

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-09** | Period of Report: **2012-12-31**
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FILER

ATRIA INVESTMENTS LLC

CIK: **1535865** | IRS No.: **208800607** | State of Incorporation: **NC** | Fiscal Year End: **1231**
Type: **13F-HR** | Act: **34** | File No.: **028-14921** | Film No.: **13519499**

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2012

Check here if Amendment []; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Atria Investments LLC
Address: 5935 Carnegie Blvd, Suite 100
Charlotte, NC 28209

13F File Number: 028-14921

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Michael Stier
Title: President / CCO
Phone: 704.716.3725

Signature, Place, and Date of Signing:

/s/ Michael Stier Charlotte, NC January 08, 2013

ATRIA INVESTMENTS LLC PRIMARILY CONDUCTS ITS ADVISORY BUSINESS AS ADHESION WEALTH ADVISOR SOLUTIONS.

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 324
Form 13F Information Table Value Total: \$715,774 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

NONE

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				VOTING AUTHORITY			
			VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE	SHARED
3M CO	COM	88579Y101	677	7295	SH		SOLE	7295	0	0
ABB LTD	SPONSORED ADR	000375204	387	18631	SH		SOLE	18631	0	0
ABBOTT LABS	COM	002824100	1337	20415	SH		SOLE	20415	0	0
ACE LTD	SHS	H0023R105	231	2890	SH		SOLE	2890	0	0
ACTIVISION BLIZZARD INC	COM	00507V109	192	18048	SH		SOLE	18048	0	0
AEGON N V	NY REGISTRY SH	007924103	79	12190	SH		SOLE	12190	0	0
AFLAC INC	COM	001055102	254	4779	SH		SOLE	4779	0	0
AGCO CORP	COM	001084102	206	4194	SH		SOLE	4194	0	0
ALBEMARLE CORP	COM	012653101	636	10233	SH		SOLE	10233	0	0

ALEXANDER & BALDWIN INC NEW	COM	014491104	215	7312 SH	SOLE	7312	0	0
ALLERGAN INC	COM	018490102	450	4911 SH	SOLE	4911	0	0
ALTRIA GROUP INC	COM	02209S103	320	10181 SH	SOLE	10181	0	0
AMAZON COM INC	COM	023135106	629	2506 SH	SOLE	2506	0	0
AMERICAN EXPRESS CO	COM	025816109	641	11154 SH	SOLE	11154	0	0
AMERIPRISE FINL INC	COM	03076C106	314	5017 SH	SOLE	5017	0	0
AMERISOURCEBERGEN CORP	COM	03073E105	210	4865 SH	SOLE	4865	0	0
AMGEN INC	COM	031162100	436	5052 SH	SOLE	5052	0	0
ANADARKO PETE CORP	COM	032511107	319	4289 SH	SOLE	4289	0	0
APPLE INC	COM	037833100	4355	8184 SH	SOLE	8184	0	0
ARCHER DANIELS MIDLAND CO	COM	039483102	226	8253 SH	SOLE	8253	0	0
AT&T INC	COM	00206R102	1085	32184 SH	SOLE	32184	0	0
ATWOOD OCEANICS INC	COM	050095108	411	8987 SH	SOLE	8987	0	0
AUTOMATIC DATA PROCESSING IN	COM	053015103	324	5696 SH	SOLE	5696	0	0
BANK NEW YORK MELLON CORP	COM	064058100	295	11463 SH	SOLE	11463	0	0
BANK NOVA SCOTIA HALIFAX	COM	064149107	234	4037 SH	SOLE	4037	0	0
BANK OF AMERICA CORPORATION	COM	060505104	331	28473 SH	SOLE	28473	0	0
BARCLAYS BK PLC	DJUBS CMDT ETN36	06738C778	3431	82973 SH	SOLE	82973	0	0
BAXTER INTL INC	COM	071813109	604	9053 SH	SOLE	9053	0	0
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	615	6855 SH	SOLE	6855	0	0
BHP BILLITON LTD	SPONSORED ADR	088606108	331	4215 SH	SOLE	4215	0	0
BLACKROCK INC	COM	09247X101	596	2881 SH	SOLE	2881	0	0
BLOCK H & R INC	COM	093671105	188	10138 SH	SOLE	10138	0	0
BOEING CO	COM	097023105	394	5232 SH	SOLE	5232	0	0
BRISTOL MYERS SQUIBB CO	COM	110122108	444	13635 SH	SOLE	13635	0	0
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	238	2347 SH	SOLE	2347	0	0
BROADCOM CORP	CL A	111320107	315	9484 SH	SOLE	9484	0	0
BROWN FORMAN CORP	CL B	115637209	267	4219 SH	SOLE	4219	0	0
CABELAS INC	COM	126804301	240	5739 SH	SOLE	5739	0	0
CANADIAN NATL RY CO	COM	136375102	214	2355 SH	SOLE	2355	0	0
CANON INC	ADR	138006309	243	6202 SH	SOLE	6202	0	0
CARMAX INC	COM	143130102	428	11395 SH	SOLE	11395	0	0
CATERPILLAR INC DEL	COM	149123101	432	4826 SH	SOLE	4826	0	0
CELGENE CORP	COM	151020104	368	4684 SH	SOLE	4684	0	0
CENTENE CORP DEL	COM	15135B101	207	5055 SH	SOLE	5055	0	0
CHEVRON CORP NEW	COM	166764100	2283	21115 SH	SOLE	21115	0	0
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	292	6299 SH	SOLE	6299	0	0
CISCO SYS INC	COM	17275R102	746	37978 SH	SOLE	37978	0	0
CITIGROUP INC	COM NEW	172967424	503	12725 SH	SOLE	12725	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG BULL 2015	18383M423	812	30510 SH	SOLE	30510	0	0
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSET	18383M506	390	17808 SH	SOLE	17808	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG CRP BD 2017	18383M548	464	20316 SH	SOLE	20316	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG CRP BD 2016	18383M555	462	20776 SH	SOLE	20776	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG CRP BD 2015	18383M563	461	21139 SH	SOLE	21139	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG CRP BD 2014	18383M571	460	21611 SH	SOLE	21611	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGG CRP BD 2013	18383M589	435	20901 SH	SOLE	20901	0	0
CLAYMORE EXCHANGE TRD FD TR	GUGGEN DEFN EQTY	18383M878	793	27773 SH	SOLE	27773	0	0
COACH INC	COM	189754104	576	10369 SH	SOLE	10369	0	0
COCA COLA CO	COM	191216100	1069	29487 SH	SOLE	29487	0	0
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	714	9666 SH	SOLE	9666	0	0
COLGATE PALMOLIVE CO	COM	194162103	254	2425 SH	SOLE	2425	0	0
COLUMBIA LABS INC	COM	197779101	7	10729 SH	SOLE	10729	0	0
COMCAST CORP NEW	CL A	20030N101	613	16398 SH	SOLE	16398	0	0
CONOCOPHILLIPS	COM	20825C104	958	16517 SH	SOLE	16517	0	0
COSTCO WHSL CORP NEW	COM	22160K105	640	6484 SH	SOLE	6484	0	0
CVS CAREMARK CORPORATION	COM	126650100	749	15485 SH	SOLE	15485	0	0
DANAHER CORP DEL	COM	235851102	336	6006 SH	SOLE	6006	0	0
DEERE & CO	COM	244199105	390	4517 SH	SOLE	4517	0	0
DIRECTV	COM	25490A309	233	4637 SH	SOLE	4637	0	0
DISNEY WALT CO	COM DISNEY	254687106	722	14509 SH	SOLE	14509	0	0
DTE ENERGY CO	COM	233331107	223	3711 SH	SOLE	3711	0	0
DUKE ENERGY CORP NEW	COM NEW	26441C204	281	4399 SH	SOLE	4399	0	0
E M C CORP MASS	COM	268648102	560	22118 SH	SOLE	22118	0	0
EATON CORP PLC	SHS	G29183103	244	4496 SH	SOLE	4496	0	0
EATON VANCE CORP	COM NON VTG	278265103	343	10767 SH	SOLE	10767	0	0
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	187	11726 SH	SOLE	11726	0	0
EBAY INC	COM	278642103	372	7288 SH	SOLE	7288	0	0
EMERSON ELEC CO	COM	291011104	718	13548 SH	SOLE	13548	0	0
ENERGIZER HLDGS INC	COM	29266R108	530	6622 SH	SOLE	6622	0	0
ENSCO PLC	SHS CLASS A	G3157S106	382	6452 SH	SOLE	6452	0	0
EXPEDITORS INTL WASH INC	COM	302130109	294	7434 SH	SOLE	7434	0	0
EXPRESS SCRIPTS HLDG CO	COM	30219G108	501	9283 SH	SOLE	9283	0	0
EXXON MOBIL CORP	COM	30231G102	4690	54187 SH	SOLE	54187	0	0
FACEBOOK INC	CL A	30303M102	427	16025 SH	SOLE	16025	0	0
FEDEX CORP	COM	31428X106	225	2458 SH	SOLE	2458	0	0
FIRST TR EXCHANGE-TRADED FD	NO AMER ENERGY	33738D101	251	12060 SH	SOLE	12060	0	0
FIRST TR SR FLG RTE INCM FD	COM	33733U108	328	21638 SH	SOLE	21638	0	0
FLUOR CORP NEW	COM	343412102	228	3880 SH	SOLE	3880	0	0
FORD MTR CO DEL	COM PAR \$0.01	345370860	974	75242 SH	SOLE	75242	0	0
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	259	7566 SH	SOLE	7566	0	0
GENERAL DYNAMICS CORP	COM	369550108	285	4110 SH	SOLE	4110	0	0
GENERAL ELECTRIC CO	COM	369604103	1686	80302 SH	SOLE	80302	0	0
GENERAL MLS INC	COM	370334104	631	15609 SH	SOLE	15609	0	0
GILEAD SCIENCES INC	COM	375558103	562	7647 SH	SOLE	7647	0	0
GOLDMAN SACHS GROUP INC	COM	38141G104	335	2623 SH	SOLE	2623	0	0

GOOGLE INC	CL A	38259P508	1393	1969	SH	SOLE	1969	0	0
GREENHAVEN CONT CMDTY INDEX	UNIT BEN INT	395258106	302	10486	SH	SOLE	10486	0	0
HALLIBURTON CO	COM	406216101	313	9030	SH	SOLE	9030	0	0
HASBRO INC	COM	418056107	216	6018	SH	SOLE	6018	0	0
HATTERAS FINL CORP	COM	41902R103	239	9653	SH	SOLE	9653	0	0
HERSHEY CO	COM	427866108	419	5796	SH	SOLE	5796	0	0
HOME DEPOT INC	COM	437076102	337	5446	SH	SOLE	5446	0	0
HONEYWELL INTL INC	COM	438516106	906	14271	SH	SOLE	14271	0	0
HORMEL FOODS CORP	COM	440452100	1191	38166	SH	SOLE	38166	0	0
HSBC HLDGS PLC	SPON ADR NEW	404280406	302	5700	SH	SOLE	5700	0	0
ILLINOIS TOOL WKS INC	COM	452308109	202	3325	SH	SOLE	3325	0	0
INTEL CORP	COM	458140100	1041	50481	SH	SOLE	50481	0	0
INTERNATIONAL BUSINESS MACHS	COM	459200101	1876	9793	SH	SOLE	9793	0	0
INTUIT	COM	461202103	282	4734	SH	SOLE	4734	0	0
ISHARES GOLD TRUST	ISHARES	464285105	6990	429382	SH	SOLE	429382	0	0
ISHARES INC	MSCI AUSTRALIA	464286103	18422	732764	SH	SOLE	732764	0	0
ISHARES INC	MSCI EMU INDEX	464286608	1335	39912	SH	SOLE	39912	0	0
ISHARES INC	MSCI PAC J IDX	464286665	824	17472	SH	SOLE	17472	0	0
ISHARES INC	MSCI SWITZERLD	464286749	693	25873	SH	SOLE	25873	0	0
ISHARES TR	LRGE CORE INDX	464287127	689	8400	SH	SOLE	8400	0	0
ISHARES TR	DJ SEL DIV INX	464287168	293	5125	SH	SOLE	5125	0	0
ISHARES TR	BARCLYS TIPS BD	464287176	5663	46645	SH	SOLE	46645	0	0
ISHARES TR	CORE S&P500 ETF	464287200	2050	14321	SH	SOLE	14321	0	0
ISHARES TR	CORE TOTUSB D ETF	464287226	12684	114189	SH	SOLE	114189	0	0
ISHARES TR	MSCI EMERG MKT	464287234	3557	80212	SH	SOLE	80212	0	0
ISHARES TR	IBOXX INV CPBD	464287242	2746	22692	SH	SOLE	22692	0	0
ISHARES TR	S&P GBL FIN	464287333	518	11346	SH	SOLE	11346	0	0
ISHARES TR	BARCLYS 7-10 YR	464287440	3586	33357	SH	SOLE	33357	0	0
ISHARES TR	BARCLYS 1-3 YR	464287457	686	8121	SH	SOLE	8121	0	0
ISHARES TR	MSCI EAFE INDEX	464287465	18577	326716	SH	SOLE	326716	0	0
ISHARES TR	CORE S&P MCP ETF	464287507	8082	79466	SH	SOLE	79466	0	0
ISHARES TR	NASDQ BIO INDX	464287556	513	3735	SH	SOLE	3735	0	0
ISHARES TR	COHEN&ST RLTY	464287564	280	3569	SH	SOLE	3569	0	0
ISHARES TR	RUSSELL 3000	464287689	444	5238	SH	SOLE	5238	0	0
ISHARES TR	DJ US UTILS	464287697	11464	132750	SH	SOLE	132750	0	0
ISHARES TR	S&P MIDCP VALU	464287705	691	7844	SH	SOLE	7844	0	0
ISHARES TR	DJ US REAL EST	464287739	1760	27219	SH	SOLE	27219	0	0
ISHARES TR	DJ US INDUSTRL	464287754	11573	157822	SH	SOLE	157822	0	0
ISHARES TR	DJ US ENERGY	464287796	11350	277902	SH	SOLE	277902	0	0
ISHARES TR	CORE S&P SCP ETF	464287804	2548	32622	SH	SOLE	32622	0	0
ISHARES TR	S&P CITINT TBD	464288117	782	7600	SH	SOLE	7600	0	0
ISHARES TR	MSCI ACWI INDX	464288257	434	9017	SH	SOLE	9017	0	0
ISHARES TR	MSCI SMALL CAP	464288273	2470	60674	SH	SOLE	60674	0	0
ISHARES TR	JPMORGAN USD	464288281	5198	42330	SH	SOLE	42330	0	0
ISHARES TR	S&P NTL AMTFREE	464288414	6725	60787	SH	SOLE	60787	0	0
ISHARES TR	S&P DEV EX-US	464288422	521	14361	SH	SOLE	14361	0	0
ISHARES TR	HIGH YLD CORP	464288513	12361	132413	SH	SOLE	132413	0	0
ISHARES TR	BARCLYS MBS BD	464288588	548	5070	SH	SOLE	5070	0	0
ISHARES TR	BARCLYS 3-7 YR	464288661	5877	47695	SH	SOLE	47695	0	0
ISHARES TR	BARCLYS SH TREA	464288679	2013	18253	SH	SOLE	18253	0	0
ISHARES TR	US PFD STK IDX	464288687	297	7505	SH	SOLE	7505	0	0
ISHARES TR	SMLL VAL INDX	464288703	9358	103108	SH	SOLE	103108	0	0
ISHARES TR	S&P GL UTILITI	464288711	200	4843	SH	SOLE	4843	0	0
ISHARES TR	S&P GL INDUSTR	464288729	513	9339	SH	SOLE	9339	0	0
ISHARES TR	S&P GL C STAPL	464288737	217	2952	SH	SOLE	2952	0	0
ISHARES TR	DJ HOME CONSTN	464288752	584	27616	SH	SOLE	27616	0	0
ISHARES TR	FLTG RATE NT	46429B655	1987	39269	SH	SOLE	39269	0	0
ISHARES TR	HGH DIV EQT FD	46429B663	17498	297794	SH	SOLE	297794	0	0
ISHARES TR	USA MIN VOL ID	46429B697	10112	348214	SH	SOLE	348214	0	0
JOHNSON & JOHNSON	COM	478160104	2286	32607	SH	SOLE	32607	0	0
JPMORGAN CHASE & CO	COM	46625H100	1162	26417	SH	SOLE	26417	0	0
JUNIPER NETWORKS INC	COM	48203R104	204	10356	SH	SOLE	10356	0	0
KELLOGG CO	COM	487836108	206	3681	SH	SOLE	3681	0	0
KIMBERLY CLARK CORP	COM	494368103	390	4616	SH	SOLE	4616	0	0
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	785	10405	SH	SOLE	10405	0	0
KOHL'S CORP	COM	500255104	252	5871	SH	SOLE	5871	0	0
LILLY ELI & CO	COM	532457108	279	5667	SH	SOLE	5667	0	0
LOCKHEED MARTIN CORP	COM	539830109	412	4461	SH	SOLE	4461	0	0
LORILLARD INC	COM	544147101	742	6359	SH	SOLE	6359	0	0
LOWES COS INC	COM	548661107	539	15183	SH	SOLE	15183	0	0
M & T BK CORP	COM	55261F104	233	2364	SH	SOLE	2364	0	0
MARKET VECTORS ETF TR	MKTVEC MORNSTR	57060U134	313	14099	SH	SOLE	14099	0	0
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	741	22569	SH	SOLE	22569	0	0
MARKET VECTORS ETF TR	PFD SEC EXFINL	57061R791	246	12010	SH	SOLE	12010	0	0
MASTERCARD INC	CL A	57636Q104	276	562	SH	SOLE	562	0	0
MATSON INC	COM	57686G105	218	8803	SH	SOLE	8803	0	0
MBIA INC	COM	55262C100	128	16291	SH	SOLE	16291	0	0
MBT FINL CORP	COM	578877102	53	22326	SH	SOLE	22326	0	0
MCDONALDS CORP	COM	580135101	1038	11770	SH	SOLE	11770	0	0
MEADWESTVACO CORP	COM	583334107	518	16264	SH	SOLE	16264	0	0
MERCK & CO INC NEW	COM	58933Y105	1197	29245	SH	SOLE	29245	0	0
METLIFE INC	COM	59156R108	534	16222	SH	SOLE	16222	0	0
MICREL INC	COM	594793101	226	23795	SH	SOLE	23795	0	0
MICROSOFT CORP	COM	594918104	1796	67245	SH	SOLE	67245	0	0
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	66	12253	SH	SOLE	12253	0	0

MONDELEZ INTL INC	CL A	609207105	297	11667	SH	SOLE	11667	0	0
MONSANTO CO NEW	COM	61166W101	823	8690	SH	SOLE	8690	0	0
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	437	19100	SH	SOLE	19100	0	0
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	250	13466	SH	SOLE	13466	0	0
NEWMARKET CORP	COM	651587107	578	2205	SH	SOLE	2205	0	0
NEWS CORP	CL A	65248E104	328	12857	SH	SOLE	12857	0	0
NIKE INC	CL B	654106103	502	9726	SH	SOLE	9726	0	0
NORDSTROM INC	COM	655664100	228	4256	SH	SOLE	4256	0	0
NOVARTIS A G	SPONSORED ADR	66987V109	633	9999	SH	SOLE	9999	0	0
NU SKIN ENTERPRISES INC	CL A	67018T105	328	8844	SH	SOLE	8844	0	0
NUCOR CORP	COM	670346105	228	5286	SH	SOLE	5286	0	0
OCCIDENTAL PETE CORP DEL	COM	674599105	504	6582	SH	SOLE	6582	0	0
OLD DOMINION FGHT LINES INC	COM	679580100	297	8668	SH	SOLE	8668	0	0
OMNICOM GROUP INC	COM	681919106	547	10951	SH	SOLE	10951	0	0
ORACLE CORP	COM	68389X105	621	18650	SH	SOLE	18650	0	0
PAYCHEX INC	COM	704326107	383	12321	SH	SOLE	12321	0	0
PEARSON PLC	SPONSORED ADR	705015105	342	17505	SH	SOLE	17505	0	0
PENTAIR LTD	SHS	H6169Q108	341	6933	SH	SOLE	6933	0	0
PEPSICO INC	COM	713448108	1033	15092	SH	SOLE	15092	0	0
PETSMART INC	COM	716768106	318	4650	SH	SOLE	4650	0	0
PFIZER INC	COM	717081103	1442	57482	SH	SOLE	57482	0	0
PHILIP MORRIS INTL INC	COM	718172109	1412	16884	SH	SOLE	16884	0	0
PIMCO ETF TR	1-5 US TIP IDX	72201R205	1024	18948	SH	SOLE	18948	0	0
PIMCO ETF TR	TOTL RETN ETF	72201R775	294	2698	SH	SOLE	2698	0	0
PIMCO ETF TR	ENHAN SHRT MAT	72201R833	327	3225	SH	SOLE	3225	0	0
POLARIS INDS INC	COM	731068102	217	2580	SH	SOLE	2580	0	0
POWERSHARES ETF TR II	S&P500 LOW VOL	73937B779	1521	54947	SH	SOLE	54947	0	0
POWERSHARES ETF TR II	S&P500 HGH BET	73937B829	296	13512	SH	SOLE	13512	0	0
POWERSHARES ETF TRUST	DWA TECH LDERS	73935X153	376	13462	SH	SOLE	13462	0	0
POWERSHARES ETF TRUST	BASIC MAT SECT	73935X427	524	12961	SH	SOLE	12961	0	0
POWERSHARES ETF TRUST	INTL DIV ACHV	73935X716	215	13576	SH	SOLE	13576	0	0
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	577	23083	SH	SOLE	23083	0	0
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAFI	73936T557	213	11065	SH	SOLE	11065	0	0
PRECISION CASTPARTS CORP	COM	740189105	250	1322	SH	SOLE	1322	0	0
PRICE T ROWE GROUP INC	COM	74144T108	239	3678	SH	SOLE	3678	0	0
PRICELINE COM INC	COM NEW	741503403	264	425	SH	SOLE	425	0	0
PRICESMART INC	COM	741511109	387	5028	SH	SOLE	5028	0	0
PROCTER & GAMBLE CO	COM	742718109	8225	121156	SH	SOLE	121156	0	0
PROSHARES TR	ULTR 7-10 TREA	74347R180	4140	72951	SH	SOLE	72951	0	0
PROSHARES TR	PSHS ULT MCAP400	74347R404	3270	44162	SH	SOLE	44162	0	0
PROSHARES TR	PSHS ULTRA UTIL	74347R685	781	14467	SH	SOLE	14467	0	0
PROSHARES TR	PSHS ULTRA O&G	74347R719	485	10598	SH	SOLE	10598	0	0
PROSHARES TR	PSHS ULTRA INDL	74347R727	811	14858	SH	SOLE	14858	0	0
PROSHARES TR	PSHS ULT HLTHCRE	74347R735	773	9220	SH	SOLE	9220	0	0
PROSHARES TR	PSHS CONSMR SVCS	74347R750	785	10009	SH	SOLE	10009	0	0
PROSHARES TR	PSHS CONSMRGOODS	74347R768	756	8036	SH	SOLE	8036	0	0
PROSHARES TR	PSHS ULT BASMATL	74347R776	817	22281	SH	SOLE	22281	0	0
PROSHARES TR	PSHS TECHNOLOGY	74347X153	378	10228	SH	SOLE	10228	0	0
PROSHARES TR	ULTRA FNCLS NEW	74347X633	792	11676	SH	SOLE	11676	0	0
PRUDENTIAL PLC	ADR	74435K204	257	8992	SH	SOLE	8992	0	0
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	354	11578	SH	SOLE	11578	0	0
QUALCOMM INC	COM	747525103	1204	19461	SH	SOLE	19461	0	0
RAYTHEON CO	COM NEW	755111507	203	3531	SH	SOLE	3531	0	0
RETAIL PPTYS AMER INC	CL A	76131V202	215	17976	SH	SOLE	17976	0	0
ROGERS COMMUNICATIONS INC	CL B	775109200	346	7600	SH	SOLE	7600	0	0
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	465	6744	SH	SOLE	6744	0	0
RYDEX ETF TRUST	GUG S&P MC400 PG	78335W601	5834	63932	SH	SOLE	63932	0	0
SAFeway INC	COM NEW	786514208	208	11520	SH	SOLE	11520	0	0
SANOFI	SPONSORED ADR	80105N105	214	4517	SH	SOLE	4517	0	0
SAP AG	SPON ADR	803054204	253	3153	SH	SOLE	3153	0	0
SCHLUMBERGER LTD	COM	806857108	1107	15970	SH	SOLE	15970	0	0
SCHWAB CHARLES CORP NEW	COM	808513105	424	29510	SH	SOLE	29510	0	0
SCHWAB STRATEGIC TR	US BRD MKT ETF	808524102	7596	220754	SH	SOLE	220754	0	0
SCHWAB STRATEGIC TR	US LRG CAP ETF	808524201	455	13423	SH	SOLE	13423	0	0
SCHWAB STRATEGIC TR	US SML CAP ETF	808524607	1458	38245	SH	SOLE	38245	0	0
SCHWAB STRATEGIC TR	EMRG MKTEQ ETF	808524706	4605	174479	SH	SOLE	174479	0	0
SCHWAB STRATEGIC TR	US DIVIDEND EQ	808524797	4365	154038	SH	SOLE	154038	0	0
SCHWAB STRATEGIC TR	US AGGREGATE B	808524839	12077	230759	SH	SOLE	230759	0	0
SCHWAB STRATEGIC TR	US REIT ETF	808524847	5292	172718	SH	SOLE	172718	0	0
SCHWAB STRATEGIC TR	US TIPS ETF	808524870	8736	149852	SH	SOLE	149852	0	0
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	338	11115	SH	SOLE	11115	0	0
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	11463	305355	SH	SOLE	305355	0	0
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	11536	289263	SH	SOLE	289263	0	0
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	12222	350187	SH	SOLE	350187	0	0
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	12294	259159	SH	SOLE	259159	0	0
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	11589	707059	SH	SOLE	707059	0	0
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	370	12811	SH	SOLE	12811	0	0
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1039	29763	SH	SOLE	29763	0	0
SERVICE CORP INTL	COM	817565104	314	22751	SH	SOLE	22751	0	0
SIRIUS XM RADIO INC	COM	82967N108	103	35500	SH	SOLE	35500	0	0
SMUCKER J M CO	COM NEW	832696405	308	3572	SH	SOLE	3572	0	0
SPDR GOLD TRUST	GOLD SHS	78463V107	6806	42010	SH	SOLE	42010	0	0
SPDR S&P 500 ETF TR	TR UNIT	78462F103	4152	29154	SH	SOLE	29154	0	0
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	1822	9812	SH	SOLE	9812	0	0
SPDR SERIES TRUST	BRC HGH YLD BD	78464A417	1918	47124	SH	SOLE	47124	0	0

SPDR SERIES TRUST	DJ REIT ETF	78464A607	451	6186	SH	SOLE	6186	0	0
SPDR SERIES TRUST	BRCLYS 1-3MT ETF	78464A680	1643	35855	SH	SOLE	35855	0	0
SPDR SERIES TRUST	S&P PHARMAC	78464A722	353	6321	SH	SOLE	6321	0	0
SSGA ACTIVE ETF TR	MULT ASS RLRTN	78467V103	12920	421666	SH	SOLE	421666	0	0
STAPLES INC	COM	855030102	222	19504	SH	SOLE	19504	0	0
STARBUCKS CORP	COM	855244109	518	9655	SH	SOLE	9655	0	0
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	438	7637	SH	SOLE	7637	0	0
STRYKER CORP	COM	863667101	253	4608	SH	SOLE	4608	0	0
SUNCOR ENERGY INC NEW	COM	867224107	699	21186	SH	SOLE	21186	0	0
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	188	10942	SH	SOLE	10942	0	0
TARGET CORP	COM	87612E106	1135	19186	SH	SOLE	19186	0	0
TE CONNECTIVITY LTD	REG SHS	H84989104	451	12163	SH	SOLE	12163	0	0
TEMPUR PEDIC INTL INC	COM	88023U101	285	9060	SH	SOLE	9060	0	0
TENET HEALTHCARE CORP	COM NEW	88033G407	421	12969	SH	SOLE	12969	0	0
TEXAS INSTRS INC	COM	882508104	520	16848	SH	SOLE	16848	0	0
TIME WARNER CABLE INC	COM	88732J207	219	2254	SH	SOLE	2254	0	0
TIME WARNER INC	COM NEW	887317303	220	4592	SH	SOLE	4592	0	0
TIMKEN CO	COM	887389104	214	4464	SH	SOLE	4464	0	0
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	286	3069	SH	SOLE	3069	0	0
TRAVELERS COMPANIES INC	COM	89417E109	857	11927	SH	SOLE	11927	0	0
TRINITY INDS INC	COM	896522109	208	5816	SH	SOLE	5816	0	0
UNILEVER PLC	SPON ADR NEW	904767704	470	12132	SH	SOLE	12132	0	0
UNION PAC CORP	COM	907818108	878	6980	SH	SOLE	6980	0	0
UNITED PARCEL SERVICE INC	CL B	911312106	479	6498	SH	SOLE	6498	0	0
UNITED TECHNOLOGIES CORP	COM	913017109	308	3757	SH	SOLE	3757	0	0
UNITEDHEALTH GROUP INC	COM	91324P102	690	12714	SH	SOLE	12714	0	0
URS CORP NEW	COM	903236107	203	5175	SH	SOLE	5175	0	0
US BANCORP DEL	COM NEW	902973304	208	6498	SH	SOLE	6498	0	0
VALLEY NATL BANCORP	COM	919794107	146	15715	SH	SOLE	15715	0	0
VALUECLICK INC	COM	92046N102	286	14720	SH	SOLE	14720	0	0
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	301	3717	SH	SOLE	3717	0	0
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	75605	899741	SH	SOLE	899741	0	0
VANGUARD INDEX FDS	REIT ETF	922908553	4584	69671	SH	SOLE	69671	0	0
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	1046	16057	SH	SOLE	16057	0	0
VANGUARD INDEX FDS	EXTEND MKT ETF	922908652	1305	21562	SH	SOLE	21562	0	0
VANGUARD INDEX FDS	GROWTH ETF	922908736	7723	108498	SH	SOLE	108498	0	0
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	83322	1137030	SH	SOLE	1137030	0	0
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	7153	160626	SH	SOLE	160626	0	0
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ETF	922042874	1348	27607	SH	SOLE	27607	0	0
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	1411	17571	SH	SOLE	17571	0	0
VANGUARD SCOTTSDALE FDS	INT-TERM CORP	92206C870	1115	12721	SH	SOLE	12721	0	0
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	629	10556	SH	SOLE	10556	0	0
VANGUARD STAR FD	VG TL INTL STK F	921909768	22813	484659	SH	SOLE	484659	0	0
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	7787	157699	SH	SOLE	157699	0	0
VANGUARD WORLD FDS	INF TECH ETF	92204A702	205	2968	SH	SOLE	2968	0	0
VERIZON COMMUNICATIONS INC	COM	92343V104	765	17679	SH	SOLE	17679	0	0
WAL-MART STORES INC	COM	931142103	581	8522	SH	SOLE	8522	0	0
WASTE MGMT INC DEL	COM	94106L109	202	5986	SH	SOLE	5986	0	0
WELLPOINT INC	COM	94973V107	248	4063	SH	SOLE	4063	0	0
WELLS FARGO & CO NEW	COM	949746101	1051	30756	SH	SOLE	30756	0	0
WESTPAC BKG CORP	SPONSORED ADR	961214301	224	1625	SH	SOLE	1625	0	0
WHITE MTNS INS GROUP LTD	COM	G9618E107	400	776	SH	SOLE	776	0	0
WISDOMTREE TRUST	FUTRE STRAT FD	97717W125	4400	109175	SH	SOLE	109175	0	0
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	675	13655	SH	SOLE	13655	0	0
WISDOMTREE TRUST	LARGCAP DIVID	97717W307	739	13768	SH	SOLE	13768	0	0
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	5024	87848	SH	SOLE	87848	0	0
WISDOMTREE TRUST	EUROPE SMCP DV	97717W869	723	17596	SH	SOLE	17596	0	0
YUM BRANDS INC	COM	988498101	354	5327	SH	SOLE	5327	0	0
ZAGG INC	COM	98884U108	302	41100	SH	SOLE	41100	0	0
ZIMMER HLDGS INC	COM	98956P102	220	3304	SH	SOLE	3304	0	0

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