Churchill Management Group

It is the mission of
Churchill Management Group
to build wealth for our Clients
over the long term. Since 1963, we
have had the good fortune of
developing Client relationships that
can be measured in decades,
not simply years or months.

Please note: The Securities and Exchange Commission has neither passed nor approved information regarding the investment practices outlined in this document. Please see form ADV2 for additional information.

GIPS
Global Investment Performance Standards

Churchill Management Services

HISTORY

- Churchill Management Group ("Churchill") is a GIPS® compliant firm that was founded in 1963.
- The Executive Team has investment management experience totaling over 150 years.
- Churchill places a high value on building long-term relationships.

INVESTMENT MANAGEMENT

- Accounts are managed individually and balanced toward each Client's individual needs and goals.
- Churchill applies both a "bottom-up" and "top-down" (macroeconomic) approach to investing.
- Churchill uses both Tactical and Fully Invested strategies, understanding that each approach may perform better or worse depending on where we are in the stock market cycle.

FINANCIAL PLANNING

- Churchill provides comprehensive Financial Planning services focused on helping Clients achieve their individualized goals.
- Financial Plans may be reassessed periodically to make sure Clients stay on track.

CHURCHILL COMMITMENT TO CLIENT SERVICE

- Churchill spends considerable time communicating with Clients and/or their consultants in order to better evaluate investment objectives and implement investment policies.
- Churchill provides Clients with complete reporting on the progress of their accounts and provides clear and concise year-end statements.
- Churchill has the ability to focus its reporting on the needs of individual Clients.

Investment Management

Churchill Management Group takes great pride in one of its truly unique features: a stable Management Team that has invested in both up and down markets.

INVESTMENT PHILOSOPHY

Churchill's mission is to build wealth over the long-term. We have achieved this goal by developing successful technical, fundamental and sentiment indicators that guide us in the investment arena. Our studies have shown that various investments provide significantly different results dependent upon where we are in market and economic cycles. It is our philosophy that understanding these cycles provides an outstanding reference point from which to make investment decisions.

TOP-DOWN & BOTTOM-UP APPROACH

We use our technical, fundamental and sentiment market indicators as tools in a "top-down" manner to help us make decisions about the allocation of Client assets between various types of asset classes. Once our Investment Management Team has made a decision regarding the allocation of assets, we evaluate the particular investments from a "bottom-up" approach. Our **disciplined approach** to investing provides our Clients with the knowledge that their portfolio is being managed with the larger picture in mind.

MANAGING RISK

Managing risk versus reward is essential in delivering superior returns. We always strive to limit losses by combining diversification with continual in-depth research for all our portfolios. It is the goal of Churchill to make money and to keep it for you.

INDIVIDUAL ACCOUNT MANAGEMENT

Each Churchill **Balanced** or **Equity** Portfolio is constructed with the Client's individual goals and objectives in mind. Within both the Balanced Portfolio and the all Equity Portfolio, emphasis can be given to the Client's more conservative or more aggressive investment objectives. This may be achieved by combining our equity strategies or through the utilization of fixed income.

TACTICAL-VS-FULLY INVESTED

We offer a dual approach to navigating various markets, understanding that each approach may perform better or worse depending on where we are in the stock market cycle. We have various specific equity strategies that fall under one of these two categories, Tactical or Fully Invested.

Tactical strategies utilize cash and cash equivalents in perceived periods of risk and aim to outperform over a full market cycle. Thus, they tend to perform best during a bear market and the low risk investing opportunity that follows. On the other hand, when risks have increased in the market, the Tactical strategy will often take a conservative stance and not chase perceived high risk returns. Fully Invested strategies stay invested at all times, regardless of overall market risks. Thus, Fully Invested strategies tend to perform best in all "Up" markets, no matter how much risk is existing.

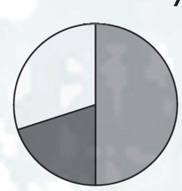
For many Clients, combining a Tactical approach with a Fully Invested approach may be most appropriate depending on their risk tolerance and performance expectations. Of course, any of the equity strategies can be balanced appropriately with our Fixed Income approach to best individualize the Client portfolio toward each Client's unique goals. A Churchill Representative will review the Client's risk tolerance and performance expectations prior to establishing the goals.

Examples:

Moderately Aggressive Portfolio

Minimum 60% Fully Invested
50% Equity Growth and Value/ETF Sector Rotation
25% Premier Wealth Tactical Core
10% Equity Dividend Income
15% Fixed Income

Moderately Conservative Portfolio



Minimum 20% Fully Invested
50% Premier Wealth Tactical Core
20% Equity Dividend Income
30% Fixed Income

The risk profiles defined above are based upon the risk levels of various Churchill Management investment strategies. Individual clients may not fit exactly in any of these defined risk profiles. Clients should consider carefully their complete financial picture and personal and financial goals. Please review Churchill's complete ADV2 to understand certain risks involved with each individual investment strategy.

Tactical Strategies

PREMIER WEALTH TACTICAL AND PREMIER WEALTH TACTICAL CORE

The impact of a bear market on a stock portfolio can be devastating to individual investors. It can take investors years to recover their losses. Premier Wealth Tactical and Premier Wealth Tactical Core **aim to preserve capital during times of high risk** through the use of cash and cash equivalents. The percentage of the strategies invested in the stock market may vary substantially depending on Churchill's judgment as to the prevailing risk in the market. When Churchill believes risks in the stock market are low, Churchill will increase the exposure to equities to attempt to **take advantage of growth opportunities**. When Churchill believes risks in the stock market are high, all of or a portion of the equity exposure may be moved to more stable short-term fixed income instruments and cash equivalent alternatives in order to protect capital.

Premier Wealth Tactical's equity or stock market philosophy can best be described as earnings growth driven under its fundamental approach within a technically oriented framework. Premier Wealth Tactical purchases the stock of companies it believes will have significant price appreciation. Additionally, Premier Wealth Tactical seeks to buy those companies in which Churchill has a sufficient degree of comfort, so they can be held with confidence for the long-term when Churchill believes market risks are low. Churchill's objective is to own companies with strong competitive positions and formulas for growth that are proven and sustainable. Once a stock is purchased, in-depth research of the company continues ensuring that the fundamentally sound formula remains in place.

Premier Wealth Tactical Core will invest in exchange traded funds, domestic or foreign, that Churchill believes have the potential for significant price increases. In some circumstances, Premier Wealth Tactical may significantly utilize exchange traded funds, some of which may purchase foreign securities and stocks on foreign exchanges, to augment the strategy. Note, other mutual funds could be purchased within these strategies if it is considered to be in the best interest of the client due to account size or to acquire money market alternatives. Furthermore, a client may choose to combine various allocations of Premier Wealth Tactical Core and ETF Sector Rotation within one account.

MAXIMUM GROWTH TACTICAL

Churchill offers Maximum Growth Tactical as a more aggressive tactical option to our Premier Wealth Tactical strategy.

Churchill recognizes that, during each stock market cycle, there are times when perceived low risk opportunities exist to maximize returns. Maximum Growth Tactical's aim is to take advantage of these opportunities and **achieve superior returns by increasing exposure to equities and through the use of leveraging techniques**. When opportunities are present, Maximum Growth Tactical may purchase investments through the use of margin (for accounts with margin agreements) or utilize other investments, such as exchange traded funds (ETFs), which, in turn, engage in leveraged and margin trading. In some markets, some of these publicly traded funds (ETFs or mutual funds) may purchase foreign securities and stocks on foreign exchanges to augment Churchill's strategy. While Maximum Growth Tactical is likely to own larger, more concentrated equity positions as compared to a Premier Wealth Tactical account, its "bottom-up" equity purchasing philosophy similarly applies the same fundamental approach within a technically oriented framework.

Equally, this strategy recognizes that the impact of a bear market on a stock market portfolio can be devastating to individual investors. Thus, the percentage invested in the stock market may vary substantially depending on Churchill's judgment as to the prevailing risk in the market. When Churchill believes risks in the stock market are high, all of or a portion of the equity exposure may be moved to more stable short-term fixed income instruments and cash equivalent alternatives in order to **protect capital** or, in rare circumstances, shorting techniques may be implemented.

TACTICAL OPPORTUNITY

Tactical Opportunity's objective is to identify individual stocks which have positive technical characteristics suggesting a short-term opportunity. The Strategy combines a group of stocks found from within the S&P 500 with stocks from the entire universe of domestically traded stocks. Using a stock filter, the stocks found within the S&P 500 tend to be middle to large capitalization stocks, while those found from the broader universe will often be smaller, more thinly traded stocks.

In addition, Tactical Opportunity may complement its holdings with the use of exchange traded funds (ETFs) in order to increase exposure to the equity market. If the indicators dictate that risks are such that accounts can be fully invested, the strategy first looks to find individual stocks to purchase. However, if the strategy's indicators do not identify enough stocks to purchase to be invested to the percentage level it is suggesting, then ETFs may be utilized to do so. Similarly, as the strategy identifies risks and a determination is made to decrease exposure to the equity market to protect capital, individual stocks and ETFs may be sold. While a portion of the equities typically found in the S&P 500 universe will stay largely invested throughout both bull and bear markets, at times cash and cash equivalents may be utilized for a portion of the account during extended periods if the strategy is not identifying equities that have the characteristics needed to maintain them in the portfolio. As a result, the strategy does aim to provide some protection in high risk down markets. Under this strategy's "bottom-up" approach, securities may be sold as a determination is made that they are not technically performing. In addition, a trailing stop-loss may be utilized to sell equities.

Fully Invested Strategies

ETF SECTOR ROTATION

ETF Sector Rotation's philosophy is that certain sectors in themarket tend to out-perform and under-perform for prolonged periods of time. The Investment Management Team believes we can achieve superior returns by aiming to invest in the out-performing and often under-weighted sectors of the market.

ETF Sector Rotation may initially purchase an exchange traded fund (ETF) that is comprised of all equities on the S&P 500. Once Churchill has identified specific sectors in the S&P 500 that it believes have the potential to outperform the S&P 500, Churchill may sell a portion of or all of this ETF to overweight the account in those sectors by purchasing sector specific ETFs. The Investment Management Team uses a variety of technical and fundamental indicators to identify the sectors that Churchill believes will exhibit the potential for significant price appreciation versus the overall market. While ETF Sector Rotation is typically fully invested and subject to market risk, certain sectors will be employed as defensive positions with the aim of outperforming the index in down markets.

Based on a Client's needs, individual goals, and chosen allocation, Churchill may also invest a portion of the account in various stylistic ETFs (i.e. large cap, growth) and International ETFs (Emerging and International Markets) consistent with Churchill's analysis of the market. Furthermore, a client may choose to combine various allocations of Premier Wealth Tactical Core and ETF Sector Rotation within one account.

EQUITY GROWTH AND VALUE

The S&P 500 is divided into nine sectors: Energy, Utilities, Basic Materials, Technology, Financials, Healthcare, Consumer Staples, Consumer Discretionary, and Industrials. Each of these sectors historically performs better or worse within certain stages of market cycles. The S&P 500 typically over-weights or under-weights each sector based on past successes or failures, which may increase volatility and lower returns with index funds.

Equity Growth and Value's **goal is to identify and purchase leading individual stocks within these nine sectors** and to minimize short term gains by potentially holding each position for 1 year. It seeks to carry out this goal by identifying what Management perceives to be the top performing stocks in various sectors of the S&P 500 by using a variety of technical and fundamental indicators. The percentage invested within the sectors may vary so that some or most sectors may have no exposure. The strategy aims to let the better stocks run while employing a relative stop-loss system to limit the downside of mistakes. Of course, while it does aim to minimize short-term capital gains, stocks may be sold prior to one year creating tax liabilities. While Equity Growth and Value is fully invested and subject to market risk, stocks within certain sectors will be employed as defensive positions with the aim of outperforming the index in down markets.

EQUITY DIVIDEND INCOME

The Equity Dividend Income strategy is designed for Clients seeking to combine income from equities with their potential for growth. The strategy seeks to put together a fully invested equity portfolio with a well diversified group of high quality stocks paying a dividend higher than the average found in the S&P 500. The strategy looks to include high quality companies that have a high probability of continually growing dividends that are paid to shareholders. Earnings stability and future earnings prospects are reviewed for dividend payment stability and potential for long-term capital appreciation.

In addition to strong fundamentals, the portfolio also wants to hold those dividend paying stocks that are more technically favorable with positive relative strength as compared to other dividend paying stocks. While this strategy stays fully invested and is subject to market risk, the strategy looks to diversify among several investment sectors and may utilize a stop loss philosophy to help rotate away from underperforming sectors.

YIELD ORIENTED INSTRUMENTS: INCOME & STABILITY

Clients may elect to have a portion or all of their account allocated toward yield oriented instruments. The purpose of yield-oriented investments in a Balanced Account is to reduce volatility and risk while providing an underlying base of consistent returns to the portfolio. To accomplish the fixed income strategy Churchill places a tremendous emphasis on quality. Churchill pays close attention to the strength of the bond issuer, buys only investment-grade issues, and maintains diversification across industry sectors and issuers. Churchill generally "ladders" bonds with an average maturity of typically between three to seven years. Various money market dynamics, including yield curve, the major interest rate trend, and the bond call price, are extensively used in managing the yield approach. Accordingly, the average length of maturity as well as industry grouping and quality, may be adjusted from time to time by sales or swapping procedures. In addition, Churchill's studies of the cycles of inflation, deflation, and money market conditions greatly influence the buying, selling, swapping and balancing of maturities for the yield investments.

Yield-oriented investments are made in a variety of investment-grade taxable and non-taxable instruments, such as US Government and government agency bonds, corporate bonds, municipal bonds, and certificates of deposit. At times, depending on the size of an account's fixed income allocation, bond funds maybe purchased in lieu of individual securities. Furthermore, when investing for individual accounts, Churchill pays close attention to individual account tax issues as we work to optimize returns on an **after-tax basis**.

INVESTMENT RISK

Clients should invest with a long-term time frame and understand that no one can guarantee investment results. Investing in the securities markets entails the risk of loss.

In all events, each account is assigned general investment percentage goals/guidelines and an investment strategy, both of which may change from time to time upon direction from the Client. The Client understands these goals/guidelines are approximate and the actual amount invested in each asset class may vary considerably depending on Management's assessment of market risk. At times, Churchill may choose to invest accounts, including accounts which have assets with a fixed income and equity goal/guideline, above the equity goal/guideline set by the Client, effectively adjusting the balance of the portfolio, as Churchill determines, in its sole discretion, that under present market conditions so doing would be in the reasonable best interests of the portfolio. Churchill may employ defensive investment strategies notwithstanding Clients' investment strategies and restrictions.

Clients should understand that both Fully Invested and Tactical investment approaches come with the risk of loss. Fully Invested strategies are not concerned with overall market risks, staying invested even during bear markets. While Tactical strategies aim to reduce exposure prior to bear markets, no guarantee can be made as to success.

No guarantee can be made as to curtailing tax liabilities and Clients should look to their separate tax advisor for tax advice.

Financial Planning

ACHIEVING YOUR GOALS

Clients are looking for investment professionals that understand their financial needs and personal goals. Every professional at Churchill is dedicated to providing our Clients with the best service and money management possible to help them achieve these goals. **Experienced and knowledgeable** members of the Churchill Team visit with Clients and/or their consultants on a regular basis to review their portfolios and communicate our thoughts on the current market environment. We understand that our Clients' lives are continually changing. During the portfolio review process we work with each Client to make sure that the investment plan in place is appropriate for the Client's current stage of life.

CUSTOMIZED ACCOUNT MANAGEMENT

In order to design the optimal portfolio, it is essential that we understand a Client's needs, goals, and concerns. This requires an understanding of issues, such as investment horizon, tolerance for risk, current income requirements, tax considerations, future requirements for income or principal and reporting needs. As a Client's needs change, and as the Investment Team at Churchill maps changes in the investment environment, the balance between asset classes and the goals/guidelines of a Client's portfolio is continuously reassessed and modified as necessary.

Churchill's Financial Planning Services can help you design and implement a more customized plan to meet your unique goals.

ROADMAP TO FINANCIAL PLANNING

Churchill's goal is to help you simplify this process using our expertise. Churchill is different from most financial planners in that we are not selling products, allowing us to avoid that conflict with our Clients.

A member of our certified financial planning team will guide you through the following steps:

Step 1: Define your Goals

What is most important to you? By understanding your overall financial situation, Churchill can help you define your goals.

Step 2: Design a Plan

Create a strategy that is as unique as you are. We will help you evaluate your:

- Assets & Liabilities
- Income & Expenses
- Savings Strategy
- Lump Sum Needs
- Education Needs
- Business Interests
- Projected Returns
- Investment Balance
- Other Unique Interests

Then your Planner will recommend a plan that may, amongst other things, focus on:

- Goal Identification
- New Worth Analysis
- Income & Expenses Cash Flow Analysis
- Children & Education Needs Review
- Tax Projection & Analysis
- Insurance Needs Analysis
- Investment Profile & Risk Tolerance
- Social Security Analysis
- Retirement Needs Assessment
- Estate Plan Outline

Step 3: Take Action

By starting now, you are more likely to achieve your goals. Your financial planner will give you the tools you need to move forward with your plan.

Step 4: Maintain, Evaluate and Adjust

As your life and the world around you changes, so will your plan. Upon request, your planner is available to review your plan annually.

Churchill provides financial planning services to Clients that specifically engage Churchill for that service. The planning can include defining goals, designing a plan, assisting with implementing the plan, and evaluating and adjusting the plan over time, at the request of the Client. The financial planning includes advice regarding securities investing and may include discussions of a Client's tax, insurance, employee benefits, estate planning and other issues. Churchill, however, does not provide legal, insurance, employee benefit, estate planning, tax or accounting advice, and the Client must rely on legal, insurance and accounting professionals for that advice and documentation.

The Churchill Commitment to Client Service

COMMUNICATION

Keeping our Clients informed is another key ingredient for successful management. Whether by telephone, by email, in person, or in written form, our Management Team is committed to making sure our Clients and their consultants are informed with respect to their investment portfolios. No one member of Churchill Management Group is assigned to an account. All the members of the Investment Management Team are available to every Client. We want our Clients and/or their consultants to feel comfortable communicating with any of us at all times.

We believe success is a reflection, not only of our performance as an investment manager, but also of our commitment to helping our Clients achieve their goals and objectives.

Q and A

WHAT IF I HAVE AN EXISTING PORTFOLIO?

Churchill will analyze your existing portfolio and work with you in determining what steps, if any, should be taken in upgrading the portfolio. In some instances, Churchill may manage stocks that currently exist in your portfolio.

WHAT TYPE OF ACCOUNTS DOES CHURCHILL MANAGEMENT GROUP MANAGE?

Churchill has managed assets from many different types of entities, such as Trust Accounts, Endowments, Retirement Plans, Joint Accounts, IRAs, and Personal Assets. In all cases, we will meet regularly with you and/or your consultant to help individualize your portfolio toward your specialized needs and goals.

WHO HOLDS MY ASSETS AND HOW ARE THEY PROTECTED?

The assets are kept at an independent institution, which you may choose or Churchill may recommend. These firms typically have private insurance along with the insurance provided by the SIPC.

IS CHURCHILL MANAGEMENT GROUP A BROKERAGE SERVICE?

Churchill is not a brokerage service and simply directs the independent broker as to the investment portfolio decisions.

IS CHURCHILL MANAGEMENT GROUP RECOGNIZED BY A PROFESSIONAL ASSOCIATION?

Churchill is a member of the Investment Adviser Association and is GIPS® compliant.

WHAT IS THE NEXT STEP?

Simply call our toll-free number at 877-937-7110.

Conclusion

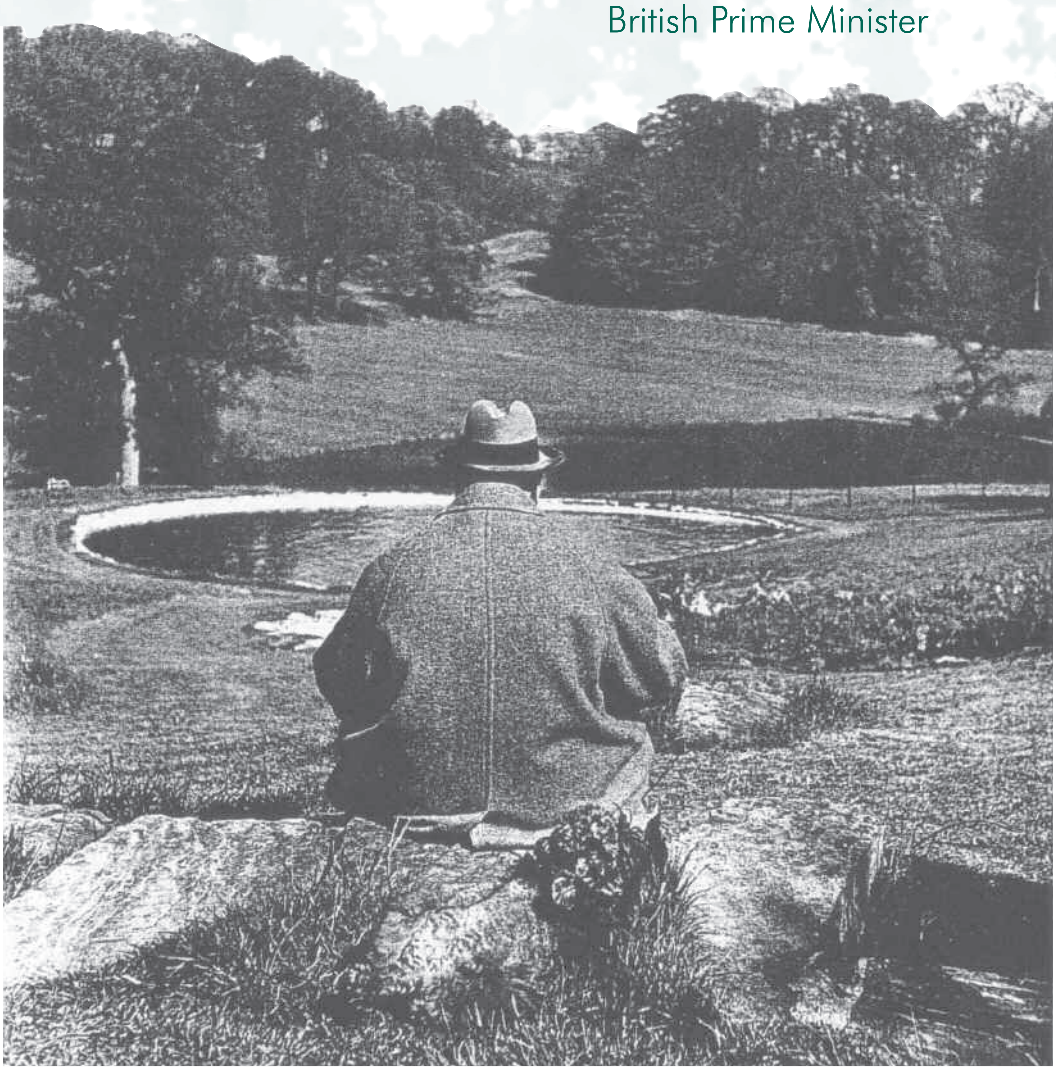
"We have found that the key to successful investment management is discipline. Philosophies must be applied objectively and unemotionally if they are to work successfully. We believe that our strong organizational structure and our strong Management Team all contribute to our primary goal: The effective and disciplined management of capital in today's economic environment."

Fred A. Fern, C.I.C.
Chairman, March 8, 1969

ON GAUGING HISTORY

The further backward you look,
the further forward you can see.

WINSTON CHURCHILL
British Prime Minister



NOTES

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