

CODE OF ETHICS

for the

Alternative & Direct Investment Securities Association (ADISA)

Preamble

The alternative investment securities owner/investor relies upon the integrity and expertise of a number of different parties in his/her involvement in a given transaction. As a result, in developing the Code of Ethics for the Alternative and Direct Investment Securities Association (ADISA) consideration was given to the relationship between the sponsor, distribution network, lender, tax/legal advisor and qualified intermediary to ensure that the securities industry is accountable for its integrity and standards of practice to the securities owner/investor. ADISA agrees to observe the letter and spirit of the Code of Ethics and to conduct business in accordance with the Code.

CODE OF ETHICS

Article I

Each member agrees to a standard of business conduct that demonstrates professionalism, integrity, honesty, respect, inclusion and competence.

Article II

Members will make reasonable efforts to be informed of laws, regulations, and legislation which affect the securities industry. Members will comply with all applicable local, state and federal laws relating to the structure, purchase, sale, management and disposal of securities.

Article III

Members will make reasonable efforts to make available to prospective owners/investors and their advisors all material information necessary to form a suitable investment decision with respect to each securities offering which does not distort, mislead, misrepresent, or omit any material fact.

Article IV

Members will have an affirmative duty of care, loyalty, honesty, respect and good faith conduct in connection with their participation in the securities industry. Members will also maintain, uphold, and conform to this Code of Ethics, as well as, positively reflect the professional standards of practice set forth herein. Members are strongly encouraged to take an active part in the work of the Association. Each member will pursue appropriate education as well as maintain the professional licenses or certifications that are necessary to conduct business in the securities industry.

Article V

This Code may be amended from time to time by the Ethics Committee, subject to ratification by the ADISA Board of Directors.

