

OMB APPROVAL

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FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

| | | | | | |
|-------------------------------------------------------------|---------------------|--------|---------|------------|------------------------------|
| Name of Investment Adviser: Specialized Public Finance Inc. | | | | | |
| Address: | (Number and Street) | (City) | (State) | (Zip Code) | Area Code: Telephone Number: |
| 7000 North MoPac Expressway Suite 410 | Austin | TX | 78731 | (512) | 275-7300 |

**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.

Applicant: **Specialized Public Finance Inc.**

SEC File Number:

801-

Date:

1/1/2010

1. A. Advisory Services and Fees. (check the applicable boxes)

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

Applicant:

- | | | |
|-------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|
| <input type="checkbox"/> | (1) Provides investment supervisory services | _____ % |
| <input type="checkbox"/> | (2) Manages investment advisory accounts not involving investment supervisory services..... | _____ % |
| <input type="checkbox"/> | (3) Furnishes investment advice through consultations not included in either service described above... | _____ % |
| <input type="checkbox"/> | (4) Issues periodicals about securities by subscription | _____ % |
| <input type="checkbox"/> | (5) Issues special reports about securities not included in any service described above..... | _____ % |
| <input type="checkbox"/> | (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... | _____ % |
| <input type="checkbox"/> | (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities... | _____ % |
| <input type="checkbox"/> | (8) Provides a timing service | _____ % |
| <input checked="" type="checkbox"/> | (9) Furnishes advice about securities in any manner not described above..... | <u>100</u> % |

(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 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 type="checkbox"/> | A. Individuals | <input type="checkbox"/> | E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> | B. Banks or thrift institutions | <input type="checkbox"/> | F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> | C. Investment companies | <input checked="" type="checkbox"/> | G. Other (describe on Schedule F) |
| <input type="checkbox"/> | D. Pension and profit sharing plans | | |

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

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

- | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> A. Equity securities (1) exchange-listed securities <input type="checkbox"/> (2) securities traded over-the-counter <input type="checkbox"/> (3) Foreign issuers | <input type="checkbox"/> H. United States government securities |
| <input type="checkbox"/> B. Warrants | <input type="checkbox"/> I. Options contracts on: (1) securities <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> J. Futures contracts on: (1) tangibles <input type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> D. Commercial paper | <input type="checkbox"/> K. Interests in partnerships investing in: (1) real estate <input type="checkbox"/> (2) oil and gas interests <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> F. Municipal securities | |
| <input type="checkbox"/> G. Investment company securities: (1) variable life insurance <input type="checkbox"/> (2) variable annuities <input 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 type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input type="checkbox"/> Technical | |

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

- | | |
|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| (1) <input type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input 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 type="checkbox"/> Long term purchases (securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input type="checkbox"/> Short term purchases (securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options, uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

Applicant: Specialized Public Finance Inc.

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1/1/2010

5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? Yes No

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

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

- A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
 - (1) broker-dealer
 - (2) investment company
 - (3) other investment adviser
 - (4) financial planning firm
 - (5) commodity pool operator, commodity trading adviser or futures commission merchant
 - (6) banking or thrift institution
 - (7) accounting firm
 - (8) law firm
 - (9) insurance company or agency
 - (10) pension consultant
 - (11) real estate broker or dealer
 - (12) entity that creates or packages limited partnerships

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.. Yes No

(If yes, describe on Schedule F the partnerships and what they invest in.)

9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- A. As principal, buys securities for itself from or sells securities it owns to any client.
- B. As broker or agent effects securities transactions for compensation for any client.
- C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- E. Buys or sell for itself securities it also recommended to clients.

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

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

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

Yes No

(If yes, describe on Schedule F)

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

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

N/A

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

N/A

| | | |
|--------------------------------------------|--------------------------|-------------------|
| Applicant: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|--------------------------------------------|--------------------------|-------------------|

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: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|-----------------------------------------------|--------------------------|-------------------|

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

| | |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Specialized Public Finance, Inc. | IRS Empl. Ident. No.: 26-3557084 |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|

| Item of Form (identify) | Answer |
|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| ADV,Part II, 1. A. | <p>Applicant advises issuers of municipal bonds on proper debt structure and financing methods. Fees for this service are based upon par amount of bonds issued. Fees are negotiable. Fees are due upon successful delivery of bonds. There is no provision for refunds. Contracts may be terminated without cause by either party with 30 days written notice. If bonds have not been delivered prior to contract termination, no fees are due.</p> <p>General Fee Schedule: -\$9,000 for the first \$1,000,000 of bonds issued -plus \$4.00 per \$1,000 for the next \$4,000,000 of bonds issued -plus \$2.00 per \$1,000 for the next \$5,000,000 of bonds issued -plus \$1.00 per \$1,000 for the next \$40,000,000 of bonds issued -plus \$.75 per \$1,000 thereafter</p> <p>The above charges shall be multiplied by 1.25 times for the completion of an application to a federal or state government agency or for the issuance of revenue bonds or refunding bonds, reflecting the additional services required. Charges for ancillary services, including computer structuring and official statement printing, shall be levied only for those services which are reasonably necessary in completing the transaction and which are reasonable in amount, unless such charges were incurred at the specified direction of the Issuer.</p> |
| ADV,Part II, 2. | Municipal bond issuers (i.e. cities, counties, school districts, special district & state agencies). |
| ADV,Part II, 4. A. | Applicant does not provide security analysis. |
| ADV,Part II, 4. C. | Applicant does not provide investment advice. |
| ADV,Part II, 7. A & C. | Applicant spends 100% of time advising municipalities on the issuance of bonds. |
| ADV,Part II, 9. | Applicant must adhere to the ethical principles stated in Municipal Securities Rulemaking Board Rules (MSRB) G-17, G-19, G-20, G-37 and G-38 (as required by H.B. 3282, 2007th Texas Legislative Session). Applicant will provide a copy of these rules to clients upon request. |

(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: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|-----------------------------------------------|--------------------------|-------------------|

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

| | |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Specialized Public Finance, Inc. | IRS Empl. Ident. No.: 26-3557084 |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|

| Item of Form (identify) | Answer |
|----------------------------|--------|
| | |

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

| | | |
|-----------------------------------------------|--------------------------|-------------------|
| Applicant: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|-----------------------------------------------|--------------------------|-------------------|

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

| | |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Specialized Public Finance, Inc. | IRS Empl. Ident. No.: 26-3557084 |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|

| Item of Form (identify) | Answer |
|----------------------------|--------|
| | |

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

| | | |
|-----------------------------------------------|--------------------------|-------------------|
| Applicant: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|-----------------------------------------------|--------------------------|-------------------|

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

| | |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Specialized Public Finance, Inc. | IRS Empl. Ident. No.: 26-3557084 |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|

| Item of Form (identify) | Answer |
|----------------------------|--------|
| | |

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

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| Applicant: Specialized Public Finance Inc. | SEC File Number: 801- | Date: 1/1/2010 |
|-----------------------------------------------|--------------------------|-------------------|

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

| | |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Specialized Public Finance, Inc. | IRS Empl. Ident. No.: 26-3557084 |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------------|

| Item of Form (identify) | Answer |
|----------------------------|--------|
| | |

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