

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

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Name of Investment Adviser:

John C. Foti DBA Experient Portfolio Management

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

PO Box 3126**Quartz Hill****CA****93586****(661) 579-9909**

**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.**

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(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.)

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 control number.

FORM ADV**Part II - Page 2**

Applicant:

John C. Foti DBA Experient Portfolio Management

SEC File Number:

801-

Date:

October 2010**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 | <u>100</u> % |
| <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 ☒**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 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 type="checkbox"/> E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | <input type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies | <input type="checkbox"/> G. Other (describe on Schedule F) |
| <input 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**Part II - Page 3**

Applicant:

John C. Foti DBA Experient Portfolio Management

SEC File Number:

801-

Date:

October 2010**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"/> (2) securities traded over-the-counter | I. Options contracts on: |
| <input checked="" type="checkbox"/> (3) foreign issues | <input checked="" type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities | <input type="checkbox"/> (1) tangibles |
| (other than commercial paper) | <input type="checkbox"/> (2) intangibles |
| <input type="checkbox"/> D. Commercial paper | K. Interests in partnerships investing in: |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (2) oil and gas interests |
| G. Investment company securities: | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | |
| <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 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 type="checkbox"/> Timing services |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases |
| (4) <input type="checkbox"/> Corporate rating services | (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 type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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

FORM ADV**Part II - Page 4**

Applicant:

John C. Foti DBA Experient Portfolio Management

SEC File Number:

801-

Date:

October 2010**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, 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 given to 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 checked="" type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input checked="" 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 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).

FORM ADV**Part II - Page 5**

Applicant:

John C. Foti DBA Experient Portfolio Management

SEC File Number:

801-

Date:

October 2010**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 sells for itself securities that it also recommends 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 supervisory 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 conditions 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 accounts, 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.

Please refer to Schedule F.

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

Please refer to Schedule F.

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

Applicant:

John C. Foti DBA Experient Portfolio Management

SEC File Number:

801-

Date:

October 2010

12. Investment or Brokerage Discretion.

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

(1) securities to be bought or sold?

Yes No

☒ ☐

(2) amount of the securities to be bought or sold ?

Yes No

☒ ☐

(3) broker or dealer to be used ?

Yes No

☐ ☒

(4) commission rates paid?

Yes No

☐ ☒

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 products 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

☒ ☐

B. directly or indirectly compensates any person for client referrals?

Yes No

☐ ☒

(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

☐ ☒

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Introduction	<p>Experient Portfolio Management (hereinafter referred to as "Advisor") offers personalized investment advisory services to clients. Advisor's services and fee arrangements are described in the following pages.</p> <p>Advisor is a sole proprietorship in the State of California. This Schedule F narrative provides clients with information regarding Advisor and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of Advisor. The information in this Schedule F has not been approved or verified by the Securities and Exchange Commission (SEC), the State of California, or by any state securities authority.</p> <p>Additional information about Advisor is available through the SEC's website at www.adviserinfo.sec.gov <http://www.adviserinfo.sec.gov>. Clients can search this site by using Advisor's name or by an identification number known as a CRD number. The CRD number for Advisor is 153286.</p>
Item 1.D	<p><u>Advisory Services and Fees</u></p> <p style="text-align: center;">ASSET MANAGEMENT SERVICES</p> <p>Advisor provides asset management services through accounts maintained at a qualified custodian. The qualified custodian will maintain custody of all funds and securities. Advisor will not have direct access to client funds and securities.</p> <p>Advisor offers asset management services for a percentage of assets under management. Charges for Advisor's asset management services generally will be 1.75% annually. The actual fee charged to each client is negotiable based on factors such as the client's financial situation and circumstances, the amount of assets under management, and the complexity of the services provided. The exact fee for services will be agreed upon and disclosed in the agreement for services prior to services being provided.</p> <p>Fees will be billed quarterly in arrears based on the value of the account at the end of each calendar quarter. Fees will be prorated based on the number of days that services are provided when the account is established or terminated at anytime other than the beginning of a calendar quarter. Fees are generally deducted directly from the client's account. Clients must provide the custodian with written authorization to have fees deducted from the account and paid to Advisor. At the discretion of Advisor, clients may pay fees directly to Advisor. For clients that pay directly, payment is due upon receipt of the billing statement from Advisor.</p> <p>The custodian will send client statements, at least quarterly, showing all disbursements for the account including the amount of the advisory fee, if deducted directly from the account. Advisor provides performance and position reports on a quarterly or as-needed basis. Clients should compare all reports received from Advisor against their quarterly account statements received from the custodian. Any discrepancies between reports received from Advisor and the statements received from the custodian should be immediately reported to Advisor and/or the custodian.</p> <p>Brokerage commissions and/or transaction ticket fees charged by the custodian will be billed directly to the client. Advisor will not receive any portion of such commissions or fees from the custodian or client. In addition, clients may incur certain charges imposed by third parties other than Advisor in connection with investments made through the account, including but not limited</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Item 1.D, cont.	<p>to, mutual fund sales loads, 12(b)-1 fees and surrender charges, variable annuity fees and surrender charges, and IRA and qualified retirement plan fees. Management fees charged by Advisor are separate and distinct from the fees and expenses charged by investment company securities that may be recommended to clients. A description of these fees and expenses are available in each investment company security's prospectus.</p> <p>Either party may terminate the agreement by providing notice to the other party. Termination will be effective upon receipt of notification. If services are terminated within five (5) business days of executing the agreement, services will be terminated without penalty. If services are terminated after the initial five day period, any fees due will be prorated.</p> <p>ASSET ALLOCATION ADVICE FOR VARIABLE ANNUITY & VARIABLE LIFE PRODUCTS</p> <p>Advisor provides asset allocation services for variable annuity and variable life accounts held by the client at the variable product sponsor. The variable product sponsor maintains custody of all variable annuity or variable life policies. Advisor will not have direct access to client's variable annuity or variable life investments.</p> <p>Advisor offers asset allocation services for variable annuity and variable life products for a percentage of assets receiving allocation advice. Charges for Advisor's asset allocation services generally will be 1.25% annually. The actual fee charged to each client is negotiable based on factors such as the client's financial situation and circumstances, the amount of assets under management, and the complexity of the services provided). The exact fee for services will be agreed upon and disclosed in the agreement for services prior to services being provided.</p> <p>Fees will be billed quarterly in arrears based on the value of the account at the end of each calendar quarter. Fees will be prorated based on the number of days that services are provided when the account is established or terminated at anytime other than the beginning of a calendar quarter. Fees are billed to the client by Advisor and payment is due upon the client's receipt of the billing statement from Advisor.</p> <p>The variable annuity product sponsor will send client statements, at least quarterly, showing all disbursements for the account. Advisor provides performance and position reports on a quarterly or as-needed basis. Clients should compare all reports received from Advisor against their quarterly account statements received from the custodian. Any discrepancies between reports received from Advisor and the statements received from the custodian should be immediately reported to Advisor and/or the custodian.</p> <p>Asset allocation fees charged by Advisor are separate and distinct from the fees and expenses charged by the variable product sponsor and any sub-accounts or other investment options available within the variable product that may be recommended to clients. A description of these fees and expenses are available in each variable product prospectus.</p> <p>Either party may terminate the agreement by providing notice to the other party. Termination will be effective upon receipt of notification. If services are terminated within five (5) business days of executing the agreement, services will be terminated without penalty. If services are terminated after the initial five day period, any fees due will be prorated.</p>

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

**Schedule F of
Form ADV**

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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Continuation Sheet for Form ADV Part II

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Item 5	<p><u>Education and Business Standards</u></p> <p>Associated persons of Advisor that provide investment advice must have five years or more of portfolio management experience, must have passed the Series 7 and 65, and must demonstrate a high level of proficiency in stock and bond selection.</p>
Item 6	<p><u>Education and Business Background</u></p> <p><u>John Foti</u> Born 09/10/1953</p> <p><i>Educational Background:</i> From December 1976 to Present, Mr. Foti has successfully completed various financial services industry courses and programs including: Estate Taxation, Series 7 License Training, Series 65 License Training, Life & Disability License Training, Variable Annuity Contracts training & Licensing, Estate Protection, Income Taxation, Investments, Understanding Financial Statements, Options Trading, Stock & Bond Analysis, Buy/Sell Agreements, Business Continuation Plans, Qualified Plans, Split Dollar Life Ins., Keyman Planning, Deferred Compensation Plans, IRA Keogh & 401k, LTC planning and licensing, Financial Planning for the Elderly, Employee Benefit Plans, Retirement Analysis, Charitable Giving, Charitable, Lead & Family Trusts.</p> <p>Mr. Foti has more than 32 years of experience as a financial planner.</p> <p><i>Business Background:</i> -Autosport Fund Advisors, Owner, June 2008 – Present -John Foti DBA Experient Portfolio Management, Sole Proprietorship, Owner, May 2008-Present -John Foti DBA Capital Benefits Co., Owner, Sept 1990-Feb 2006 (sold this DBA is Feb 2006) -National Planning Corp., Registered Representative & Investment Advisor Representative, 1990 - Present (Use DBA Experient Portfolio Management for activities as RR and as IAR of National Planning Corp.) -Grand Prix Investors Trust, Trustee, June 2008 –Present</p> <p>Mr. Foti has spent the last 32 years advising clients on wealth creation and wealth preservation including individual specific Estate and Retirement Planning. The last 24 years include hands-on, day-to-day management of clients' individual and retirement investment accounts. These duties included stock and bond selection, industry sector weightings, asset class allocation, and timing of buys and sells. Mr. Foti is a multi-year qualifier of the Million Dollar Roundtable, and Court of the Table. He was twice the President of the Antelope Valley Chapter of NAIFA, the National Association of Insurance & Financial Advisors.</p>
Item 8	<p><u>Other Financial Industry Activities or Affiliations</u></p> <p>John C. Foti is a Trustee to the Fund and also considered an "interested person" of the Trust, as defined in the 1940 Act, by virtue of his controlling ownership of the investment adviser to the Trust. The Grand</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Item 9	<p>Prix Investors Fund (the "Fund") is an investment company. The Fund was organized as a diversified series of the Grand Prix Investors Trust. The Grand Prix Investors Trust is an open-end investment company established under the laws of Ohio by an Agreement and Declaration of Trust dated June 18, 2008.</p> <p>In addition to his role as Sole Proprietor and Investment Adviser Representative with Experient Portfolio Management, John C. Foti provides investment advice and management services to the Grand Prix Investors Fund as Owner, Chief Compliance Officer, and Investment Adviser Representative with Autosport Fund Advisors, Inc. Autosport Fund Advisor, Inc. is owned by John C. Foti and is a registered investment adviser.</p> <p>Actual or apparent conflicts of interest may arise in connection with the day-to-day management by John C. Foti of the Fund and other advisory accounts. The management of the Fund and other advisory accounts may result in unequal time and attention being devoted to the Fund and other advisory accounts. Another potential conflict of interest may arise where another advisory account has the same investment objective as the Fund, whereby Mr. Foti, as the portfolio manager could favor one advisory account over another. Further, a potential conflict could include Mr. Foti's knowledge about the size, timing and possible market impact of Fund trades, whereby he could use this information to the advantage of other accounts and to the disadvantage of the Fund. These potential conflicts of interest could create the appearance that Mr. Foti, in his capacity as a portfolio manager is favoring one investment vehicle over another. However, because many of Mr. Foti's duties overlap, and as a result of combining responsibilities such as asset selection and research, Mr. Foti believes he is able to provide both the Fund and other advisory clients with more thorough research and higher quality asset selection. Additionally, Mr. Foti acknowledges his fiduciary responsibility to all advisory clients and that he is legally obligated to act in the clients' best interests.</p> <p><u>Participation or Interest in Client Transactions</u></p> <p>Advisor may buy or sell for his personal accounts, investment products identical to those recommended in the Fund. It is the express policy of Advisor that he may not purchase or sell any security prior to a transaction being implemented for an advisory account, and therefore, preventing him from benefiting from transactions placed on behalf of advisory accounts.</p> <p>Advisor may recommend to clients that client buy or sell securities in which Advisor or its related person has some financial interest. Specifically, Advisor may recommend to client the purchase or sale of shares of the Grand Prix Investors Fund. Advisor (John C. Foti DBA Experient Portfolio Management) is a sole proprietorship. John C. Foti, in his individual capacity, also is the owner of Autosport Fund Advisors, Inc., a federally registered investment adviser which is the adviser to the Grand Prix Investors Fund, a registered investment company. Additionally, John C. Foti is Trustee to the Grand Prix Investors Fund. John C. Foti has a conflict of interest regarding the recommendation of transactions in the Grand Prix Investors Fund due to Autosport Fund Advisors, Inc.'s financial interest as adviser to the Fund, in which capacity Autosport Fund Advisors, Inc. is compensated based upon the amount of assets under management by Autosport Fund Advisors, Inc. Additionally, John C. Foti has a conflict of interest regarding the recommendation of transactions in the Grand Prix Investors Fund due to his interests as a Trustee to the Grand Prix Investors Fund. If a client of the investment adviser firm John C. Foti DBA Experient Portfolio Management holds shares of the Grand Prix Investors Fund, then Experient Portfolio Management would receive compensation for providing asset management services to Client and John C. Foti may additionally</p>
Complete amended pages in full, circle amended items and file with execution page (page 1).	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Item 9-Code of Ethics Summary	<p>receive compensation indirectly from the client for Autosport Fund Advisors, Inc.'s management services to the Grand Prix Investors Fund. Clients may pay a double management fee to John C. Foti in his separate advisory capacities with John C. Foti DBA Experient Portfolio Management and with Autosport Fund Advisors, Inc. comprised of a direct fee for the provision of asset management services through Experient Portfolio Management, and secondly, an indirect fee compensating Autosport Fund Advisors, Inc. for its management of the Grand Prix Investors Fund.</p> <p>Section 204A-1 of the <i>Investment Advisers Act of 1940</i> requires all investment advisers to establish, maintain and enforce a Code of Ethics. Advisor has established a Code of Ethics that will apply to all of its supervised persons. An investment adviser is considered a fiduciary according to the <i>Investment Advisers Act of 1940</i>. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. Advisor has a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle for the advisor's Code of Ethics which also covers its Insider Trading and Personal Securities Transactions Policies and Procedures. Advisor requires all of its supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand and agree to comply with the advisor's Code of Ethics. Advisor has the responsibility to make sure that the interests of all clients are placed ahead of Advisor or its supervised person's own investment interest. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to any services being conducted. Advisor and its supervised persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of advisor's Code of Ethics. However, if a client or a potential client wishes to review advisor's Code of Ethics in its entirety, a copy will be provided promptly upon request.</p>
Item 11	<p><u>Review of Accounts</u></p> <p>The calendar is the main triggering factor for account reviews, although more frequent reviews may be triggered by changes in the client's circumstances, client request, or unusual market and/or economic activity. Absent specific client instruction, accounts are reviewed for continued suitability, accuracy of holdings and to ensure the portfolios continue to work toward each client's goals and objectives. John Foti is responsible for day to day rebalancing, reallocation and ongoing trading services for the client accounts.</p> <p>The custodian will provide account statements. Advisor will provide performance and position reports to clients on a quarterly or as needed basis.</p>
Item 12. A(1)&(2)	<p><u>Investment or Brokerage Discretion</u></p> <p>Upon receiving written authorization from the client, Advisor may provide discretionary investment advisory services for client accounts. When discretionary authority is granted, it is limited in that Advisor will only be given discretionary trading authority. This authority will allow Advisor to determine the type and amount of securities that can be bought or sold for the client portfolio without obtaining the client's consent for each transaction. Advisor will not have any access to</p>

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

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
Item 12. B	<p>client funds and/or securities with the exception of, for accounts on which Advisor provides asset management services, Advisor having advisory fees deducted from the client's account pursuant to clients' written authorization and paid to Advisor by the account custodian.</p> <p>Transactions implemented by Advisor for client accounts are generally effected independently, unless Advisor decides to purchase or sell the same securities for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading or block trading and is used by Advisor when Advisor believes such action may prove advantageous to clients. When Advisor aggregates client orders, the allocation of securities among client accounts will be done on a fair and equitable basis. Typically, the process of aggregating client orders is done in order to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis in order to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among Advisor's clients in proportion to the purchase and sale orders placed for each client account on any given day. When Advisor determines to aggregate client orders for the purchase or sale of securities, including securities in which the associated person of Advisor may invest, Advisor will do so in accordance with the parameters set forth in the SEC No-Action Letter, <i>SMC Capital, Inc.</i> It should be noted, Advisor does not receive any additional compensation or remuneration as a result of aggregation.</p> <p>Advisor recommends that clients establish brokerage accounts with Options Express to maintain custody of clients' assets and to effect trades for their accounts. Advisor is independently owned and operated and not affiliated with Options Express. Options Express provides Advisor with access to institutional trading and custody services. Custodian's services include brokerage, custody, research and access to mutual funds and other investments.</p>
Item 13.A	<p>Options Express also makes available to Advisor other products and services that benefit Advisor but may not benefit the clients accounts of Advisor. Some of these other products and services assist Advisor in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmation and account statements); facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of Advisor's fees from its clients' accounts; and assist with back-office functions; recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of Advisor's accounts, including accounts not maintained at Options Express. Options Express also makes available to Advisor's other services intended to help Advisor manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, Options Express may make available, arrange and/or pay for these types of services rendered to Advisor by an independent third party providing these services to Advisor. While as a fiduciary, Advisor endeavors to act in its clients' best interests, and Advisor's recommendation that clients maintain their assets in accounts at Options Express may be based in part on the benefit to Advisor of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Options Express, which may create a potential conflict of interest.</p> <p>Advisor does not require that clients use any specific broker/dealer or custodian for their managed accounts. At Adviser's discretion, Advisor may provide services to Clients who direct Advisor to use a broker/dealer or custodian other than Options Express for their managed accounts. However,</p>

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
No Proxy Voting	<p>when clients direct the use of a specific broker/dealer or custodian, they may receive less favorable prices than would otherwise be the case if clients had not designated a particular broker/dealer or custodian.</p> <p><u>Proxy Voting</u></p> <p>Advisor does not perform proxy-voting services on a client's behalf. Clients are instructed to read through the information provided with the proxy-voting documents and to make a determination based on the information provided. Clients have the ultimate responsibility for making all proxy-voting decisions.</p>
No Advice on Class Actions	<p><u>Class Action Lawsuits</u></p> <p>Client retains the right under the applicable securities laws to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for Client. Advisor will not initiate such a legal proceeding on behalf of Client and does not provide legal advice to Client regarding potential causes of action against such a security issuer and whether the Client should join a class-action lawsuit. Advisor recommends that Client seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. Moreover, Advisor's services do not include monitoring or informing Client of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for Client.</p>
Privacy Policy	<p><u>Privacy Policy</u></p> <p>Regulation S-P, Privacy of Consumer Financial Information, requires financial institutions, including Advisor, to provide notice to current clients and prospective clients about their policies and practices concerning the collection and use of customer, non-public information. This privacy policy notice is given to all prospective clients of Advisor upon entering into a contract with Advisor and annually thereafter.</p> <p>Privacy Disclosure Statement. A primary goal of Advisor is to protect the privacy of its clients. Advisor does not sell the personal information of clients to anyone.</p> <p>To conduct regular business, Advisor may collect nonpublic personal information from clients. This information is provided by clients to Advisor on applications and other forms provided by clients to Advisor as well as transactions with the firm, our affiliates, or others.</p> <p>Advisor may enter into contracts with outside third parties so that Advisor can assist its clients in servicing their accounts. In order to do this, Advisor will disclose personal information to companies that help Advisor process transactions for client accounts (for example, executing client trades at through a broker/dealer). However, Advisor does not share or disclose any nonpublic customer information except as allowed or required by law. In addition to sharing information in order to provide financial services to clients, Advisor may be required to disclose personal information to cooperate with regulators or law enforcement authorities, to resolve customer disputes, or for risk control.</p> <p>Information Safeguarding. Advisor has implemented strict policies and procedures aimed at protecting the sensitive nature of client information. Advisor restricts access to client information</p>

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**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant: John C. Foti DBA Experient Portfolio Management	SEC File Number: 801- 71603	Date: October 2010
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: John C. Foti DBA Experient Portfolio Management	
Item of Form (identify)	Answer
	to only those members of Advisor that must provide products and services to clients in order to service client accounts. Advisor has implemented physical, electronic, and procedural safeguards aimed at meeting Advisor's duty to protect nonpublic client information. If you have any questions concerning Advisor's customer privacy policy or concerns about your personal information please contact John Foti.

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