

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* AOS Partners, LP (Last) (First) (Middle) 35 EAST WACKER DRIVE, SUITE 2400, (Street) CHICAGO, IL 60601 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/28/2010	3. Issuer Name and Ticker or Trading Symbol ENVESTNET, INC. [ENV]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,763,879 (1)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Preferred Stock	(2)	(2)	Common Stock	3,960,000 (3)	\$ (2)	D	
Series B Preferred Stock	(2)	(2)	Common Stock	411,130 (4)	\$ (2)	D	
Series C Preferred Stock	(2)	(2)	Common Stock	201,219 (5)	\$ (2)	D	
Common Stock (6)	(6)	(6)	Common Stock	251,679	\$ (6)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AOS Partners, LP 35 EAST WACKER DRIVE, SUITE 2400 CHICAGO, IL 60601		X		
GRP II Investors, L.P. 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601		X		
GRP II Partners, L.P. 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601		X		

GRPVC, L.P. 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601		X		
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Signatures

/s/ Shelly O'Brien, by power of attorney for AOS Partners, L.P.		07/28/2010
**Signature of Reporting Person		Date
/s/ Shelly O'Brien, by power of attorney for GRP II Investors, L.P.		07/28/2010
**Signature of Reporting Person		Date
/s/ Shelly O'Brien, by power of attorney for GRP II Partners, L.P.		07/28/2010
**Signature of Reporting Person		Date
/s/ Shelly O'Brien, by power of attorney for GRPVC, L.P.		07/28/2010
**Signature of Reporting Person		Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) AOS Partners, L.P. holds 1,854,570 shares, GRP II Investors, L.P. holds 178,048 shares, GRP II Partners, L.P. holds 86,844 shares and GRPVC, L.P. holds 644,417 shares.
- (2) The preferred stock is convertible at any time, at the holder's option, and has no stated expiration date. Upon consummation of the issuer's initial public offering, each series of the issuer's preferred stock will automatically convert into the number of shares of the issuer's Common Stock indicated in Part II, Item 3.
- (3) AOS Partners, L.P.'s Series A Preferred shares are convertible into 2,657,600 shares, GRP II Investors, L.P.'s Series A Preferred shares are convertible into 254,240 shares, GRP II Partners, L.P.'s Series A Preferred shares are convertible into 125,120 shares and GRPVC, L.P.'s Series A Preferred shares are convertible into 923,040 shares.
- (4) AOS Partners, L.P.'s Series B Preferred shares are convertible into 271,573 shares, GRP II Investors, L.P.'s Series B Preferred shares are convertible into 32,890 shares, GRP II Partners, L.P.'s Series B Preferred shares are convertible into 12,334 shares and GRPVC, L.P.'s Series B Preferred shares are convertible into 94,333 shares.
- (5) AOS Partners, L.P.'s Series C Preferred shares are convertible into 134,028 shares, GRP II Investors, L.P.'s Series C Preferred shares are convertible into 16,097 shares, GRP II Partners, L.P.'s Series C Preferred shares are convertible into 4,024 shares and GRPVC, L.P.'s Series C Preferred shares are convertible into 47,070 shares.
- Represents an interest in the number of shares of the issuer's Common Stock indicated in Part II, Item 3 as a result of the Reporting Persons' beneficial ownership of 252,438 shares of common stock of The EnvestNet Group, Inc. ("ENG"), the issuer's 40.9% shareholder. Upon the consummation of the issuer's initial public offering, ENG will merge with and into the issuer. Each share of ENG common stock will automatically convert into 0.0935 shares of the issuer's Common Stock upon the closing of the issuer's initial public offering. AOS Partners, L.P.'s holding of ENG common stock is convertible into 154,994 shares of the issuer's Common Stock, GRP II Investors, L.P.'s holding of ENG common stock is convertible into 20,134 shares, GRP II Partners, L.P.'s holding of ENG common stock is convertible into 5,033 shares and GRPVC, L.P.'s holding of ENG common stock is convertible into 71,518 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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 number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Shelly O'Brien, Patrick Marr and Christine Damask, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Envestnet, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 26 day of July, 2010.

By: AOS Partners, L.P., a Delaware limited
partnership

By: Hique, Inc., a Delaware corporation,
its General Partner

/s/ Dana Kibler

Name: Dana Kibler

Title: Chief Financial Officer

POWER OF ATTORNEY

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By: GRP II Investors, L.P., a Delaware limited partnership
By: GRP Management Services Corp.,
a Delaware corporation, its General Partner

/s/ Dana Kilber

Name: Dana Kibler
Title: Chief Financial Officer

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By: GRPVC, L.P., a Delaware limited partnership,
its General Partner
By: GRP Management Services Corp., a Delaware
corporation, its General Partner

/s/ Dana Kibler

Name: Dana Kibler
Title: Chief Financial Officer

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Title: Chief Financial Officer