FORM ADV

Uniform Application for Investment Adviser Registration

Part II - Page 1

Name of In	vestment Adviser:					
Va	an Den Berg Management, Ir	nc. d/b/a Century Management				
Address: Code)	(Number and Street)	(City)		(State)	(Zip	Area Code: Telephone Number:
/	ital of Texas Highway	Austin	TX	78746		(512) 329-0050

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.

Table of Contents

<u>Item Number</u>	<u>Item</u>	<u>Page</u>
1	Advisory Services and Fees	2
2	Types of Clients	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations	4
9	Participation or Interest in Client Transactions	5
10	Conditions for Managing Accounts	5
11	Review of Accounts	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F
	Ralance Sheet if required	Schedule G

(Schedules 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.)

FORM ADV	Applicant:	SEC File Number:
	V . D . D . M	004 44000

Part II - Page 2 Van Den Berg Management, Inc. d/b/a Century
Management
801-148

SEC File Number:	Date:
801-14809	02-01-02

1.	A.	Advi	sory Services and Fees. (check the applicable box	es)			For each type of service provided, state the approof total advisory billings from that service.				
		Appl	icant:		(See instruction below.)						
	\boxtimes	(1)	Provides investment supervisory services					99%			
		(2)	Manages investment advisory accounts not invo	lving	investr	ment s	apervisory services	_	%		
	\boxtimes	(3)	Furnishes investment advice through consultation	is not	include	d in e	ther service described above	_	1%		
		(4)	Issues periodicals about securities by subscript	ion					%		
		(5)	Issues special reports about securities not includ	ed in a	any ser	vice d	escribed above		%		
		(6)	Issues, not as part of any service described above may use to evaluate securities	-					%		
	\boxtimes	(7)	On more than an occasional basis, furnishes advice						0%		
		(8) Provides a timing service				• • • • • • • • • • • • • • • • • • • •		%			
		(9)	Furnishes advice about securities in any manner						%		
			(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?									
•	C.	Applicant offers investment advisory services for: (check all that apply)									
		\boxtimes	(1) A percentage of assets under management			(4)	Subscription fees				
		\boxtimes	(2) Hourly charges			(5)	Commissions				
			(3) Fixed fees (not including subscription fees))		(6)	Other				
•	D.	For e	ach checked box in A above, describe on Schedule	F:							
		•	the services provided, including the name of any	nublic	ation o	r reno	t issued by the adviser on a subscription basis	or for a	e fee		
		•	applicant's basic fee schedule, how fees are charg	_		-	•	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	. 100		
	 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)										
	\boxtimes	A.	Individuals	\boxtimes	E.	Trus	ts, estates, or charitable organizations				
		B.	Banks or thrift institutions		F.	Corp	orations or business entities other than those				
		C.	Investment companies		G.		above r (describe on Schedule F)				
	⊠	D.	Pension and profit sharing plans	_	u.	Otne	i (describe off Schedule F)				

Applicant:

SEC File Number:

Date:

Part II - Page 3

Ven Den Berg Management, Inc. d/b/a Century Management

801-14809

02-01-02

3.	. Types of Investments. Applicant offers advice on the following: (check those that apply)						
		A.	Equity securities		Н	. United States government securities	
	\boxtimes		(1) exchange-listed securities				
	\boxtimes		(2) securities traded over-the-counter		I.	Options contracts on:	
			(3) foreign issues	⋈			
				⊠ ⊠		(1) securities	
	\boxtimes	B.	Warrants			(2) commodities	
		Б.	warrants		J.	Futures contracts on:	
	\boxtimes	_			٠.		
		C.	Corporate debt securities	⊠		(1) tangibles	
			(other than commercial paper)	_		(2) intangibles	
	\boxtimes	D.	Commercial paper		K	. Interests in partnerships investing in:	
			r v r v r v r v r v r v r v r v r v r v	\boxtimes			
	\boxtimes	E.	Certificates of deposit			(1) real estate(2) oil and gas interests	
	_	L.	Certificates of deposit	⊠		(3) other (explain on Schedule F)	
	\boxtimes	F.	Municipal securities			(b) other (cspain on Benedic 1)	
				\boxtimes	L.	Other (explain on Schedule F)	
		G.	Investment company securities:				
			(1) variable life insurance				
			(2) variable annuities				
	\boxtimes		(3) mutual fund shares				
4. Methods of Analysis, Sources of Information, and Investment Strategies.							
	A.	Appl	icant's security analysis methods include: (check th	ose that ap	ply)		
		(1)	☐ Charting	(4)	П	Cyclical	
		(1)	-	(-1)		Cyclical	
		(2)	☑ Fundamental	(5)		Other (explain on Schedule F)	
		(3)	☐ Technical				
_							
	B.	The r	nain sources of information applicant uses include:	(check thos	e tha	at apply)	
		(1)	☐ Financial newspapers and magazines	(5)		Timing services	
		(2)		(6)	⋈	A	
		(2)	☐ Inspections of corporate activities	(6)		Annual reports, prospectuses, filings with the Securities and Exchange Commission	
		(3)	☐ Research materials prepared by others			Securities and Exertainge Commission	
		(5)	_ resourch nationals propuled by others	(7)	\boxtimes	Company press releases	
		(4)	☐ Corporate rating services	` ,			
				(8)	\boxtimes	Other (explain on Schedule F)	
_	C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)						
		(1)	□ Long term purchases	(5)		Margin transactions	
		(-)	(securities held at least a year)	(3)	_		
		(0)	•		⋈		
		(2)	Short term purchases	(6)	M	Option writing, including covered options,	
			(securities sold within a year)			uncovered options or spreading strategies	
	Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).						

(3)	Trading (securities sold within 30 days)	(7)	☐ Other (explain on Schedule F)
(4)	Short sales		
	litems Complete amended pages in full circle		

FOF	RM A	ADV	A	pplicant:		SEC File Numbe	er: Date:		
Part	II - F	Page 4	4	Van Den Berg Managemen Manageme		y 801-14809	02-01-02		
5.	Educ	cation a	and Bus	siness Standards.					
				general standards of education or bu or giving investment advice to client				Yes ⊠	No
				(If yes, descri	be these standards on	Schedule F.)			
6.	Educ For:	cation a	and Bus	siness Background.					
	•	each r	member	of the investment committee or group	that determines gen	eral investment advice to b	be given to clients, or		
	•			nt has no investment committee or granore than five, respond only for their	-	vho determines general inv	estment advice given		
	•	each p	principa	l executive officer of applicant or each	ch person with simila	status or performing simi	lar functions.		
	On S	chedule	F, give	the:					
	• name • formal education after high school								
	•	year o	of birth		• bus	ness background for the pr	receding five years		
7.	Oth	er Busi	iness A	ctivities. (check those that apply)					
		A.	Applic	ant is actively engaged in a business	other than giving inv	estment advice.			
		B.	Applic	ant sells products or services other t	han investment advic	e to clients.			
	\boxtimes	C.		incipal business of applicant or its pring investment advice.	incipal executive offi	cers involves something or	ther than		
			(F	or each checked box describe the other	er activities, including	the time spent on them, on	Schedule F.)		
8.	_	er Fina	ncial In	ndustry Activities or Affiliations.	check those that app	y)			
	Ш	A.	Applic	ant is registered (or has an application	n pending) as a secu	rities 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) bro	oker-dealer		(7) accounting firm			
			(2) inv	estment company		(8) law firm			
			(3) oth	ner investment adviser		(9) insurance company	y or agency		

(4) financial planning firm (10) pension consultant (5) commodity pool operator, commodity trading (11) real estate broker or dealer adviser or futures commission merchant (12) entity that creates or packages limited partnerships (6) banking or thrift institution (For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.) Yes No Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?...... D.

(If yes, describe on Schedule F the partnerships and what they invest in.)			
Answer all items. Con	nplete amended pages in full, circle amended items and file with execution page (page 1).		

FORM ADV			Applicant:	SEC File Number:	Date:						
Part	II - P	age 5	Van Den Berg Management, Inc. d/b/a Century Management	801-14809	02-01-02						
9.		_	n 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. 										
	\boxtimes	D.	Recommends to clients that they buy or sell securities or investment product person has some financial interest.	ommends to clients that they buy or sell securities or investment products in which the applicant or a related							
	\boxtimes	E.	Buys or sells for itself securities that it also recommends to clients.								
		(For e	ach box checked, describe on Schedule F when the applicant or a related person restrictions, internal procedures, or disclosures are used for conflicts of	0 0							
10.	accou	ints or h	for Managing Accounts. Does the applicant provide investment supervisor old itself out as providing financial planning or some similarly termed service er conditions for starting or maintaining an account?	es and impose a minimum	dollar value of Yes No						
			(If yes, describe on Schedule F.)								
11.			counts. If applicant provides investment supervisory services, manages investigation financial planning or some similarly termed services:	restment advisory accounts	s, or holds						
	A.	triggei	be below the reviews and reviewers of the accounts. For reviews, include the ng factors. For reviewers, include the number of reviewers, their titles and uplicant on performing reviews, and number of accounts assigned each.	• •							
		See S	chedule F.								
	B.	Descri	e below the nature and frequency of regular reports to clients on their account	nts.							
		appra	ry Management issues quarterly reports to investment a isal of the client's account as well as year-to-date realized give issue additional reports concerning realized gains, dividence not December 31, we issue reports on a schedule that conform	ains, dividends, and i	nterest. At each year's clients whose fiscal year						

FORM ADV	Applicant:	SEC File Number:	Date:
Part II - Page 6	Van Den Berg Management, Inc. d/b/a Century	801-14809	02-01-02

12.	Investment or Brokerage Discretion.						
	A.	Does applicant or any related person have	e authority to determine, without obtain	ning specific client cons	ent, the:		
		(1) securities to be bought or sold?				Yes	No
		(2) amount of the securities to be bought	or sold ?			Yes ⊠ Yes	No D
		(3) broker or dealer to be used ?				Yes	No
_		(4) commission rates paid?				×	
	B.	Does applicant or a related person sugge	st brokers to clients?			Yes	No
		For each yes answer to A describe on Sch describe on Schedule F the factors conside sions. If the value of products, research ar	ered in selecting brokers and determinin	ng the reasonableness of	their commis-		
		• 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 thos	e accounts paying for it;	and		
		 any procedures the applicant used return for products and research ser 	during the last fiscal year to direct clied vices received.	nt transactions to a parti	cular broker in		
13.	Addi	itional Compensation.					
	Does	s the applicant or a related person have any	arrangements, oral or in writing, where	e it:			
	A.	is paid cash by or receives some economic non-client in connection with giving advice			ervices) from a	Yes ⊠	No
	B.	directly or indirectly compensates any pe	erson for client referrals?			Yes ⊠	No
		(For each	yes, describe the arrangements on Sch	edule F.)			
14.	Bala	has quatedly of slight funds are serve	•	ar on Schedule G if applic	cant:		
	• has custody of client funds or securities; or						
		• requires prepayment of more than \$	6500 in fees per client and 6 or more mo	onths in advance		Yes	No
		Has applicant provided a Schedule	G balance sheet?				
		e F of	Applicant:	SEC File Number:	Date:		
	Form ADV Continuation Sheet for Form ADV Part II Van Den Berg Management, Inc., d/b/a Century Management 801-14809 02-01-02						

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

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.) Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: IRS Empl. Ident. No.: Van Den Berg Management, Inc. d/b/a Century Management 95-3017097 Item of Form (identify) Answer Item 1.A **Advisory Service and Fees** Services. Van Den Berg Management, Inc. is a registered investment adviser doing business under the name "Century Management." We provide the following services to our clients: **Investment advisory services.** Century Management offers consulting, planning, implementation, and management of both equity and income portfolios. Our investment advisory clients include individuals, corporations, insurance companies, pension and profit sharing plans, estates, and charitable organizations. All of our accounts are managed on a discretionary basis. At the outset of each engagement, the client defines its investment objectives in writing, and these objectives guide our management of the client's account. We manage each account individually, according to a variety of management styles. These styles are as follows: Standard accounts, in which investments may include, but are not limited to, equities, cash and fixed income instruments. Balanced accounts, which include equities and fixed income securities in a more specific, pre-determined allocation mix. Bundled accounts, in which we provide advisory services in conjunction with a brokerage firm's bundled fee that includes transaction and custodial fees. This is not a wrap account, however. Our fees are charged separately from the brokerage firm's fees. Fixed income accounts Tax free accounts In addition to providing services to clients directly, we also work with APS Asset Management, Inc., and Hillside Associates, Inc. (called "APS" and "Hillside" in this document). APS and Hillside are registered investment advisers not affiliated with us. Under our arrangements with APS and Hillside, their employees meet with certain of our clients, determine the client's needs, evaluate which of our management styles is appropriate for the client, and transmit this information to us. In these circumstances, we retain 45% to 75% of the fee the client pays, depending on the work involved, and APS or Hillside is paid the remainder. Stock option analysis. For our clients who have significant net worth in corporate stock options, we offer consulting, planning, and management services. Financial planning. Our professionals interview each client at length to determine the client's goals, and we review documents the client supplies, such as wills, insurance policies, and tax returns. Each client receives a detailed written plan. We recommend that all clients work closely with their attorneys, accountants, insurance agents, investment advisers and securities brokers to implement a

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century Management	801- 14809	02-01-02

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

	exactly as stated in Item 1A of Part I of Form ADV: gement, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
Item of Form (identify)	Answer	
(activity)	financial plan.	
	Our financial planning services include the follow	ving types of planning:
	·	ding an analysis of family records, ues, estate planning, and determining
		ding spending analyses and income concerning the current and future tax es.
	Disability and estate planning. We clients anticipate their families' need	analyze disability coverage and help ds upon the client's death.
	 Retirement planning. We help clie and formulate investment strategies 	ents determine their retirement goals to assist in reaching those goals.
	 Investment planning. We evaluate effect on a client's portfolio. 	e investment alternatives and their
	Retirement plan consulting. Century M concerning Defined Benefit Pension Plans, D money purchase and profit sharing plans), Qual IRA's (including SEP, Roth, contributory, and qualified and non-qualified retirement plans. W and monitoring these plans.	ified Retirement Plans, Keogh Plans, rollover plans), and other types of
	Other consulting services. Some clients constance, a client may be solely concerned with education. We are available for consultations financial matters.	
	Fees. Century Management's fees may be negotion instance, if the client's initial deposit is in excess of similar services may vary from client to client. Our usual	\$5,000,000), and therefore fees for
	Investment advisory services. All investment agreements with us. Each agreement provides based on the dollar value of assets under of quarterly, in advance, based on the value of assets preceding calendar quarter. If an investment a partway through a calendar quarter, fees are produced of the agreement to the close of the calendar	that the client will pay an annual fee our management. We collect fees sets as of the last trading day of the dvisory agreement becomes effective orated for the period from the effective
Ancwer all item	as. Complete amended pages in full, circle amended items and file	with execution page (page 1).

SEC File Number: Applicant: Date: Van Den Berg Management, Inc., d/b/a Century 801-14809

02-01-02

Management

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)			
 Full name of applicant exactly as stated in Item 1A of Part I of Forting Van Den Berg Management, Inc. d/b/a Century Management 		IRS Empl. Ident. No.: 95-3017097	
Item of Form			
(identify)	Answer	the two of investment	
	Fees for investment advisory services vary according to the type of investme strategy we employ for the account. Our typical fees are as follows:		
Type of Account	Fe	90	
Standard Value Eq Fee Arrangemen	t (stocks) 1.25°	al fee: % on first \$1,000,000 00% thereafter	
	<u>from</u> <u>accou</u>	ee is deducted quarterly client's nt as follows: 3125% on first	
\$1,000,000			
	0.	25% thereafter	
· ·		l fee: on first \$1,000,000 75% thereafter	
	<u>from</u> follows 0.	ee is deducted quarterly client's account as s: 25% on first \$1,000,000 1875% thereafter	
		l fee: on first \$1,000,000 % thereafter	
	<u>from</u> follows 0.	ee is deducted quarterly client's account as s: 125% on first \$1,000,000 075% thereafter	
account number with us no case, however, doe management. Under some pension plan, a one-tine is disclosed to the clients.	Our minimum annual fee for investment advisory accounts is \$4,000 for a client's first account number with us and \$1500 per year for each additional account number. In no case, however, does our minimum annual fee exceed 2.5% of assets under management. Under some circumstances, such as the opening of a defined benefit pension plan, a one-time administrative fee may be charged. The amount of this fee is disclosed to the client in advance and varies according to the amount of world required. In most cases, however, there is no initial administrative fee.		
that provide for the p account. Performance	ertain eligible clients may negotiate payment of fees based on the per fees are individually negotiated and	formance in the client's I therefore vary from client	
Answer all items. Complete amended pages in full, circ	cle amended items and file with execution	on page (page 1).	

I	Van Den Berg Management,		
	Inc., d/b/a Century Management	801- 14809	02-01-02

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

1.	Full name of applicant exact	ctly as stated in Item 1A of Part I of Form ADV: ment, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
	Item of Form (identify)	Answer	
	(identify)	to client. Federal regulations restrict the availability of performance fees may only be charged to certain of	
		clients. For example, clients who maintain \$750,000 in asswith Century Management or whose net worth exceeds \$1,5 to enter performance fee arrangements with us. Depending client whose fees are based on our performance may pay hi paid by clients who do not enter performance fee agreements	500,000 may be eligible on the circumstances, a gher fees than the fees
		Disclosure concerning mutual funds. In most cases, a mutual fund directly, without using Century Management's are designed to assist the client in determining which mutual appropriate to the client's financial situation and goals. Acconsider mutual funds' fees and our fees together in order total amount of fees the client will pay and to evaluate the provide. In most cases, however, clients' portfolios will be equities and individual fixed income securities.	services. Our services al fund or funds are most cordingly, clients should to fully understand the value of the services we
		Other charges to the client's account. Our fees do not margin interest, national securities exchange fees, wire transor fees associated with securities transactions as required awaiting investment may be placed in a money market fund; any internal fees and expenses of any money market fund invested in mutual funds will bear a proportionate share expenses, as will other accounts of other shareholders of funds may impose sales charges, in which case the client deferred sales charge that is not included in our fees.	sfer fees or other costs I by law. Clients' funds our fees do not include . Accounts with assets of the fund's fees and the fund. Some mutual
		Financial planning services. Century Management's fee services are based on either a flat fee or an hourly fee. Ou between \$1,500 and \$2,500, and our usual hourly rate range hour, depending on the complexity of the engagement. We total financial planning fees for each client before we begin we	ur typical flat fee ranges s from \$150 to \$200 per e provide an estimate of
		Payment of Fees.	
		Investment advisory clients. Each investment advisory agreement pr pay our fees directly or the client may authorize the deduction of account, which a third-party custodian maintains. If fees are decaccount, we will simultaneously send the client a bill showing the and due, the account value on which the fee is based, and how the fee are required to acknowledge that the custodian will not verify our fee the client's responsibility to review our bills to ensure that fees were Each investment advisory agreement for a client who agrees to pindividually negotiated and contains details concerning the calculates.	f fees from the client's ducted from the client's nount of the advisory fee was calculated. Clients calculation and that it is e calculated accurately. But you performance fees is
	Answer all items.	Complete amended pages in full, circle amended items and file with execution	page (page 1).

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century Management	801- 14809	02-01-02

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

1.		tly as stated in Item 1A of Part I of Form ADV: ment, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
	Item of Form		I
	(identify)	Answer fees and the due dates of performance fee payments	
		Financial planning clients. Financial planning clients are billed when plan to the client. Fees are due and payable upon the receipt of our lone-half of the financial planning fee may be required at the outset of consulting clients. Fees for consulting services are billed month payable upon receipt of our bill. We may require a retainer before we Termination of agreements. Investment advisory clients. Each investment advisory agreem agreement between client and advisor shall be continuous until one terminates it. Each agreement provides that the client may terminate five business days of its effective date without paying any fees or per also provides that once the initial five-day period has passed, either may terminate the agreement at any time by providing thirty days' we party. If the agreement is terminated partway through a calendar quadvance will be refunded to the client, pro-rata, based on the number calendar quarter following the effective date of termination. Financial planning and consulting clients. Each financial planning and	bill. A retainer equal to our engagement. aly. Fees are due and begin work. The party to the agreement the the agreement within halties. The agreement party to the agreement party to the agreement ritten notice to the other uarter, fees collected in of days remaining in the
		terminate its agreement within five business days of the agreement paying any fees or penalties. Otherwise, either party may terminate time upon giving notice to the other party, and fees will be due to us until the termination date. If a retainer balance is due to the client, promptly. If fees are due to us, we will issue a bill to the client, which	e the agreement at any s for work performed up a refund will be issued
	Item 3	Types of Investments	
		Item 3.K(3): Century Management may provide advice on real estate that invest in the following: real estate investment trusts, tax lie Additionally, we may provide advice on limited partnerships that investigations.	ns, and real property.
		Please see disclosure under Item 8.D concerning the services we pro	vide to TL Partners, Ltd.
		Item 3.L: We may provide advice regarding investments in go Management does not receive separate compensation, including con investments in gold or silver, nor do any persons associated with our f	mmissions, from clients'
	Item 4.B.8	Other Sources of Information	

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801- 14809	02-01-02

Management 801-14809 02

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

1. Full name of applicant	o not use this Schedule as a continuation sheet for Form ADV Part I or any other schexactly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
Van Den Berg Mana Item of Form	agement, Inc. d/b/a Century Management	95-3017097
(identify)		
	Century Management may also use on-line information morningstar, ValueLine, Zachs, Reuters, Bloomberg, Ibbotson, others.	
Item 6	Education and Business Background	
	The following information sets forth the name, age, formal educative year business background of the principal executive officers the persons who are responsible for determining Century Manage	of Century Management and
	Arnold Van Den Berg	
	Born: 1939	
	Formal education: None.	
	Employment history: Mr. Van Den Berg has served as Century Management's President since September 1974. He has final authority on all investment activity and portfolio decisions.	
	James David Brilliant	
	Born: 1966	
	Formal education: Mr. Brilliant attended Los Angeles Pie He is a Chartered Financial Analyst (CFA).	erce College for three years.
	Business background: Mr. Brilliant is a Senior Financial Securities Analyst and President with Century Management, where he has been employed since Janu 1986. Mr. Brilliant is a senior member of the company's investment committee provides research on equity and fixed income securities.	
	Aaron Samuel Buckholtz	
	Born: 1963	
	Formal education: California State University at MAD Administration, 1988.	Northridge, B.A. Business
	Business background: Mr. Buckholtz is a Senior Finan Century Management, where he has been employed sir Chartered Financial Analyst (CFA). Mr. Buckholtz provi	nce March 1990. He is a

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801- 14809	02-01-02

Management 801-14809 02

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

ull name of applicant exac	rtly as stated in Item 1A of Part I of Form ADV: ment, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
Item of Form (identify)	Answer	
(dentity)	securities research to the investment committee.	
	Scott Schain Van Den Berg Born: 1967	
	Formal education: Mr. Van Den Berg attended Glendale Coll University at Northridge, where he studied finance. He gradua Financial Planning in 1998 and was awarded the designation Planner (CFP) in January 1999 and Chartered Retirement Pla September 1999.	ated from The College of ns of Certified Financial ans Specialist (CRPS) in
	Business background: Mr. Van Den Berg is one of two Vic Management, where he oversees financial planning, consulti He is also a member of the portfolio management team at C which he has been employed since May 1992. Mr. Van Den and retirement plan analysis, portfolio management, communications.	ing, and client services. Century Management, at
Item 8	Other Financial Industry Affiliations	
	Item 8.D [regarding whether clients are solicited to invest in general partner]: This disclosure als	•
	The President of Century Management is also the owner of the Partners, L.P., which is a limited partnership that invests in real esta liens, real property, and first mortgages. Century Management's defi owns an interest in this partnership. This partnership is an adv Management. It is closed to new investors.	ate investment trusts, tax ned benefit pension plan
	Because the relationship between Century Management and the custody of client funds or securities under the Investment Adviser maintain all records and make all filings required of SEC-registered at	s Act of 1940, we will
	In determining the assets under management fee for clients whose a TL Partners, we do not include the portion of the client's account Partners.	

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801-14809	02-01-02

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

1.		•	s stated in Item 1A of Part I of Form ADV: t, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
	Item of Form (identify)		Answer	
	Item 9.	Pa	rticipation or Interest in Client Transactions	
		rel	m 9.D [regarding our recommendation of securities in which Celated person has a financial interest]. Please see the disclosure of the bull in Item 8.D of this Schedule F.	
		pui Pa	plicies designed to avoid conflicts of interest. When we are a rchase of a security for our clients, none of our employees or relaintners) may purchase that security until we have completed purchase rporate pension plan is also subject to this restriction.	ated persons (except TL
		COI	here may be infrequent situations beyond our control, such as nversions, in which all sales of securities must be made at the sents' accounts and employees' accounts.	
		sed Ad	entury Management or individuals associated with Century Manageurities identical to those recommended to customers for the ditionally, related persons may have an interest or position in cereso be recommended to a client.	eir personal accounts.
			cause these situations could represent a conflict of interest, Ce tablished the following restrictions in order to fulfill its fiduciary resp	
		1)	A director, officer or employee of Century Management shall not be his or her personal portfolio when the individual's decision substantially derived, in whole or in part, from his or her em Management unless the information on which the decision is bathe investing public on reasonable inquiry. No person employed Century Management shall prefer his or her own interest to the clients.	to purchase or sell is apployment with Century sed is also available to d by or associated with
		2)	We require that all employees and related persons who have investment advice provide complete records of all of their securities each quarter. An officer of Century Management reviews these transcompliance with the firm's policies.	ies purchases and sales
		3)	We inform clients of their right to select brokers and insurance ag for their accounts.	lents to provide services
		4)	We require all individuals associated with the firm to comply with and state regulations governing registered investment advisers a and solicitors.	
		5)	Any individual who does not comply with the firm's policie termination.	es may be subject to
	Answer all items.	Com	plete amended pages in full, circle amended items and file with execution	page (page 1).

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		

Management 801- 14809 02-01-02
(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

	•		this Schedule as a continuation sneet for Form ADV Part I or any other schedule	
1.			s stated in Item 1A of Part I of Form ADV: t, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
	Item of Form (identify)		Answer	
	()	ma on	licies regarding aggregation of securities. Century Managery aggregate purchases of securities made on behalf of clients, in behalf of limited partnerships for which Century Management or a general partners, providing that the following conditions are met.	cluding purchases made
		1)	Our policies for the aggregation of transactions shall be fully dis and to our clients as well as to the broker-dealers through which be placed;	
		2)	Century Management will not aggregate transactions unless it is consistent with its duty to seek best execution (which include price) for its clients and is consistent with the terms of investment advisory agreement with each client for which trades a	es the duty to seek best Century Management's
		3)	No advisory client will be favored over any other client; each client aggregated order will participate at the average share promanagement's transactions in a given security on a given busin costs shared pro-rata based on each client's participation in the	ice for all of Century ess day, with transaction
		4)	Century Management will prepare, before entering an aggrestatement (called an "Allocation Statement") specifying the parand how it intends to allocate the order among those clients;	
		5)	If the aggregated order is filled in its entirety, it will be allo accordance with the Allocation Statement; if the order is partially pro-rata based on the Allocation Statement;	
		6)	Notwithstanding the foregoing, the order may be allocated on a specified in the Allocation Statement if (a) Century Managemer determines that, under the circumstances, allocation in accord Statement is unwise or impracticable or is not in the best interection, or (b) the allocation actually employed is reasonable and and equitable treatment;	nt, in its sole discretion, ance with the Allocation est of one or more of its
		7)	Century Management's books and records will separately reflect the orders that are aggregated, the securities held by, and b account;	
		8)	Funds and securities of clients whose orders are aggregated wor more banks or broker-dealers, and neither the client's cash in held collectively any longer than is necessary to settle the purction a delivery versus payment basis; cash or securities held collective out to the custodian bank or broker-dealer as soon as settlement;	or their securities will be nase or sale in question ectively for clients will be
		9)	Century Management will receive no additional compensation or as a result of the proposed aggregation; and	
	4 11.4	•	nlete amended pages in full-circle amended items and file with execution	(1)

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801-14809	02-01-02

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

	xactly as stated in Item 1A of Part I of Form ADV: gement, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
Item of Form		
(identify)	Answer	
	10) Century Management will provide Individual advice to each advisory client.	
Item 10	Conditions for Managing an Account	
	Century Management requires a minimum annual fee of client's first account and a minimum annual fee of \$1 number. Please refer to Item 1 of this Schedule F for services and fees.	1000 for each subsequent account
Item 11.A	Povious of Accounts	
nem 11.A	Reviews of Accounts	
	For investment advisory accounts, we review every account before each trade is placed in order to insure the appropriateness of the trade for the account. We review each account individually at least once each quarter.	
	For clients who established accounts with us prior to 1999 and who have multiple accounts, we internally manage the multiple accounts as if they were one account for purposes of asset allocation, billing, and performance calculations unless the client directs us to do otherwise in writing. For clients who established accounts with us in 1999 or after and who have multiple accounts, we manage each of the multiple accounts on a stand-alone basis.	
	Four senior employees of Century Management review our clients' accounts. Arnold Van Den Berg, President, and James Brilliant, CFA, Vice President and Senior Analyst, comprise the senior reviewing committee. The number of accounts they review depends on the number of accounts in the firm at any given time.	
	James Brilliant, CFA, Senior Analyst and Aaron Buckholtz, CFA, Senior Analyst, ar research analysts who are responsible for the daily evaluation and research of our equity an fixed income investments. Scott Van Den Berg, CFP, Senior Financial Planner, assists wit portfolio management.	
	Financial planning and retirement planning clients may contract for a review of their plan for a separate fee. Scott Van Den Berg, CFP is the Senior Financial and Retirement Planner.	
Item 12	Investment or Brokerage Discretion	
	Items 12.A.(1) and 12.A(2). Century Management accounts on a discretionary basis, which means that cli determine the securities that are bought or sold and the all a client wishes to limit this authority, the client must	ents provide us with the authority to amounts of the purchases and sales.

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801-14809	02-01-02

		use this Schedule as a continuation sheet for Form ADV Part I or any other schedu	les.)
1.		tly as stated in Item 1A of Part I of Form ADV: nent, Inc. d/b/a Century Management	IRS Empl. Ident. No.: 95-3017097
	Item of Form (identify)	Answer	
		client may amend these restrictions at any time.	
		Item 12.A.(3) and 12.A(4). Century Management asks each of advisory client to provide us with written authority to determine the the client's transactions and the commissions that will be charged to these transactions. If a client wishes to limit this authority, the limitations in writing. A client may amend these restrictions at any	broker dealer to use for o the client's account for client must specify the
		Item 12.B	
		Recommendation of broker-dealer. Century Management recommadvisory clients establish a custodial account at Schwab, Water Prudential, or Fidelity. Under a 'prime brokerage' relationship offere Management may trade directly with the firm that maintains custod or with another broker-dealer. Should Century Management elect to	house, Dain Rauscher, d by these firms, Century ly of the client's account
		broker-dealer, the client will pay a transaction fee to the custodia commission charged by the executing broker-dealer. Century Ma brokers only when doing so is consistent with our duty of best executions.	nagement will use other
		Directed trading. If clients direct Century Management to use a partial trades, we require the client to acknowledge in writing that Cent have authority to negotiate commissions or obtain volume discounts may not be achieved. In addition, a disparity may exist between the by a client who directs our use of a particular broker and to the conclients pay.	ury Management will not and that best execution commission rates paid
		Bundling programs. In certain situations, broker-dealers who offer 'to custodial fee programs may recommend Century Management to clied Century Management will bill its advisory fee to the client and the client a single fee that covers transaction charges and custodic considering entering into this type of relationship, we remind the cliewill require us to direct all trades to the broker-dealer offering the 'but the client may not be included in block trades we execute for our execution may not be achieved. The client should also consider trading in the client's account, the fees paid by the client under the may be more or less than what the client would pay if the services we	ents. In these programs, broker-dealer will bill the al fees. If a client is ent that this arrangement undled' service; therefore, other clients and best that, given the volume of is 'bundled' arrangement
		Participation in the Schwab Institutional program. As previously Charles Schwab & Co. to clients who need the services of a br Management participates in the Schwab Institutional services prograindependent investment advisers. As a participant in the Schwab Institutional services prograindependent investment advisers. As a participant in the Schwab Institutional services prograindependent investment advisers. As a participant in the Schwab Institutional services prograindependent investment advisers. As a participant in the Schwab Institutional program.	rokerage firm. Century am that Schwab offers to institutional program, we

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

Applicant:	SEC File Number:	Date:
Van Den Berg Management, Inc., d/b/a Century		
Management	801-14809	02-01-02

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

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)			
	Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Van Den Berg Management, Inc. d/b/a Century Management 1RS Empl. Ident. No.: 95-3017097		
Item of Form			
(identify)	Answer		
	Policy regarding block trading. Century Management will block tr when advantageous to clients. This blocking of trades permits the blocks of securities composed of assets from multiple clients transaction costs are shared equally and on a pro-rated basis between in any such block. Block trading allows Century Management to emore timely, equitable manner and to reduce overall commission characteristics.	he trading of aggregate of accounts so long as een all accounts included execute equity trades in a	
Item 13.A and 13.B	Additional Compensation		
	Item 13.A: We receive no cash benefit, including commissions, fro with our clients' accounts. Century Management participates in programs maintained by Schwab, Waterhouse, Dain Rauscher, While there is not a direct link between the investment advice giver these programs, we receive economic benefits that would not be avacuounts were not maintained at the firms. These benefits include:	the institutional services Prudential, and Fidelity. In and our participation in	
	 our receipt of duplicate client confirmations and bundled our access to a trading desk serving exclusively institute our access to block trading which provides us with securities transactions and then allocate the appropriate accounts; the ability to have our investment advisory fees deconficients' accounts; our access, for a fee, to an electronic communications entry and account information; receipt of compliance publications and access to conting and access to mutual funds which generally require sign initial investments or are generally available only to institude the firm's custody. The benefits each firm extends to us may vary according to the amounder the firm's custody. Item 13.B Compensation for client referrals. Century Management compensate with our firm for client referrals under certain restricted circumstan receive compensation must be properly registered under applicab. There must be a written solicitation and referral agreement between and the solicitor. Clients receive full disclosure, in advance, of the agreement and must sign an acknowledgment of receipt of the disincludes a provision informing the client that it will not pay Management than fees paid by our clients who are not the sarrangement. The disclosure also provides that Century Management.	tional clients; the ability to aggregate briate shares to clients' lucted directly from our as network for client order uing education seminars; ificantly higher minimum tutional investors. bunt of our clients' assets as individuals not affiliated ces. All individuals who le state securities laws. Her Century Management eterms of the solicitation closure. The disclosure higher fees to Century ubject of a referral fee	

SEC File Number: Applicant: Date: Van Den Berg Management, Inc., d/b/a Century

801-14809

02-01-02

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

(Do not use this selection as a continuation successful ADV) after for any other selections.		
1.1	tly as stated in Item 1A of Part I of Form ADV:	IRS Empl. Ident. No.:
Van Den Berg Managem	nent, Inc. d/b/a Century Management	95-3017097
Item of Form		
(identify)	Answer	
	no affiliation other than as provided in the solicitation and refermanded that the solicitor concered referral activities under the agreement, but otherwise we have no super the solicitor. Century Management has no authority or responsibility any financial planning, investment advice, asset allocation advice, or solicitor may provides to the solicitor's clients. Century Management has entered into an agreement with Charles independent and unaffiliated broker-dealer ('Schwab') to participate Source ('the Service'), an adviser referral service designed to independent personal investment manager in their area. Century Monot to charge advisory clients introduced by the Service fees or costs costs Century Management charges its advisory clients who were service and who have similar portfolios under management with Centure Participation in the Service may raise potential conflicts of interest. As the Service, advisers participating in the Service may recommend that act as the broker-dealer and/or custodian for the client's account. acknowledges its duty of best execution for our clients.	rning its solicitation and ervisory responsibility for to approve or supervise r any other services the Schwab & Co., Inc., an in the Schwab Advisor help investors find an flanagement has agreed greater than the fees or e not introduced by the ury Management. Although not required by at clients use Schwab to