

Form ADV Part 2A Brochure

May 2014

Corry Capital Advisors, LLC

The Pennsylvanian
1100 Liberty Avenue, Suite C-2
Pittsburgh, PA 15222
Phone: (412) 281-7150
www.corrycapital.com

This Brochure provides information about the qualifications and business practices of Corry Capital Advisors, LLC (“CCA”). If you have any questions about the contents of this Brochure, please contact us at (412) 281-7150 or mrohm@corrycapital.com. The information in the Brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any state securities authority.

A copy of this Brochure and additional information about CCA are also available on the SEC’s website at www.adviserinfo.sec.gov

REGISTRATION WITH THE SEC AS AN INVESTMENT ADVISER DOES NOT IMPLY THAT CCA OR ANY PRINCIPALS OR EMPLOYEES OF CCA POSSESS A PARTICULAR LEVEL OF SKILL OR TRAINING IN THE INVESTMENT ADVISORY OR ANY OTHER BUSINESS.

Item 2 – Material Changes

Corry has updated Form ADV Part 2 (brochure). There have been no material changes to the Firm's business practices since our last Brochure dated March 2014 and therefore no material changes have been made to this brochure.

Item 3 – Table of Contents

Item 1 – Cover Page.....	i
Item 2 – Material Changes	1
Item 3 – Table of Contents.....	2
Item 4 – Advisory Business	3
Item 5 – Fees and Compensation	3
Item 6 – Performance Based Fees and Side-by-Side Management.....	4
Item 7 – Types of Clients	4
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	5
Item 9 – Disciplinary Information.....	12
Item 10 – Other Financial Industry Activities and Affiliations	12
Item 11 – Code of Ethics.....	12
Item 12 – Brokerage Practices	13
Item 13 – Review of Accounts.....	13
Item 14 – Client Referrals and Other Compensation	13
Item 15 – Custody	13
Item 16 – Investment Discretion	13
Item 17 – Voting Client Securities.....	14
Item 18 – Financial Information	14

Item 4 – Advisory Business

CCA, a Delaware limited liability company established in 2006, was founded by William P. Corry, the managing member of the firm. Mr. Corry is the sole owner of CCA. As of December 31, 2013, CCA manages \$203,026,000 on a discretionary basis. CCA manages client assets invested in five private funds managed by CCA (the “CCA Funds”).

CCA’s investment strategy focuses on the acquisition of a portfolio of in-force, non-variable individual life insurance policies insuring the lives of individuals of 65 years of age or older with varied life expectancies at a price greater than the “cash surrender value” offered by life insurance companies but less than the face amount of or the death benefit payable under such life insurance policies.

CCA does not provide individualized advice to investors within the CCA Funds, and therefore investors should consider whether a particular CCA Fund meets their investment objectives and risk tolerance prior to investing. Investors and prospective investors in each CCA Fund should refer to the confidential private placement memorandum, limited partnership agreement and other governing documents for each CCA Fund (the “**Governing Documents**”) for more complete information on the investment objectives and investment restrictions with respect to a particular CCA Fund.

Item 5 – Fees and Compensation

CCA Funds are typically charged a management fee equal to a percentage of net assets. CCA Funds are also charged a performance allocation equal to a percentage of the annual net appreciation of each client account.

Fees may vary for different accounts. In calculating performance allocations, any loss in an account is carried forward so that no performance allocation is charged to the account unless any prior loss has been recouped, subject to certain adjustments (i.e., subject to a loss carry forward or high water mark). Management fees are ordinarily paid quarterly in advance and prorated for any period less than a full quarter. The timing of the performance allocation may vary depending on the CCA Fund, and may be paid annually, upon distributions to investors in the fund, withdrawal of an investment in the fund or termination of advisory services.

All investors in CCA Funds should review the Governing Documents for the relevant CCA Fund for more complete information on the fees and compensation payable with respect to a particular CCA Fund.

CCA, in its discretion, may negotiate, waive or modify the management fees or performance allocations for certain client accounts or investors in a CCA Fund, including employees and affiliates of CCA, without entitling any other investors to a waiver or modification.

Investors in certain CCA Funds may withdraw all or a portion of their investment, subject to certain restrictions, effective at the end of a particular calendar quarter upon 120 days prior written notice (depending upon the terms of the particular CCA Fund). However, the CCA Funds ordinarily may impose a withdrawal charge equal to a percentage of any amount redeemed within a specified period after the date of the original investment.

Each CCA Fund may require an investor to redeem all or part of its investment in a CCA Fund with or without notice if necessary to ensure that the particular CCA Fund remains in compliance with applicable law or for other reasons as stated in the Governing Documents for the particular CCA Fund.

CCA's fees are exclusive of premiums payable on life insurance policies in client accounts, insurance brokerage commissions and referral fees payable in connection with the purchase or sale of policies, actuarial, medical, custodial, bookkeeping, trust servicing, research, consulting and other professional fees, expenses of travel related to the purchase of policies, to meet with prospective investors or to attend conferences, and other costs and expenses that may be incurred by each client. The CCA Funds also incur certain operating expenses, including administration, accounting, tax, and legal fees and expenses.

See Item 12 below for more information about the brokerage commissions that will be incurred by clients of CCA.

Item 6 – Performance Based Fees and Side-by-Side Management

CCA charges performance based compensation to each of the CCA Funds. Performance based compensation arrangements may create an incentive for CCA to recommend investments that may be riskier or more speculative than those that would be recommended under a different fee arrangement. Such fee arrangements may also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities. However, at present all CCA Funds are subject to the same performance allocation. Please refer to the Governing Documents of each CCA Fund for more complete information on the performance-based compensation arrangements of each CCA Fund.

Item 7 – Types of Clients

CCA provides portfolio management services to the CCA Funds, each of which is organized as a U.S. limited partnership. Clients of CCA and investors in the CCA Funds include institutions, endowments, foundations and high net worth individuals. The CCA Funds are offered exclusively to investors who are both “accredited investors” as defined in Regulation D under the Securities Act of 1933, as amended, and “qualified purchasers” as defined in Section 3(c)(7) of the Investment Company Act of 1940, as amended (the “**Investment Company Act**”), and the CCA Funds are therefore not required to register as investment companies under the Investment Company Act.

Generally, investors and clients must invest a minimum dollar amount of \$1,000,000 to invest in a CCA Fund. The general partner for each CCA Fund may waive the minimum investment amount.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

The principal investment objective of CCA is to achieve long-term capital appreciation, primarily through investments in life insurance policies, and holding such policies until maturity. The CCA Funds invest in and manage a diversified portfolio of individual, non-variable, life insurance policies acquired in the life settlement after-market (often also referred to as the “secondary life settlement market”). In general, the CCA Funds will purchase policies insuring the lives of individuals 65 years of age or older who have a life expectancy within in a certain range (which varies depending on the particular CCA Fund) at a price greater than the “surrender cash value” offered by life insurance companies but less than the face amount of or the death benefit payable under such life insurance policies. CCA generally acquires, on behalf of the CCA Funds, policies that are beyond the typical two year contestability period by the life insurance company.

There can be no assurance that CCA will be able to make any particular investment or that the CCA Funds will be able to generate returns for their investors. Investing in the CCA Funds involves a risk of loss that clients and investors should be prepared to bear. Investors in the CCA Funds should carefully consider, among other factors, the following material risks involved with CCA’s investment strategies. Investors in the CCA Funds are requested to refer to the Governing Documents of the applicable CCA Fund for more complete information on investment strategies employed by the CCA Fund and the corresponding risks associated with such investment strategies.

Uncertainty of Life Settlements Market. Policies acquired by the CCA Funds may be overvalued by CCA and/or may not be readily saleable in the life settlements or secondary life insurance market if the need should arise for the liquidation of any of the policies. The value of a policy in the life settlements or secondary market depends significantly on the health and medical condition and life expectancy of the insured, life expectancy tables then in use by the life settlement industry, and any changes in general economic conditions, including interest rates, inflation rates, government regulations, overall industry conditions, competition, political conditions, volatility in the financial markets and legislation at the time the CCA Funds may seek to sell the policy. The demand for the purchase, and the liquidity, of in-force policies is uncertain.

Speculative Investments. The Partnership’s investment portfolio may be deemed highly speculative. No assurance can be given that the Partnership will successfully achieve its objectives. If the Partnership is unsuccessful, an investor in the Partnership may lose all or a substantial part of his investment.

Purchase Price of Policies. The purchase price of Policies to be paid to the owners of the Policies is determined by, among other factors, market conditions of supply and demand, by general economic conditions, including fluctuating market interest rates and by various state regulations described above. All of these factors and conditions bear heavily on the investment returns available to investors in connection with life settlement transactions.

Premium Increases and Failure to Pay Premiums. The CCA Funds will be responsible for maintaining all policies, including paying insurance premiums. If a life insurance company is able to increase the cost of insurance charged for any of the policies, the amounts required to be paid for insurance premiums due for the policies may increase, requiring the CCA Funds to incur additional costs for the policies. Failure by the CCA Funds to pay premiums on the policies when due after any applicable grace period will result in termination or “lapse” of the policy. If the CCA Funds are unable to meet increased premium costs, CCA may cause the death benefits of a policy or policies to be reduced in order to reduce such increased costs or it may attempt to sell some of the policies in the secondary market to cover such additional costs. CCA uses pricing models that it believes will allow the CCA Funds to meet expected future premium costs, but there can be no assurance that CCA’s pricing model will be accurate. A life insurance company may, in a “lapse” situation, view reinstatement of a policy as tantamount to the issuance of a new policy and may require the current owner to have an insurable interest in the life of the insured as of the date of the reinstatement. In such events, a CCA Fund may experience a loss of its investment with respect to the lapsed policy.

Insurable Interest Risk. All states require that the initial purchaser of a new life insurance policy insuring the life of an individual have an insurable interest in such individual’s life at the time of original issuance of the policy. Whether an insurable interest exists in the context of the purchase of a life insurance policy is critical because, in the absence of a valid insurable interest, life insurance policies are unenforceable under most states’ laws. Where a life insurance policy has been issued to a policy holder without an insurable interest in the life of the individual who is insured, the life insurance company is generally not required to pay the death benefit under the policy, but must repay to the owner of the policy all premium payments, usually without interest. Generally there are two forms of insurable interests in the life of an individual, familial and financial. Additionally, an individual is deemed to have an insurable interest in his or her own life. It is also a common practice for an individual, as a grantor or settlor, to form an irrevocable life insurance trust (an “**ILIT**”) to purchase and own a life insurance policy insuring the life of the grantor or settlor, where the beneficiaries of the ILIT are persons who themselves, by virtue of certain familial relationships with the grantor or settlor, also have an insurable interest in the life of the insured. An insured will generally form the ILIT, which will be the applicant and owner and sole beneficiary of the policy and the sole beneficiary of the ILIT will be an individual with an insurable interest in the life of the insured. If the CCA Funds enter any transactions with such an ILIT, they will do so only under circumstances where CCA has concluded and reasonably believes that the ILIT will have an insurable interest in the

life of the insured of a policy. Notwithstanding that determination, a state insurance regulatory authority or a court may determine that the ILIT does not have an insurable interest in the life of the insured. Any such determination could have a material adverse effect on the ability of the CCA Funds to achieve their investment objectives.

The definition of what constitutes “insurable interest” tends to vary by state. Insurers have been very aggressive in challenging insurable interest and there are currently a large number of cases pending nation-wide in which carriers are attempting to rescind policies on insurable interest grounds. Normally an insurer can challenge insurable interest at any time and is not restricted to raising the challenge only during the two year contestability period. Many cases have also been initiated by life insurance companies, attacking the original issuance of policies funded by non-recourse premium finance programs based on insurable interest grounds and/or grounds related to “Stranger-Originated Life Insurance” or “**STOLI**,” which is defined as a practice or plan to initiate a life insurance policy for a third-party investor who, at the time of policy origination, has no insurable interest in the insured. Some states (such as Utah and New York) permit the heirs and beneficiaries of an insured to recover the death benefits under such STOLI policies rather than the policy owner which lacked insurable interest. Most, but not all, states do not require the secondary purchaser of a policy to have an insurable interest in the life of the insured.

Uncertainty of Life Expectancy. The value in the life settlements market of the policies that may be acquired by the CCA Funds depends upon the life expectancy of the insured under the policy. Life expectancies are estimates of the expected longevity or mortality of an insured and are inherently uncertain, especially in small sample sizes. There can be no assurance that any life expectancy obtained on an insured for a policy will be predictive of the future longevity or mortality of the insured. The actual maturity date of the policies may therefore be longer than projected, which would negatively impact the time within which investors in the CCA Funds could expect to receive a return of their investment. In addition, improvements in medicine, disease treatment, pharmaceuticals and other medical and health services may enable insureds to live longer.

Compliance with State Insurance Laws. Approximately forty-five states have adopted viatical and life settlement laws that require licensure of entities that buy or sell life settlement and viatical settlement contracts. CCA or the CCA Funds may be required to be licensed as a viatical or life settlement provider in a state that has adopted such laws before it can be permitted to effect the purchase of policies in a life settlement or viatical settlement transaction in that state. However, CCA and the CCA Funds may not be able to comply with every state’s laws, or to renew or prevent revocation of a previously issued license or approval. CCA and the CCA Funds may be precluded from doing business in any state in which either is unable to obtain or otherwise maintain a required license or otherwise comply with the insurance or securities laws of that state. In the event CCA or the CCA Funds are not licensed or approved to do business, or has its license suspended, revoked or non-renewed, in any state, CCA and the CCA Funds may

not be able to acquire and then resell policies in such states. The inability to purchase policies from the “regulated states” may significantly diminish the number of policies available for purchase by the CCA Funds.

Privacy Laws and Other Factors May Limit the Information CCA may Receive about an Insured. U.S. federal and state privacy laws may limit the information CCA receives about the persons insured under the policies, such as the insured’s current health or medical condition. In addition, other factors, such as an insured’s unwillingness to cooperate, may limit the information about the insured that CCA may obtain after its acquisition of a policy.

Changes in U.S. Insurance Regulation. Changes in state and federal statutes, laws and regulations might make it more difficult for the CCA Funds to purchase and sell policies, thereby hindering the implementation of the CCA Funds’ strategies for acquiring, reselling, holding, or securitizing the policies. The business of rendering life expectancies for individual insureds of policies in the life settlement market is not currently regulated by the U.S. Federal or state governments except for the State of Florida, which requires a life expectancy provider to register with the Florida Office of Insurance Regulation. However, there can be no assurance that this business will not become regulated and, if so, that any such regulation would not have a material adverse effect on the ability of the CCA Funds to obtain insureds’ life expectancies (if needed) in connection with the purchase or sale of policies.

Uncertainty as to Mortality Tables and other Actuarial Assumptions. Life expectancies and mortality estimates are inherently uncertain estimates. There can be no assurance that any mortality table or other actuarial data that could be utilized by CCA to value a policy will be predictive of the future longevity or mortality of an insured of a policy. To the extent actuarial assumptions differ from actual results, as to life expectancy or other assumptions made in the pricing or valuing of policies, the CCA Funds may over-pay for a policy. In addition, to the extent the CCA Funds obtain any policy based on a perceived life expectancy and such perception is inaccurate, distributions from the maturity of the policy may be delayed; in some cases, such delays could be significant. Current mortality tables are relied upon in part to forecast future cash flows in determining the prices paid to acquire policies. However, future mortality experiences may not resemble the mortality experiences of the past. It is possible for insureds with a certain life expectancy to experience a different mortality rate in the future than experienced by insureds with the same traits in the past.

Life Insurance Company Possibly Failing to Pay Death Benefit. Life insurance policies typically have a contestability clause, which permits the issuing life insurance company to contest its obligation to pay a death benefit based upon any material misrepresentation or omission made by the applicant or the insured on the life insurance application within, generally, the first two years of the policy issue date. CCA may not know whether the applicant for, or the insured under, any of the policies have made any material

misrepresentations or omissions on the life insurance application. Therefore, any policies owned by the CCA Funds may be subject to the risk of contestability until the expiration of the applicable contestability period. If an issuing life insurance company successfully contests any policy, the relevant policy may be rescinded and declared void, and in such event, the life insurance company would be required to return to the policy owner all the insurance premiums paid on the life insurance policy with or without any interest thereon depending on the applicable state regulation. In addition, the life insurance company may be able to limit or deny payment of the death benefits under a life insurance policy if the related insured dies within the first two years from the date of issuance of the life insurance policy, and the life insurance company determines the death to be suicide. Further, the life insurance company may prolong any investigation for processing death claims for policies with a large face amount. In such events, the CCA Funds would likely experience a substantial loss with respect to impacted policies that it owns.

Credit Risk of Life Insurance Companies. The CCA Funds will assume the credit risk associated with policies issued by various life insurance companies. The failure or bankruptcy of any such life insurance company or annuity company could have a material adverse impact on the CCA Funds' ability to achieve their investment objectives.

Certain Litigation Risks. The life settlements industry has been tainted by allegations of fraud and misconduct as illustrated by several noteworthy litigations. Many of those cases, some of which have been commenced by regulatory authorities, involve allegations of fraud, breaches of fiduciary duty, bid rigging, non-disclosure of material facts and associated misconduct in life settlement transactions. Many of the cases are also by the life insurance companies that attack the original issuance of the policies on insurable interest and fraud grounds. In order to attempt to mitigate these litigation risks, the CCA Funds will endeavor to comply with all state regulations regarding life settlement transactions. All policy acquisitions will be investigated in an attempt to confirm that an insurable interest was created at the time the policy was first issued and all regulations were complied with in connection with any sale of the policy.

Challenges by Former Beneficiaries, Heirs of the Insured and Insurance Companies; Payment of Policy Proceeds. Persons who would have been the beneficiaries under the policies in the absence of a sale of the policies to the CCA Funds, or heirs of the insured, or the life insurance company issuing a policy may challenge the validity of the sale of the policy to the CCA Funds and consequently contest, deny or delay the payment of the proceeds of a policy following an insured's death, based on a variety of factors including a lack of insurable interest, mental capacity of the insured, applicable periods of contestability or suicide provisions. If the death of an insured cannot be verified and no death certificate can be produced, the issuing life insurance company may not pay the proceeds of a policy until after the passage of a statutory period (usually five to seven years) for the presumption of death without proof. In the event of a lawsuit or claim by heirs or beneficiaries of the insured, the CCA Funds would face the cost of defending such a lawsuit, even if the CCA Funds were to prevail on the merits of the lawsuit. Additional costs and expenses that the CCA Funds may incur in connection with such a lawsuit

could adversely affect the CCA Funds.

Certain Fraudulent Activities. An insured or his agent may submit an original application for life insurance containing false or misleading information or failing to include complete, true and correct information. For example, the applicant and/or insured may misrepresent (by a statement or omission) to the life insurance company the status of the proposed insured's health or medical condition, that the applicant and/or insured has no intention of selling the policy in a life settlement transaction, that the applicant and/or insured has not been involved in, and no other life insurance policy insuring the life of the proposed insured has been the subject of, a previous life settlement transaction or that none of the premiums for the policy will be financed. Typically, a life insurance company has the right to rescind a policy based on false representations contained in, or omissions of information from, the application for life insurance. Rescission of the policy by the life insurance company would render the policy virtually worthless. An insured or the owner of a policy may misrepresent or may fail to disclose to the purchaser all beneficiaries under the policy or may sell or attempt to sell a policy to more than one purchaser. In the event that life settlement brokers or others submit inaccurate life settlement information to CCA, CCA may not be able to uncover the presence of defects through its due diligence. CCA intends to acquire policies on behalf of the CCA Funds only after the expiration of the time period in which an insurance company can contest a policy or during the suicide period for which a life insurance company does not have to pay the claim, both of which are typically two years. There can be no assurance that in the event of fraud, an insurance company will not refuse to pay the claim on a policy acquired by or for the benefit of a CCA Fund.

Tracking the Insured. Another risk regarding policies that are held by the CCA Funds is tracking the location and health status of the insured. CCA may rely on the ability of a third party servicing company, or an affiliate of CCA, to collect proceeds from the policy at the death of the insured. For this reason, such servicing entity must track and periodically monitor the health and life status of the insured so that when a policy reaches maturity (the death of the insured), the servicing entity is aware of the development and can take action to collect the proceeds due under the relevant policy. In many states, tracking services may only be performed by a licensed life settlement provider or licensed settlement broker, or an authorized representative of such licensee. Any such servicing entity is required periodically to track insureds to assure that the proceeds collection process is performed in a manner as efficiently as possible. Also, U.S. federal and state privacy laws may limit the information the servicing entity may receive about insureds under the policies regarding the insured's current health status. In addition, other factors, such as an insured's or insured's designated contact's unwillingness to cooperate with the servicing entity may limit the information about the insured that the servicing entity may obtain. There can be no assurance that the whereabouts of an insured may be determined or that there may not be a delay in ascertaining that an insured has died, or in obtaining required documentation needed to claim the death benefits payable under the policy.

Some Policies Will Terminate When the Insured Reaches Age 95 or 100. Investors should also be aware that some insurance policies terminate if the insured lives to the age of 100, or in some cases at age 95. If the insured outlives the policy, the CCA Funds would get nothing on that policy as the insurer is relieved of its obligation thereunder. Such a policy termination would result in a loss of investment return on the policy and eliminate any potential proceeds realizable by the CCA Funds from the sale or the maturation of the policy. To mitigate this risk, the CCA Funds typically acquire policies only where there is a waiver of this provision by the insurer.

Concentration and Lack of Diversification of Life Insurance Companies. CCA intends to diversify the CCA Funds' portfolios by investing in a variety of life insurance policies. The ability to achieve diversification with regard to the portfolio depends in part upon the funds raised by each CCA Fund, the face amounts of policies available for acquisition and the cost of acquiring the policies. There can be no assurance that the CCA Funds will be able to achieve sufficient diversification in its acquisition of the policies. Accordingly a significant portion of each CCA Fund's capital may be invested in a concentrated pool of policies issued by a small number of life insurance companies.

Liquidity Risks

Limited Liquidity. The Partnership intends to invest substantially all of its available capital in relatively illiquid investments. In the event of extreme market activity, the Partnership may not be able to liquidate its investments in a prompt manner, which could, thereby reduce the Partnership's profitability or increase the Partnership's losses.

No Regular Distributions Anticipated. The General Partner does not intend to make distributions to Limited Partners on a regularly scheduled basis before the seventh anniversary of the Initial Closing. However, the General Partner may distribute to Limited Partners, after taking into consideration appropriate reserves for premiums due with respect to Policies owned by the Partnership, for estimated expenses relating to the maintenance of Policies in the Partnership's portfolio, for the purchase of other Policies for the Partnership and for the administrative expenses of the Partnership, amounts reasonably estimated by the General Partner to approximate the federal income tax liabilities that may be associated with net profit allocations to the Capital Accounts of the Partners.

Regulatory Risks

Limited Regulatory Oversight. While the Partnership may be considered similar to an investment company, it does not intend to register as such under the Investment Company Act. The Investment Company Act, among other things, requires investment companies to have disinterested directors, requires securities held in custody to at all times be individually segregated from the securities of any other person and marked to clearly identify such securities as the property of such

investment company and regulates the relationship between the investment adviser and the investment company. Therefore, the Limited Partners will not benefit from protections provided by the Investment Company Act. In addition, neither Mr. Corry nor the General Partner is registered with the Securities and Exchange Commission as an investment adviser under the Investment Advisers Act of 1940.

Item 9 – Disciplinary Information

CCA and its principal have not been the subject of any material legal proceeding required to be disclosed in response to this item.

Item 10 – Other Financial Industry Activities and Affiliations

None of CCA or its management persons is registered as a broker-dealer or a registered representative of a broker-dealer. In addition, CCA and its management persons are not affiliated with any broker-dealer, bank or other financial services firm. None of CCA or any of its management persons are registered as a registered futures commission merchant, commodity pool operator or commodity trading advisor.

SLG Life Settlement, LLC (“SLG”) is a wholly-owned subsidiary of CCA that is licensed as a life settlement provider in 10 states, and may act as broker in connection with the purchase of policies for CCA Funds. CCA Settlements, LLC (“CCAS”), principally owned by William Corry, is licensed as a life settlement provider in 1 state, and may act as broker in connection with the purchase of policies for the CCA Funds. SLG and CCAS do not receive commissions from CCA Funds in connection with transactions on behalf of any CCA Funds. However, SLG and CCAS will be compensated by CCA Funds for the services they provide to CCA Funds, and may be reimbursed by CCA Funds for operating expenses incurred in servicing the Funds.

Item 11 – Code of Ethics

CCA has adopted a Code of Ethics under Rule 204A-1 of the Advisers Act reflecting CCA’s commitment to ethical conduct. CCA’s Code of Ethics describes its fiduciary duties and responsibilities to its clients, and sets forth CCA’s policies regarding such matters as the receipt of gifts, campaign contributions and personal securities transactions by employees. Under CCA’s Code of Ethics, all supervised personnel have a duty to act only in the best interests of the CCA Funds and all potential conflicts and violations of the Code of Ethics must be promptly reported to CCA’s Chief Compliance Officer (“CCO”). All supervised personnel must acknowledge the terms of the Code of Ethics annually, or as amended. It is the policy of CCA that no person employed by CCA shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on the investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, CCA requires that anyone associated with its advisory practices with access to advisory recommendations provide annual securities

holdings reports and quarterly transaction reports to the firm's CCO. CCA requires such "access persons" to also receive approval from the CCO prior to investing in any initial public offerings or private placements.

CCA will provide a complete copy of its Code of Ethics to any person upon request.

Item 12 – Brokerage Practices

CCA has discretionary authority to determine the type, amount, and price of policies to be bought and sold on behalf of each CCA Fund.

CCA does not utilize securities broker-dealers in connection with portfolio investments for the CCA Funds. CCA may use related or unrelated life settlement companies or insurance brokers to assist in the purchase or sale of insurance policies for the CCA Funds. SLG and CCAS may act as broker in connection with the purchase of policies for CCA Funds. See Item 10 for more information.

In selecting insurance brokers to effect transaction on behalf of the CCA Funds, CCA will consider all relevant factors including, but not limited to, the insurance policies offered for sale by the broker, price, relevant experience, access to potential purchasers and sellers of policies, and such other factors as CCA considers relevant and beneficial to the CCA Funds.

CCA may engage in cross transactions (causing one CCA Fund to buy or sell investments from or to another CCA Fund) when the transaction is in the best interest of, and consistent with the investment objectives and policies of, both accounts involved in the transaction. It is CCA's policy to affect all cross transactions in the most equitable and fair manner for all clients involved. Cross transactions will be effected for cash consideration at the current market price, based on an independent market quotation.

Item 13 – Review of Accounts

All client accounts are reviewed on a regular basis by William P. Corry.

Each CCA Fund distributes to its investors annual audited financial statements of the CCA Fund. Investors should refer to the Governing Documents of each CCA Fund for further information on the reports provided by a particular CCA Fund to its investors.

Item 14 – Client Referrals and Other Compensation

CCA has entered into arrangements with third parties whereby CCA or its affiliates will pay to third parties who introduce clients or investors to CCA or its affiliates a portion of the advisory fees received by CCA or its affiliates from such clients.

Item 15 – Custody

CCA will not have physical custody of any client assets. CCA may be deemed to have custody of the assets of the CCA Funds as a result of its authority over the CCA Funds.

It is CCA's policy to cause each CCA Fund to be audited annually and to distribute audited financial statements, prepared in accordance with U.S. generally accepted accounting principles ("GAAP"), to investors no later than 120 days after the end of each fiscal year.

Item 16 – Investment Discretion

Subject to the investment objectives, policies and criteria of each CCA Fund as set forth in the Governing Documents of each CCA Fund, CCA has discretionary authority to determine the type, amount and price of policies to be bought and sold on behalf of each CCA Fund, including the selection of, and commission paid to, brokers, if any.

Item 17 – Voting Client Securities

Accounts managed by CCA do not acquire securities with voting rights.

Item 18 – Financial Information

Not Applicable.