

**Schedule F of
FORM ADV
Continuation Sheet for Form ADV Part II**

Applicant:
AIS Capital Management LLC

SEC File Number:
801- 43295

Date:
03/12/2009

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

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

AIS Capital Management LLC

IRS Empl. Ident. No.:

Item of Form (identify)	Answer
Item 13.B.	<p>From time to time AIS Capital may enter into written arrangements with broker-dealers pursuant to which such broker-dealers are paid a percentage of the advisory fees received by AIS Capital with respect to the accounts of clients or investors in the Funds referred to AIS Capital. AIS Capital will comply with all relevant federal and state laws, including Rule 206(4)-3 under the Advisers Act, when engaging such broker-dealers. Certain persons affiliated with AIS Capital may also perform solicitation activities on behalf of AIS Capital. Such persons will disclose their status as affiliates of AIS Capital to the client or investor at the time of the solicitation or referral.</p> <p>AIS Capital may enter into arrangements whereby it refers brokerage in a client account to a broker-dealer who recommended AIS Capital to that client. The terms and conditions of these arrangements, including the nature of the services and the commission schedules, are provided to the client in advance of the client's entering into the advisory agreement with AIS Capital, subject to AIS Capital's commitment to best execution, as stated above in Item 12.A.</p>
Proxy Voting Disclosure	<p>AIS Capital occasionally votes the proxies of traditional operating companies on behalf of its clients. In voting proxies, AIS Capital is guided by general fiduciary principles. AIS Capital's goal is to act prudently, solely in the best interest of its clients, including the investors in the Funds. AIS Capital votes proxies in the manner that it believes is consistent with efforts to achieve a client's stated objectives, including maximizing portfolio values.</p> <p>AIS Capital follows procedures that are designed to identify conflicts or potential conflicts that could arise between its own interests and those of its client funds. If it is determined that any such conflict or potential conflict is not material, AIS Capital may vote proxies notwithstanding the existence of the conflict. If it is determined, however, that a conflict of interest or potential conflict of interest is material, AIS Capital's Chief Compliance Officer will work with appropriate personnel to agree upon a method to resolve such conflict before voting proxies affected by the conflict.</p> <p>Clients and investors in the Funds may request a copy of AIS Capital's Proxy Voting Policies and Procedures, as well as relevant proxy voting records, by contacting AIS Capital at (203) 563-1180.</p>

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

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Item 10.	<p>For advisory clients other than the Funds, AIS Capital generally will require a minimum account size of \$2,000,000. However, AIS Capital may, in its discretion, based on either the total client relationship or an expectation of additional contributions to the account, accept smaller accounts.</p> <p>With respect to the AIS Balanced Fund L.P., the minimum initial investment in the Series A Limited Partnership Interests is \$250,000; additional investments may be made in \$1,000 increments. AIS Capital may, in its discretion, permit smaller subscriptions in the Series A Limited Partnership Interests. There is no minimum initial or additional investment required to subscribe for Series B Limited Partnership Interests.</p> <p>With respect to the AIS Gold Fund L.P., the minimum initial investment in the Partnership is \$250,000; additional investments may be made in \$1,000 increments. AIS Capital may, in its discretion, permit smaller subscriptions in the Series A Limited Partnership Interests. There is no minimum initial or additional investment required to subscribe for Series B Limited Partnership Interests.</p> <p>With respect to the AIS Capital Growth Fund L.P., the minimum initial investment in the Partnership is \$250,000; additional investments may be made in \$1,000 increments. AIS Capital may, in its discretion, permit smaller subscriptions in the Series A Limited Partnership Interests. There is no minimum initial or additional investment required to subscribe for Series B Limited Partnership Interests.</p>	
Item 12.A.	<p>AIS Capital generally has discretionary authority to determine, without obtaining specific client consent, securities to be bought or sold, the amount of securities to be bought or sold, the broker/dealer to be used, and the commission rates paid. Any limitations on authority are included in the client's advisory agreement.</p> <p>Brokers or dealers will be selected based on a number of factors, including access to securities, quality of research, quality of execution and commission or price. AIS Capital seeks "best execution" for each transaction. Best execution entails the efficient placement of orders, clearance, settlement and overall execution quality as well as the price obtained in the transaction. With respect to clients who direct brokerage transactions, AIS Capital does not negotiate brokerage commission rates on such transactions; AIS Capital may be able to negotiate more favorable commission rates when it has full brokerage discretion. AIS Capital does not have any "soft dollar" arrangements with brokers. However, AIS Capital on a limited basis may use full-service brokers and utilize research provided by the full-service brokers.</p> <p>In an effort to treat its clients fairly, when block orders for client accounts are filled at different prices, AIS Capital assigns trades on a systematic basis.</p> <p><i>Trade errors.</i> It is AIS Capital's policy generally not to reimburse a client for any clerical errors or mistakes of AIS Capital with respect to AIS Capital's placing or executing trades for the client ("trade errors"), as such errors are considered by AIS Capital to be a cost of doing business. However, AIS Capital may be obligated to reimburse a client for a trade error caused by AIS Capital subject to the pertinent investment management agreement's standard of liability and exculpation of liability and indemnification provisions. AIS Capital, subject to its fiduciary obligations, will determine whether or not any trade error is required to be reimbursed in accordance with such liability and exculpation provisions. Any positive trade errors will be for the benefit of the client's account and not retained by AIS Capital.</p>	

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Items 9.D. and 9.E.	<p>AIS Capital, its principals or its employees may engage in the trading of securities, futures contracts and other investments for their own accounts (the "proprietary accounts") that are also recommended to AIS Capital's advisory clients. It is possible that such persons may take positions similar or opposite to positions taken by one or more of AIS Capital's clients and that such persons and AIS Capital's clients may from time to time be competing for similar positions in one or several markets. AIS Capital has instituted policies intended to ensure that the personal trading of AIS Capital, its principals or its employees will not in any respect disadvantage AIS Capital's clients or otherwise unfairly benefit from or conflict with a transaction by a client and that securities or other investments purchased or sold for client accounts will be transacted on terms at least as or more favorable as the terms for transactions for the proprietary accounts.</p> <p>AIS Capital manages and trades multiple accounts, including those of the Funds for which it serves as general partner. If AIS Capital makes trading decisions for more than one account at or about the same time, the accounts may be competing for the same or similar positions. AIS Capital has instituted policies intended to ensure that available investments or opportunities for sales are allocated among clients in an equitable manner.</p> <p>AIS Capital will not knowingly or deliberately favor one account over any other account. Although the investments deemed appropriate for accounts advised by AIS Capital will vary based on multiple factors (including suitability, risk tolerance, designated asset allocation strategies, investment restrictions and other factors), AIS Capital will trade all similar accounts utilizing a particular strategy in an equitable manner.</p> <p><i>Code of Ethics.</i> To avoid any potential conflicts of interest involving trading, AIS Capital has adopted a Code of Ethics, which includes a formal code of ethics and insider trading policies and procedures. AIS's Code requires, among other things, that AIS personnel ("Employees"):</p> <ul style="list-style-type: none"> • Act in a manner that does not create even the suspicion or appearance of the misuse of material, nonpublic information by AIS or its Employees; • Act in a manner that does not give rise or appear to give rise to any breach of fiduciary duty owed to any client or investor; • Act in a manner that is mindful of activity that creates any actual or potential conflict of interest, or even the appearance of a conflict of interest, between any client or investor on the one hand, and AIS or any Employee, on the other hand; • Conduct all personal securities transactions in a manner consistent with the Code; and • Comply with applicable provisions of the federal securities laws. <p>AIS Capital's Code also requires certain Employees to: 1) pre-clear certain personal securities transactions, 2) report personal securities transactions on at least a quarterly basis, and 3) provide AIS Capital with a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) over which such Employees have a direct or indirect beneficial interest. A copy of AIS Capital's Code shall be provided to any client or investor upon request.</p>	

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Item 4.C.	For some client accounts, AIS Capital employs an investment strategy known as The Asset Allocation Program ("TAAP"), which uses both discretionary decision-making and computer technology known as applied intelligence software to allocate assets among stock, bond, gold and short-term cash equivalent investments.	
Item 5.	John R. Hummel, President of AIS Capital, has extensive experience as a portfolio manager. Any additional portfolio managers must have at least an undergraduate degree and exhibit broad knowledge of investments.	
Item 6.	<p>John R. Hummel, born March 28, 1945, is the President, sole director, a member and principal of AIS Capital. Mr. Hummel attended Northwestern University, where he received a Bachelor of Science degree in Investment Management. From June 1987 until May 1990, Mr. Hummel was employed by Matuschka & Co. as a Portfolio Manager. In May 1990, he left Matuschka & Co. to work as a Portfolio Manager at Cowen & Co. In March 1993, Mr. Hummel left Cowen & Co. to devote his time to running the business of AIS Capital and its affiliate, AIS Futures Management LLC ("AIS Futures"). Mr. Hummel is President, sole director, a member and principal of AIS Futures.</p> <p>Bradley C. Stern, born January 9, 1966, is a Vice President and a member of AIS Capital. Mr. Stern attended Emory University, where he received a Bachelor of Business Administration in Business Administration. From April 1989 to August 1989, Mr. Stern was employed by Thomson McKinnon in sales support. He left Thomson McKinnon to work as an Analyst for Cowen & Co. in September of 1989. Mr. Stern left Cowen & Co. in March 1993, along with Mr. Hummel, to join AIS Capital. Mr. Stern also is a Vice President and member of AIS Futures.</p> <p>Robert F. Ward, born May 23, 1950, is a Vice President of AIS Capital. Mr. Ward attended Metropolitan College, where he received a Bachelor of Arts degree in History. From 1988 to 2000, Mr. Ward was employed by PaineWebber Incorporated, and from 2000 to 2005, Mr. Ward was a Senior Vice President, Investments, at Morgan Stanley Dean Witter. Mr. Ward also is a Vice President and member of AIS Futures.</p>	
Items 8.C.5. and 8.D.	<p>As noted above in Item 1.D., AIS Capital is the general partner, investment adviser and commodity pool operator of three pooled investment vehicles, AIS Capital Growth Fund L.P., AIS Balanced Fund L.P. and AIS Gold Fund L.P. The Funds invest in securities and commodities. Certain clients of AIS Capital are solicited to invest in the Funds.</p> <p>An affiliate of AIS, AIS Futures, is the general partner, commodity pool operator and commodity trading advisor of four pooled investment vehicles: AIS Futures Fund L.P. (3X-6X), AIS Futures Fund II L.P. (2X-4X), AIS Futures Fund III L.P. and AIS Futures Fund IV L.P. (the "Limited Partnerships"). The Limited Partnerships trade futures contracts and maintain their capital primarily in cash and U.S. Treasury bills to support such futures trading. Certain clients of AIS Capital are solicited to invest in certain of the Limited Partnerships.</p>	

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Items 1.D. and 2.G.	<p>AIS Capital Management LLC ("AIS Capital") provides full discretionary management of client portfolios. Clients generally are charged a fee of 1/4 of 1% of the quarter-end net asset value of their account, payable quarterly in arrears. Fees, however, are negotiable. Clients may cancel their accounts upon 10 days written notice, and the fee will be charged to the end of the 10 day notice period.</p> <p>AIS Capital also is the general partner, investment adviser and commodity pool operator of three privately offered pooled investment vehicles (the "Funds"). The Funds each offer two series of limited partnership interests. Series A Limited Partnership Interests are available to all qualified investors, subject to applicable conditions and restrictions. Series B Limited Partnership Interests are available for sale only to employees of AIS Capital and certain of their related persons, retirement plans of AIS Capital and its employees and certain charitable organizations or other persons approved by AIS Capital.</p> <ul style="list-style-type: none"> • <i>AIS Capital Growth Fund L.P.</i> AIS is paid a monthly management fee of 1/12 of 1% of month-end net assets with respect to each Series A Limited Partner's capital account. As of each December 31st, AIS Capital also is allocated, from each Limited Partner's capital account that has been open for at least 12 months, 20% of the net new profits attributable to such capital account during the preceding year (the "incentive fee"). The incentive fee is made on a "high water mark" basis. Series B Limited Partnership Interests pay no management fees and are not subject to the incentive fee. • <i>AIS Balanced Fund L.P.</i> AIS Capital is paid a monthly management fee of 1/12 of 1% of month-end net assets with respect to each Series A Limited Partner's capital account (or such lower amount as permitted in the discretion of AIS Capital). Series B Limited Partnership Interests pay no management fees. AIS Capital will not receive a profit share in respect of either Series A or Series B Limited Partnership Interests. • <i>AIS Gold Fund L.P.</i> AIS Capital is paid a monthly management fee of 1/12 of 1% of month-end net assets with respect to each Limited Partner's capital account (or such lower amount as permitted in the discretion of AIS Capital). AIS Capital also receives an annual profit share equal to 20% of any net new profits attributable to each Limited Partner's interest in the Partnership. The profit share is made on a "high water mark" basis. <p>All performance-based compensation received by AIS Capital will comply with Rule 205-3 under the Investment Advisers Act of 1940 (the "Advisers Act").</p> <p>Advisory clients whose assets are invested in money market funds that charge a management fee will, in effect, pay two advisory fees on such assets: an investment management fee to AIS Capital based on the total assets under AIS Capital's management (including the assets invested in the money market funds) and, in addition, an investment management fee to the money market fund investment adviser on such funds so invested.</p>	
Item 3.L.	<p>AIS Capital also invests client assets in Standard & Poor's Depository Receipts and other index products.</p>	

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12. Investment or Brokerage Discretion.

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- | | | |
|------------------------------------------------------|-------------------------------------|--------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (4) commission rates paid? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients? ☐ Yes ☒ No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- 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 those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for product and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?..... ☐ Yes ☒ No

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9. Participation 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.
- ☒ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sell for itself securities it also recommended to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment advisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other condition for starting or maintaining an account?

Yes No
☒ ☐

(If yes, describe on Schedule F)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory account, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

John R. Hummel, President and portfolio manager of AIS Capital, Bradley C. Stern, Vice President and portfolio manager of AIS Capital and Robert F. Ward, Vice President and portfolio manager of AIS Capital, each review asset allocation levels daily and review all accounts on a weekly basis.

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

Each client receives a quarterly detailed report of his, her or its holdings and a general discussion of investment trends and decisions.
AIS Capital provides limited partners in the Funds with quarterly statements of account containing unaudited financial information and with an audited annual report of financial condition.

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Part II - Page 4

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5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? Yes No
☒ ☐

(If yes, please describe these standards on Schedule F)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- formal education after high school
- year of birth
- business background for the preceding five years

7. Other Business Activities. (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities 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:
- | | |
|---------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input checked="" type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.. Yes No
☒ ☐

(If yes, describe on Schedule F the partnerships and what they invest in.)

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

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> A. Equity securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | <input checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input checked="" type="checkbox"/> (1) securities |
| <input checked="" type="checkbox"/> (3) Foreign issuers | <input checked="" type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input checked="" type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input checked="" type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> E. Certificates of deposit | K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> (2) variable annuities | <input checked="" type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|-----------------------------------------------------|------------------------------------------------------------|
| (1) <input checked="" type="checkbox"/> Charting | (4) <input checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input checked="" type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | Securities and Exchange Commission |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (7) <input type="checkbox"/> Company press releases |
| | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options,
uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" type="checkbox"/> Short sales | |

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1. A. Advisory Services and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- | | | | |
|-----------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---|
| <input checked="" type="checkbox"/> (1) | Provides investment supervisory services | 100 | % |
| <input type="checkbox"/> (2) | Manages investment advisory accounts not involving investment supervisory services..... | | % |
| <input type="checkbox"/> (3) | Furnishes investment advice through consultations not included in either service described above... | | % |
| <input type="checkbox"/> (4) | Issues periodicals about securities by subscription | | % |
| <input type="checkbox"/> (5) | Issues special reports about securities not included in any service described above..... | | % |
| <input type="checkbox"/> (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... | | % |
| <input type="checkbox"/> (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities... | | % |
| <input type="checkbox"/> (8) | Provides a timing service | | % |
| <input type="checkbox"/> (9) | Furnishes advice about securities in any manner not described above..... | | % |

(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?

Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

C. Applicant offers investment advisory services for: (check all that apply)

- | | |
|---------------------------------------------------------------------------------|------------------------------------------------|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input type="checkbox"/> (2) Hourly charges | <input type="checkbox"/> (5) Commissions |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input checked="" type="checkbox"/> (6) Other |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- 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)

- | | |
|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> A. Individuals | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies | <input checked="" type="checkbox"/> G. Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans | |

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

FORM ADV**Uniform Application for Investment Adviser Registration****Part II - Page 1****OMB APPROVAL**

OMB Number: 3235-0049
Expires: February 28, 2011
Estimated Average burden
Hours per response.....4.07

Name of Investment Adviser: AIS Capital Management LLC						
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number:
	187 Danbury Road, Suite 201	Wilton	CT	06897		203-563-1180

**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 government authority.**

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(Schedule 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.)

Potential persons who are to respond to the collection of information contained in this form
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