

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

Applicant: Helm Investment Management, LLC (March 31, 2010)	SEC File Number: 801- 49623	Date: 3/31/2010
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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:		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 6 Education And Business Background	<p>Thomas Jay Barrett, Jr. (born September 23, 1946) has been practicing in the area of financial planning and investment asset management for more than thirty-five years. He was among the first of the group of CPA's in Colorado to qualify for the designation of Personal Financial Planning Specialist granted by the American Institute of Certified Public Accountants. In his prior practice as both a CPA and an Attorney, he has focused on coordinated tax and financial planning for wealthy individuals, families and closely held corporations. In addition to asset management, his practice has included tax, estate, trust and probate matters. He has served as an attorney, arbitrator, or expert witness in more than 200 cases involving financial matters. Tom continues a legal practice in the estate and trust area though Thomas Barrett & Assoc, P.C as well as being a member of Helm Investment Management, LLC. Tom also serves as a private trustee for clients, and is a current or prior member of the boards of numerous non-profit organizations. Tom is a member of the Colorado Society of CPAs, the AICPA, the Colorado Bar Association, the American Bar Association, the DBA tax section, and the American Association of CPA/Attorneys.</p> <p>Tom graduated from the University of Michigan in 1968 with a major in English and minors in psychology and economics. He became a Marine Corps officer and served in Vietnam primarily with the 3rd Battalion, Fifth Marines. He continued in the USMC active reserves until 1976. Tom received both a Masters Degree in Accounting and a Law Degree from the University of Denver. He began in Denver as a member of the Ernst and Ernst audit staff. He later joined the tax department of Price Waterhouse which he eventually left to begin private practice.</p> <p>Jay Allan McCormick (Born February 23, 1959) graduated Magna Cum Laude in 1981 from the Honors College at the University of Michigan, with a Bachelor's degree in English and a minor in history. He started his career as a financial journalist with Advertising Age, before moving on to Crain's Chicago Business, and then to Forbes. In 1986, Jay joined USA Today, where he rose after a few years to the position of Financial Markets Editor. In that role, he directed all stock and bond market coverage. He also developed the Insider Trading column, tracking large equity trades by company executives, the first such column to be produced regularly and rigorously. In 1993, Jay was named Managing Editor for Crain's Chicago Business, responsible for developing strong business coverage of the Chicago area on a regular basis. He also wrote a monthly column on the strategies of mutual fund portfolio managers. In his final journalism position, Jay became an international correspondent and wrote investment and other financial and economic articles from Paris and London for USA Today, as well as for Business Week International and other business publications.</p>	

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

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I. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:		IRS Empl. Ident. No.:
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Item 7 Other Business Activities	<p>In 1997, Jay was named an Alfred P. Sloan Fellow at the University of London. After graduating with Distinction with a Master's of Science in Management at the London Business School, Jay joined Standard & Poor's in the U.S. During his more than seven years at S&P, he supervised a group of industry analysts, worked with global investment data and index providers, and oversaw data and products used by major mutual fund and quantitative analysis firms around the world for equity and fixed income research. During this period, Jay also studied the technical workings of the financial markets, passed a series of examinations and earned his Chartered Financial Analyst (CFA) designation. The CFA charter is internationally recognized as a global standard for measuring portfolio management and investment analysis competence and integrity.</p> <p>In addition to financial asset management, the principals of the firm provide financial planning advice. Financial planning advice is billed at hourly rates. Approximately 10% of the firm's revenues are from financial planning services.</p>	
Item 9E Participation or Interest in Client Transactions	<p>Members in Helm Investment Management, LLC trade in their own or their direct family member's accounts from time to time many of the same securities that are held in client accounts. At Helm, investment transactions for clients must have priority over investment transactions in which a Member is the beneficial owner. In addition, Helm Members have access to the investment account statements of other Members and are thus able to confirm compliance with this policy.</p> <p style="text-align: center;">Helm's Code of Ethics is as follows:</p> <p>Members of Helm must:</p> <ul style="list-style-type: none"> • Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, colleagues in the investment profession, and other participants in the global capital markets. • Place the integrity of the investment profession and the interests of clients above their own personal interests. • Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities. • Practice and encourage others to practice in a professional and ethical manner that will reflect credit on themselves and the profession. • Promote the integrity of, and uphold the rules governing, capital markets. <p>This Code of Ethics is available to Helm Investment Management, LLC clients and prospective clients on request.</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.:
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QUESTION 11 Review of Accounts	<p>a. Review and Reviewers: Thomas Jay Barrett, Jr. ("Tom") and Jay Allan McCormick ("Jay") review each account on a weekly basis. The accounts receive a detailed review on a monthly basis. Each account may also be screened for a common problem such as the ownership of a security we have decided to sell. Tom and Jay are the two reviewers and the principals of Helm.</p> <p>b. Nature and Frequency of Reports: Clients receive monthly brokerage statements. Midyear Reviews and Annual Reports. The asset management fee is for portfolio management and includes the midyear and annual reviews as well as meetings regarding portfolio and asset management.</p>	
QUESTION 12 A. Investment Discretion	<p>Account management is under a limited power of attorney granted Helm to select assets, buy, sell, and reinvest the proceeds and dividends. Although Helm can buy and sell various assets within these accounts, this right is subject to limitations. Limitations are established by each client and may, for example, include prohibitions on dealing with puts, calls, options, commodities, or acquiring non-publicly traded assets without specific authorization. We meet on an "as needed" basis to review these accounts and modify the asset mix based on changing goals and circumstances. Helm also provides written midyear and annual reviews of each account. Helm does not vote proxies.</p>	
QUESTION 12 B. Broker Comparisons	<p>We ask new clients where they have their money and discuss with them the pro and con of keeping their money with that custodian as compared to moving their account to Schwab. We discuss, in particular, costs of buying and selling with their current custodian and compare both the costs and other service benefits between their current custodian and Schwab. We received a "Soft dollar" benefit for working with Schwab last year in that Helm received a \$5,000 discount when we bought the Schwab portfolio center for \$1,000.</p>	

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