

FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

OMB APPROVAL

OMB Number: 3235-0049
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Name of Investment Adviser: M.E. Allison & Co., Inc.					
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
950 E. Basse Rd., Second Floor	San Antonio	TX	78209	210-930-4000	

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.

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(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.

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:

- (1) Provides investment supervisory services 99 %
- (2) Manages investment advisory accounts not involving investment supervisory services..... _____ %
- (3) Furnishes investment advice through consultations not included in either service described above... _____ %
- (4) Issues periodicals about securities by subscription _____ %
- (5) Issues special reports about securities not included in any service described above..... _____ %
- (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... _____ %
- (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities... 1 %
- (8) Provides a timing service _____ %
- (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)

- (1) A percentage of assets under management
- (2) Hourly charges
- (3) Fixed fees (not including subscription fees)
- (4) Subscription fees
- (5) Commissions
- (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)

- A. Individuals
- B. Banks or thrift institutions
- C. Investment companies
- D. Pension and profit sharing plans
- E. Trusts, estates, or charitable organizations
- F. Corporations or business entities other than those listed above
- G. Other (describe on Schedule F)

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
<input checked="" type="checkbox"/> (1) exchange-listed securities
<input checked="" type="checkbox"/> (2) securities traded over-the-counter
<input checked="" type="checkbox"/> (3) Foreign issuers | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> B. Warrants | <input checked="" type="checkbox"/> I. Options contracts on:
<input checked="" type="checkbox"/> (1) securities
<input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> J. Futures contracts on:
<input type="checkbox"/> (1) tangibles
<input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in:
<input type="checkbox"/> (1) real estate
<input type="checkbox"/> (2) oil and gas interests
<input checked="" type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> F. Municipal securities | |
| <input type="checkbox"/> G. Investment company securities:
<input type="checkbox"/> (1) variable life insurance
<input type="checkbox"/> (2) variable annuities
<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 checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

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

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

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

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

Applicant: M.E. Allison & Co., Inc.

SEC File Number:
801-

Date:
07/25/2008

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
- formal education after high school
- year of birth
- 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.

See Schedule F

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

See Schedule F

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 type="checkbox"/> | <input checked="" type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <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 | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input type="checkbox"/> | <input checked="" 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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer								
Item 1.D.	<p><u>Services include the following:</u></p> <ul style="list-style-type: none"> - Investment management - Asset allocation management - Annual investment presentation - Annual performance and strategy summary reports - Mid-year written update on account performance and strategy - Quarterly account summary provided by custodian - Open communication <p><u>Fees:</u></p> <table border="0"> <thead> <tr> <th><u>Account Market Value</u></th> <th><u>Fee as a % of Market Value</u></th> </tr> </thead> <tbody> <tr> <td>First \$0 - \$2 million</td> <td>1.00%</td> </tr> <tr> <td>Next \$3 million</td> <td>0.50%</td> </tr> <tr> <td>All over \$5 million</td> <td>0.25%</td> </tr> </tbody> </table> <p>Minimum annual fee of \$5,000 (calculated monthly, prorated (1/12th) and charged directly to the account).</p> <p>Fees are based on the total market value of the account inclusive of stocks, bond, cash equivalents, etc. Reduction in percentage occurs on value above breakpoint.</p> <p>These fees do not include custodial charges. All custody of assets will be handled by a third party. Those expenses will be charged separately.</p> <p>Third party consultants who are registered and refer and manage the client relationship may qualify for part of the management fee upon client's direction and Advisor's approval.</p> <p><u>General Consulting/Financial Planning</u></p> <p>Instances where client requests review of financial situation but not entire financial plan - analysis of one segment of financial affairs, analysis of given economic move, analysis of investment opportunity available to client; manager search; or portfolio on a one-time or periodic basis.</p> <p><u>Fees:</u></p> <p>Out of pocket expenses and regular per diem rate for time spent (\$150/hour), payable after report delivered/services rendered.</p> <p>Advisor will not be compensated on the basis of a share of capital gains upon or capital appreciation of the funds or any portions of the funds of the client.</p>	<u>Account Market Value</u>	<u>Fee as a % of Market Value</u>	First \$0 - \$2 million	1.00%	Next \$3 million	0.50%	All over \$5 million	0.25%
<u>Account Market Value</u>	<u>Fee as a % of Market Value</u>								
First \$0 - \$2 million	1.00%								
Next \$3 million	0.50%								
All over \$5 million	0.25%								

(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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.		IRS Empl. Ident. No.: 74-1037681
Item of Form (identify)	Answer	
Item 1.D. Cont.	<p>There is no guarantee that the advisory services offered will result in the clients' goals and objectives being met. Nor is there any guarantee of profit or protection from loss.</p> <p>For the types of services described, if the client were independently to select them separately without the aid of Advisor, he may find his costs to be more or less than if the services were received as a program through Advisor.</p> <p>TERMINATION</p> <p>The client or Advisor may terminate Advisor's services at any time and for any reason, upon thirty (30) days written notice to the other party. Upon notice of termination, Advisor will await further instructions from the client as to what steps the client requests to liquidate and/or transfer the portfolio and remit the proceeds. Additionally, the client may terminate immediately Adviser's services within five (5) days of signing the Investment Advisory Agreement.</p> <p>A Client acknowledges receipt of Part II of Form ADV, a disclosure statement containing the equivalent information, or a disclosure statement containing at least the information required by Schedule H of Form ADV if the client is entering into a wrap fee program sponsored by the investment adviser. If the appropriate disclosure statement was not delivered to the client at least 48 hours prior to the client entering into any written or oral advisory contract with this investment adviser, then the client has the right to terminate the contract without penalty within five business days after entering into the contract. For the purposes of this provision, a contract is considered entered into when all parties to the contract have signed the contract, or in the case of an oral contract otherwise signified their acceptance, any other provisions of this contract notwithstanding.</p> <p>Proxy Voting Policy. Advisor does not vote client proxies and has instructed the Custodian to forward all proxy material directly to the Client. Advisor shall forward to the Client, or to the Advisor(s) for an employee benefit plan covered by ERISA, unless the plan's trust agreement provides otherwise, any proxy materials it receives that pertain to the Assets in the Client's Account.</p>	
Item 3. K(3)	Advisor also offers advice on publicly traded partnerships to clients that may be interested in investing.	

(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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer
Item 5.	In addition to a college degree, Advisor requires that those involved in determining or giving investment advice to Client hold appropriate securities licensure and/or professional credentials that Advisor deems substantive.
Item 6.	<p>Mark A. Seal, Senior Vice President Date of Birth: 1963</p> <p>Education: Southwest Texas State University BBA</p> <p>Employment: M. E. Allison & Co., Inc. 1990 - Present</p> <p>Securities Licenses/Certifications Series 7-General Securities Agent Series 63-Texas General Securities Agent Registered State of Texas Registered Financial Industry Regulatory Authority Inc. (FINRA)</p>

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

**Schedule F of
FORM ADV
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Applicant: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer
Item 6. (Cont.)	<p><u>M. E. Allison, Jr., President, Chief Executive Officer and Director</u> Date of Birth: 11-23-1934</p> <p>Education: Trinity University University of Corpus Christi 3 Years B.S.</p> <p>Employment: M. E. Allison & Co., Inc. 1960 - Present</p> <p>Securities Licenses/Certifications: Series 7-General Securities Agent Series 63-Texas General Securities Agent Series 27-Financial and Operations Principal Series 24-General Securities Principal Series 52-Municipal Securities Representative Series 53-Municipal Securities Principal Registered State of Texas Registered Financial Industry Regulatory Authority, Inc. (FINRA)</p> <p><u>Christopher R. Allison, Chief Financial Officer, Chief Compliance Officer</u> Date of Birth: 1-31-1970</p> <p>Education: Southern Methodist University BBA, Accounting</p> <p>Employment: M. E. Allison & Co., Inc. 1992 - Present</p> <p>Securities Licenses/Certifications: Series 7-General Securities Agent Series 63-Texas General Securities Agent Series 27-Financial and Operations Principal Series 24-General Securities Principal Series 4-Registered Options Principal Series 52-Municipal Securities Representative Series 53-Municipal Securities Principal Series 55-Equity Trader Series 66-Combined State Law Uniform Investment Advisor CPA State of Texas Registered State of Texas Certified Financial Planner Financial Industry Regulatory Authority, Inc. (FINRA) Registered Financial Industry Regulatory Authority, Inc. (FINRA)</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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer
Item 6. (Cont.)	<p><u>Carl L. White, Vice President</u> Date of Birth: 1931</p> <p>Education: Southwest Texas State University BBA St. Mary's University MBA</p> <p>Employment: M. E. Allison & Co., Inc. 1989 - Present</p> <p>Securities Licenses/Certifications: Series 7-General Securities Agent Series 63-Texas General Securities Agent Registered State of Texas Registered Financial Industry Regulatory Authority, Inc. (FINRA)</p> <p><u>Leland M. Stone, Vice President</u> Date of Birth: 1936</p> <p>Education: Texas Tech University B.A. Baylor University MBA</p> <p>Employment: M. E. Allison & Co., Inc. 1991 - Present</p> <p>Securities Licenses/Certifications: Series 7-General Securities Agent Series 63-Texas General Securities Agent Series 65-Uniform Investment Advisor Registered State of Texas Registered Financial Industry Regulatory Authority, Inc. (FINRA)</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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer
Item 6. (Cont.)	<p><u>Charles Bennett Allison, Director</u> Date of Birth: 1972</p> <p>Education: University of Texas, Austin, Texas University of Texas, Austin, Texas BBA MPA</p> <p>Employment: M. E. Allison & Co., Inc. 2005 - Present Sol L Schwartz & Associates 2006 - Present KPMG Investment Advisors 1996 - 2006</p> <p>Securities Licenses/Certifications: Series 7-General Securities Agent Series 63-Texas General Securities Agent Series 27-Financial and Operations Principal Series 24-General Securities Principal Series 53-Municipal Securities Principal CPA State of Texas Registered State of Texas Certified Financial Planner Financial Industry Regulatory Authority, Inc. (FINRA) Registered Financial Industry Regulatory Authority, Inc. (FINRA)</p>
Item 7.A.B.C.	Advisor is a well-established broker-dealer who has operated continuously in that capacity since 1946. Advisor and Principals/Associates of the Advisor are involved in securities sales. For these services, they receive compensation in addition to any advisory fees paid by the Client. Principals/Associates of Advisor are also registered representatives of Advisor, in its capacity as an FINRA registered broker/dealer.
Item 8.A.	Advisor is a well-established broker-dealer who has operated continuously in that capacity since 1946.
Item 8.C.(3)	Advisor has entered into an agreement with South Texas Money Management, Ltd., an independent and unaffiliated investment advisor ("STMM"). M. E. Allison & Co., Inc., as Advisor, will refer clients to STMM and STMM will pay Advisor a portion of the fees collected from Client in conjunction with the management of Client's account. STMM will not charge Clients introduced by Advisor fees or costs greater than the fees or costs that STMM charges its advisory clients who were not introduced by Advisor, and who have similar portfolios under management with STMM.

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

**Schedule F of
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Applicant: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.		IRS Empl. Ident. No.: 74-1037681
Item of Form (identify)	Answer	
Item 8.C.(3) (Cont.)	Advisor has entered into an agreement with Matterhorn Capital Management, LLC, an independent and unaffiliated investment advisor ("MCM"). M. E. Allison & Co., Inc., as Advisor, will refer clients to MCM and MCM will pay Advisor a portion of the fees collected from Client in conjunction with the management of Client's account. MCM will not charge Clients introduced by Advisor fees or costs greater than the fees or costs that MCM charges its advisory clients who were not introduced by Advisor and who have similar portfolios under management with MCM.	
Item 9.C.	In their capacity as registered representatives of Advisor, in its capacity as an FINRA registered broker/dealer, associates of Advisor may effect transactions for a person other than the client in which the client's securities are sold to or bought from a brokerage customer. Agency cross transactions will only be effected for those clients who have executed a written consent obtained after full written disclosure that with respect to the agency cross transactions, the associate will act as broker for, receive commissions from, and have a potentially conflicting division of loyalties and responsibilities regarding, both parties to such transactions. The associate will also send to each client a written confirmation at or before the completion of each such transaction including all pertinent information as well as an annual disclosure statement identifying the total number of such transactions during the period since the date of the last such statement, and the total amount of all commissions or other remuneration received in connection with such transactions during such period.	
Item 9.A.B.D.E.	<p>As a broker or agent, Advisor may effect securities transactions for compensation for clients not involved in advisory accounts. Furthermore, Advisor may recommend securities or investment products to clients in which Advisor or a related person may have some financial interest. There can be no assurance that sub-advisors acting on behalf of advisory clients, will not place transactions in securities in which Advisor, in its capacity as a broker/dealer, may have a financial interest. Associates of Advisor are also registered representatives of Advisor, in its capacity as an FINRA registered broker/dealer, and as such may receive commissions on securities transactions, and may effect transactions for their own account as recommended to clients. Related persons will buy or sell for themselves securities that they also recommend to clients. These investment products will be bought and sold on the same basis as the clients. In all instances, the positions would be so small as to have no impact on the pricing or performance of the security.</p> <p>Code of Ethics: The Advisor has adopted a Code of Ethics Policy to prohibit conflicts of interest from personal trading by advisory personnel and has established standards of conduct expected of its advisory personnel. The Advisor has set forth in the Code of Ethics Policy statements of general principals, required course of conduct, reporting obligations, and review and enforcement of the Code of Ethics Policy. The Advisor will provide a copy of the Code of Ethics Policy to its clients or prospective client's upon written request.</p>	
Item 10.	All accounts are subject to a minimum annual fee of \$5,000.	

(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: M.E. Allison & Co., Inc.	SEC File Number: 801-	Date: 07/25/2008
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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: M.E. Allison & Co., Inc.	IRS Empl. Ident. No.: 74-1037681
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Item of Form (identify)	Answer
Item 11.A.	<p>Reviews: Frequency - Monthly, or in some instances quarterly or more often. Levels - Determined by client need and/or Applicant's discretion. Triggers - Applicant's receipt of interested party copies of client statements/performance reports from third party managers or other financial institutions.</p> <p>Reviewers: Number of Reviewers - Two (2). Titles/Functions - Christopher R. Allison, CFO; Leland M. Stone, IA Representative Instructions - Review for accuracy, completeness and suitability. Number of Accounts -Responsibility for all account reviews will be shared in equal proportions between the two (2) reviewers</p>
Item 11. B.	<p>Nature - Statements, confirmations and performance reports are furnished from various financial services institutions/firms with which the client transacts business. These firms may include, and are not limited to, brokerages, investment companies, trust companies, other registered investment advisors, banks and credit unions. Applicant may assist client in interpreting and/or compiling statements/reports and transferring relevant information onto the appropriate place on the clients' financial statements as part of the review process (see 11.A. above).</p> <p>Frequency - Determined by the various financial institutions/firms (described immediately above) generating the reports. Typically, monthly, quarterly, annually or in the instance of confirmation reports, as transactions occur.</p>
Item 12.B.	<p>Advisor generally selects the brokers or dealers to handle securities transactions and negotiates the commissions. Client may select the custodian and is responsible for the custodian fee arrangement. The custodian (bank or broker) for a client account may be selected by Client from a range of choices given by Advisor. There is no affiliation with any of the possible custodians suggested by Advisor. Advisor may execute transactions through broker-dealers which refer clients to Advisor, to the extent consistent with best execution.</p>

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