Inc. from 01/02 to Present. Member, Lenox Management Company, LLC, from 01/02 to present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 05/91 to Present. Agent, Mass Mutual Life Insurance Company, from 5/90 to Present.</p> <p>GREGORY KARL LARGE BORN: 1967</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.S., Economics, Penn State University, 1990. CLU, ChFC, CLTC</p> <p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>Treasurer, Director, Investment Adviser Representative, Lenox Advisors, Inc., from 01/02 to Present. Owner, Member and Manager, Lenox Management Company, LLC, from 01/02 to present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 07/91 to Present. Agent, Mass Mutual Life Insurance Company, from 7/90 to Present. Lenox Long Term Care, Inc., Director, Treasurer, Insurance company/agency, 6/02 to present.</p> <p>RICHARD PIERCE VAN BENSCHOTEN, JR. BORN: 1964</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.S., Finance, Lehigh University, 1987. Masters, Real Estate Development, New York University, 1992. CFP, 1994</p>
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**Schedule F of
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Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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	<p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>Secretary, Director, Investment Adviser Representative, Lenox Advisors, Inc., from January, '02 to present. Owner, Member and Manager, Lenox Management Company, LLC, from 01/02 to present. Member, President, CEO, Lenox Financial Group, LLC, 1/00 to Present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 01/88 to Present. Agent, Mass Mutual Life Insurance Company, from 12/87 to Present. Agent, Cowan Financial Group, LLC, from 12/87 to Present. Lenox Long Term Care, Inc., Director, Vice President, Insurance company/agency, 6/02 to present.</p> <p>THOMAS JOSEPH HENSKE BORN: 1972</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.A., Foreign Affairs, University of Virginia, 1992. CLU, ChFC, CFP, CFS, CLTC</p> <p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>Investment Adviser Representative, Lenox Advisors, Inc., from January, '03 to present. Owner, Member and Manager, Lenox Management Company, LLC, from 01/03 to present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 02/95 to Present. Agent, Mass Mutual Life Insurance Company, from 02/95 to Present.</p> <p>GREGORY LOUIS OLSEN Born: 1969</p> <p><u>EDUCATION AFTER HIGH SCHOOL:</u></p> <p>B.A., Psychology, Binghamton University, 1991. CFP, CLTC</p> <p><u>EMPLOYMENT HISTORY, LAST 5 YEARS:</u></p> <p>Investment Adviser Representative, Lenox Advisors, Inc., from 05/05 to present. Owner, Member and Manager, Lenox Management Company, LLC, 05/05 to present. Registered Representative and Investment Adviser Representative, MML Investors Services, Inc., from 07/91 to Present. Agent, Mass Mutual Life Insurance Company, from 07/91 to Present. Agent, Cowan Financial, from 07/91 to 05/05.</p>
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**Schedule F of
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Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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**7.A., 7.B., 7.C., 8.C.(9),
9.B. & 9.D.**

OTHER BUSINESS ACTIVITIES

Lenox's principal executive officers and other employees are separately licensed as registered representatives of MML Investors Services, Inc. ('MMLISI'), a broker-dealer and investment adviser, and/or as insurance agents or brokers for Massachusetts Mutual Life Insurance Company ('MML') and other insurance companies, including Cowan Financial Group, LLC, a general agency for MML. Michael Book is the General Agent for the Cowan Financial Group.

As insurance agents and registered representatives of a broker dealer, officers and employees may offer products to financial planning or other advisory clients. To the extent that a client chooses to purchase a product (investment security or insurance) through such employee as a representative, the officer or employee of Lenox Advisors will typically receive compensations separate and distinct from the advisory fee charged by Lenox. The compensation may be a commission, a marketing, service or distribution fee (commonly referred to as a 12b-1 fee), or other typical industry compensation.

Lenox's principal executive officers and other employees are also investment adviser representatives of MMLISI for the exclusive purpose of providing certain advisory services offered through MMLISI in its capacity as a registered investment adviser. Those advisory services are described in MMLISI's Form ADV Part II, and are separate and distinct from the advisory services provided by Lenox. MMLISI is unaffiliated with the advisory activities of Lenox. See MMLISI Advisory Platform Service description above.

When MMLISI is used as the broker for client transactions, Lenox's principal executive officers and other employees, in their separate capacities as representatives of MMLISI, will receive compensation. Neither these individuals nor Lenox may assist the client in placing trades through brokers other than MMLISI.

While these individuals endeavor at all times to put the interest of the clients first as part of Lenox's fiduciary duty, clients should be aware that the receipt of additional compensation through these other positions described herein itself creates a conflict of interest, and may affect the judgment of these individuals when making recommendations.

The principal executive officers of Lenox are investors in Guardian Sports Management, LLC, since September of 2001. Lenox is the exclusive financial service organization for referrals of athletes in need of these services by Guardian Sports Management, LLC. The principals of Lenox spend no time on the management or business of Guardian Sports Management; they are passive investors only.

The principal executive officers of Lenox are officers of Lenox Long Term Care, LLC (LLTC). LLTC was established for the sole purpose of purchasing or selling long term care insurance products for clients of LLTC. This entity is a joint venture between James Ryan an individual, and Lenox Advisors (60% owned by Lenox).

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

Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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<p>8.C.(1), 8.C.(3), 8.C.(5), 8.C.(9), 8.C.(10), 8.C.(12), 9.A., 9.B., 9.C., & 9.D.</p> <p>9.E.</p>	<p>Item 1.D. above describes certain administrative services that Lenox may provide in coordination with financial planning services. Lenox will also provide these services, which primarily include the entry of financial data, separate and apart from financial planning services. Data may be entered in spreadsheets or other medium different than that used for financial planning services.</p> <p>These individuals may spend as much as 50% of their time with all of these related activities.</p> <p>NATIONAL FINANCIAL PARTNERS CORP.</p> <p>Lenox is owned by National Financial Partners Corp. (NFP), which also owns and controls two broker dealers, other investment advisers, futures commission merchants and commodity pool operators, insurance companies, pension consultants and sponsors of limited partnerships and companies. Lenox does not have material business relationships with these other companies owned and controlled by NFP.</p> <p>Lenox, as a registered investment adviser, does not participate in the following activities:</p> <p>Principal trading; or, The purchase or sale of client securities, which are sold to or brought from a brokerage customer (agency cross trading); or, futures or commodities trading; or, sponsoring investment-related limited partnerships or companies.</p> <p>Related persons, i.e., advisers or brokers under common control and ownership with Lenox, through our parent, NFP, may engage in these activities. Advisory clients of Lenox may, at their own discretion, use the services of these other companies. Lenox does not, however, solicit any clients to participate in such activities, or itself participate in such activities on behalf of advisory clients.</p> <p>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</p> <p>Lenox or individuals associated with Lenox may buy or sell securities identical to those recommended to customers 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>As these situations represent a conflict of interest, Lenox has established the following restrictions in order to ensure its fiduciary responsibilities:</p> <p>1) A member or employee of Lenox shall not buy or sell securities for their personal portfolio(s) where their decision is substantially 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 person of Lenox shall prefer his or her own interest to that of the advisory client.</p>
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Schedule F of Form ADV

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Applicant: Lenox Advisors, Inc.	SEC File Number: 801- NA	Date: 08/07/2009
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<p>10.</p> <p>12.A.(1), 12.A.(2), 12.A.(3), 12.A.(4), & 12.B.</p>	<p>2) Lenox maintains a list of all securities holdings for itself, and anyone associated with this advisory practice with access to advisory recommendations. A member of Lenox reviews these holdings on a regular basis.</p> <p>3) All clients are fully informed that certain individuals may receive separate compensation when effecting transactions during the implementation process.</p> <p>4) Lenox emphasizes the unrestricted right of the client to decline to implement any advice rendered.</p> <p>5) Lenox requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.</p> <p>6) Any individual not in observance of the above may be subject to termination.</p> <p>CODE OF ETHICS</p> <p>Lenox has adopted a Code of Ethics (COE) and Insider Trading Policy (ITP) expressing the firm's commitment to ethical conduct. Lenox's COE and ITP describe the firm's fiduciary duties and responsibilities to clients. Lenox requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices. Lenox's COE and ITP further includes the firm's policy prohibiting the use of non-public information. Any individual not in observance of the above may be subject to discipline.</p> <p>Lenox hereby offers a complete copy of its COE and ITP to any client upon request to the Compliance Officer at Lenox's principal address. A copy of our Code of Ethics is available to any client or prospective client upon request.</p> <p>MINIMUM NET WORTH</p> <p>Lenox typically requires a minimum net worth of \$1 Million by a client before Lenox will offer its financial planning services.</p> <p>INVESTMENT OR BROKERAGE DISCRETION</p> <p>Lenox itself does not have investment or brokerage discretion for any Lenox advisory client.</p> <p>NFP, the parent of Lenox also owns several affiliated registered investment advisers. The affiliated advisers do have investment and brokerage discretionary authority over non-Lenox advisory client accounts. There are no referral arrangements between Lenox and any of these affiliates of Lenox.</p> <p>There are no material relationships between affiliated advisors under common control and ownership and the advisory services provided by Lenox to our clients.</p>
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	<p>FINANCIAL PLANNING, CONSULTING, AND INVESTMENT EDUCATION</p> <p>The principals and other investment adviser representatives of Lenox are separately registered as representatives of MMLISI, a FINRA-registered broker-dealer. Lenox will recommend the use of MMLISI and these individuals to clients for implementation of planning service recommendations, provided that this recommendation is consistent with Lenox's fiduciary duty to the client. Except in certain situations described in Item 1.D. of this Schedule F, any commissions or other compensation received from the implementation of planning service or consulting recommendations is separate and distinct from Lenox's advisory fee. No planning service or consulting client is obligated to use MMLISI or Lenox's principals or investment adviser representatives to implement any recommended transactions.</p> <p>Clients should be aware that best execution and lower commissions may not necessarily be achieved if recommended transactions are placed through these individuals in their separate capacities as registered representatives or insurance agents/brokers.</p> <p>A client may choose any broker-dealer to execute his/her securities transactions. If Lenox is selected to assist in the execution of any client's securities transactions, Lenox will utilize MMLISI as the broker-dealer with written disclosure for client. Lenox's members, in their separate capacities as registered representatives, usually will receive commissions in connection with such transactions. If a planning service client chooses to use a broker-dealer with which a member of Lenox is not registered, Lenox or its members may not participate or assist in any manner, in any purchase, sale or other transaction effected through that broker-dealer.</p> <p><u>Lenox does not exercise investment discretion.</u></p> <p>With respect to advisory clients that are accounts regulated under the Employee Retirement Income and Security Act ("ERISA") or individual retirement accounts ("IRAs"), Lenox provides general investment advice about the merits and risks of several investment alternatives. Lenox has no discretionary authority or control, whatsoever, with respect to ERISA or IRA accounts. The named Plan fiduciary must make the investment decisions about the purchase of any products based on his/her understanding of the Plan's needs and objectives, and Lenox is in no way responsible for any investment decisions. The Plan fiduciary is free to seek independent advice about the appropriateness of any investment for the Plan.</p> <p>Any advisory fees Lenox receives for ongoing advisory services to ERISA or IRA accounts are reduced by the amount of any commissions or Rule 12b-1 fees that members of Lenox receive that are attributable to these accounts. This offset does not apply to one-time generic plans or to investment education provided within the Department of Labor's Section 404(c) guidelines.</p> <p>13.A. ADDITIONAL COMPENSATION</p>
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.: 01-0576597
Item of Form (identify)	Answer	

13.B.	<p>The principals and other employees of Lenox may, from time to time, receive incentive awards for the recommendation/introduction of investment products. These include gifts, gratuities, prizes, higher payouts, travel among others.</p> <p>The principals and other employees of Lenox will, from time to time, receive 12b-1 distribution fees from investment companies for placing client funds into investment companies as part of planning service recommendations. Loads (commissions) may also be earned in separate capacity as registered representative of MMLISI.</p> <p>While these individuals endeavor at all times to put the interest of the clients first as part of Lenox's fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest, and may affect the judgment of these individuals when making specific security, insurance, variable product or other "commissionable" product recommendations.</p> <p>Lenox has also entered into a referral fee relationship with Tremont Offshore, an advisor of private partnerships. Lenox may refer clients to Tremont. For Clients referred by Lenox to Tremont, who elect to invest in the adviser's partnerships, Lenox will receive with a referral fee equal to a percentage of assets invested by the client. These fees may range as high as 1.00 percent of the assets under management, and clients will receive information about the specific fees paid to Lenox.</p> <p>PAYMENT OF REFERRAL FEES</p> <p>As disclosed under Item 1 D of this Schedule F, Lenox will receive from third parties client referrals. For those referrals, Lenox will be paying the third party a portion of the standard advisory fees charged (please see Item 1 D disclosure for specific fee detail). Our services are not priced higher due to these referral arrangements.</p> <p>Lenox is aware of its responsibilities under the Advisers Act and equivalent state law to participate in cash referral arrangements. Each third party will also be required to meet its own obligations mandated by the Advisers Act and/or equivalent state law. This will include, but is not limited to state registrations and licensing for the firm and/or individuals participating in the cash referral services program.</p> <p>Lenox also pays referral fees to MML Investor Services, Inc. and NFP Securities, Inc. Of the standard advisory fees charged to clients under Item 1.D. disclosures, representatives of these two companies who solicit for Lenox will receive up to twenty percent (20%) of the fees charged by Lenox to referred clients.</p>
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Complete amended pages in full, circle amended items and file with execution page (page 1).