

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

OMB Number: 3235-0049
Expires: July 31, 2008
Estimated average burden
Hours per response... .9.402

Name of Investment Adviser:

BME Investment Management, LLC

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

1080 Holcomb Bridge Rd, Bldg 200 Ste 305**Roswell****GA****30076****(678) 578-0270**

**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.**

Table of Contents

<u>Item Number</u>	<u>Item</u>	<u>Page</u>
1	Advisory Services and Fees	2
2	Types of Clients	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations	4
9	Participation or Interest in Client Transactions	5
10	Conditions for Managing Accounts	5
11	Review of Accounts	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F
	Balance Sheet, if required.	Schedule G

(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:

BME Investment Management, LLC

SEC File Number:

801-67830

Date:

August 1, 2007**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 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 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 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:

BME Investment Management, LLC

SEC File Number:

801- **67830**

Date:

August 1, 2007**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 checked="" type="checkbox"/> B. Warrants | <input checked="" type="checkbox"/> (2) commodities |
| | J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input checked="" type="checkbox"/> (1) tangibles |
| | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | K. Interests in partnerships investing in: |
| | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (2) oil and gas interests |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (3) other (explain on Schedule F) |
| G. Investment company securities: | <input checked="" type="checkbox"/> L. Other (explain on Schedule F) |
| <input type="checkbox"/> (1) variable life insurance | |
| <input 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 type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input type="checkbox"/> Technical | |

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

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

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:

BME Investment Management, LLC

SEC File Number:

801-67830

Date:

August 1, 2007**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 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 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:

BME Investment Management, LLC

SEC File Number:

801- **67830**

Date:

August 1, 2007
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.

Perry Johnson, with the assistance of BME's investment team (including, without limitation, Kal Salama and John Withers), reviews client portfolios on a regular and continuous basis. Market and economic conditions may trigger closer or more intense reviews of particular investments.

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

Clients will receive account statements on not less than a quarterly basis.

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

FORM ADV**Part II - Page 6**

Applicant:

BME Investment Management, LLC

SEC File Number:

801-67830

Date:

August 1, 2007**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

☐ ☒**Answer all items. 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:	SEC File Number:	Date:
BME Investment Management, LLC	801- 67830	August 1, 2007

(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: BME Investment Management, LLC	IRS Empl. Ident. No.: 56-2638679
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Item of Form (identify)	Answer
1.D.	<p>SERVICES</p> <p>BME Investment Management, LLC (“BME”) provides investment advisory and asset management services on a discretionary basis. BME offers services to individuals, institutions and to certain BME investment funds (each a “client”).</p> <p><u>Discretionary Services.</u> BME’s services include the discretionary management of BME’s privately-offered investment funds (each a “BME Fund”). In general, BME’s investment advisory services focus on applying a global macro strategy which seeks to identify and take advantage of perceived mispricing in U.S. and non-U.S. equity and bond markets and currency and commodity markets. In managing the BME Funds, BME uses its proprietary methodologies to invest the Funds’ assets in accordance with their offering documentation. In addition, BME may offer discretionary management services to separate account clients. In these cases, BME will work with the client to design an investment strategy based on the client’s financial circumstances and investment objectives.</p> <p>FEES</p> <p><u>Separate Accounts.</u> For separate account clients, BME generally negotiates an asset-based management fee based on the particular services the client will receive. In addition, in certain appropriate cases BME may receive a performance fee equal to a percentage of the appreciation or depreciation of the client’s account, as negotiated between BME and the client.</p> <p><u>BME Funds.</u> For a BME Fund, BME charges a fee that is a percentage of assets as described in the BME Fund’s private placement memorandum. In addition, BME generally will receive from a BME Fund a performance allocation (“Performance Allocation”) from investors’ account equal to a percentage of the net profits for the investor that exceed a “hurdle rate”, subject to a loss carryforward provision (often referred to as a “High Water Mark”) so that prior losses are recovered before any Performance Allocation is made, all as described in the BME Fund’s private placement memorandum.</p> <p><u>General Information.</u> In general, all fees are generally payable on a quarterly basis. For new accounts, the fee will be prorated and payable when the account is established. The client may terminate an agreement with BME in accordance with its notice provisions (generally 30 days for separate account clients), and in this case all fees will also be prorated.</p>
3.L; 4. A,B,C	<p>TYPES OF INVESTMENTS, METHODS OF ANALYSIS, SOURCES OF INFORMATION AND INVESTMENT STRATEGIES</p> <p><u>Types of Investments</u></p> <p>As explained under II.1.A. and C. above, BME’s investment advisory services include providing investment advice to separate accounts. In general, BME focuses on applying a global macro strategy which seeks to identify and take advantage of perceived mispricing</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:	SEC File Number:	Date:
BME Investment Management, LLC	801- 67830	August 1, 2007

(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: BME Investment Management, LLC	IRS Empl. Ident. No.: 56-2638679
Item of Form (identify)	Answer	
3,4 Continued	in U.S. and non-U.S. equity and bond markets and currency and commodity markets. In selecting investments, BME generally uses proprietary methodologies to evaluate pricing relationships and identify investment opportunities in both long and short positions.	
5.	<p>EDUCATION AND BUSINESS STANDARDS</p> <p>Generally, BME's personnel responsible for investment research and investment advice will have a college degree and experience researching investment opportunities and/or providing investment advice.</p>	
6.	<p>EDUCATION AND BUSINESS BACKGROUND</p> <p>J. Perry Johnson, (born 1957) CPA and CFA, is the founder of BME and serves as its Chief Executive Officer and Chief Investment Officer of BME. He is also responsible for the global strategy. Mr. Johnson and his partners have been pioneers in the area of global asset allocation and in combining fundamental and quantitative investment techniques. He has over 27 years of investment management experience.</p> <p>Prior to forming BME, Mr. Johnson spent 8 years with Invesco, where he served as a Global Partner and CIO/CCO of Global Asset Allocation. At Invesco, Mr. Johnson and his partners developed the global valuation and dynamics philosophy. Prior to joining Invesco, Mr. Johnson was a Partner at Brinson Partners, Inc. until 1996. He also served as the Director of Investment Consulting for Watson Wyatt from 1996 to 1997. Mr. Johnson received his B.A. and Masters Degree in Accounting from the University of Georgia. He is a Certified Public Accountant and Chartered Financial Analyst.</p> <p>John Withers, (born 1969) CFA, is the President and Chief Operating Officer of BME. He is a Chartered Financial Analyst. Mr. Withers has over 16 years of investment experience.</p> <p>Prior to joining BME, Mr. Withers was Managing Director at Donaldson & Co., Inc. and was responsible for managing over 200 client relationships. During his tenure at Donaldson & Co. from 1991 to 2007, he also served as U.S. Large Cap Growth portfolio manager to Best Investments International. Mr. Withers received his B.B.A., Finance from the University of Georgia.</p> <p>Khaled ("Kal") Salama, CFA, (born 1962) is the Director of Global Strategy at BME. He has over 21 years of investment management experience. Prior to joining BME, Mr. Salama spent six years with Invesco, where he served as the Director of Global Asset Allocation and helped co-launch the Global Asset Allocation Group. In addition, Mr. Salama started in 1995, and continues to operate, the California state registered investment adviser KS Global Advisors, Inc and the commodity trading advisor and commodity pool operator KS Global Strategies, Inc. KS Global Advisors, Inc. and KS Global Strategies, Inc. manage funds and provide consulting for The Headlands Group, Inc., a Larkspur, California based</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:	SEC File Number:	Date:
BME Investment Management, LLC	801- 67830	August 1, 2007

(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: BME Investment Management, LLC		IRS Empl. Ident. No.: 56-2638679
Item of Form (identify)	Answer	
6 Continued	investment advisor. From 1990 to 1995, Mr. Salama was a Partner and Senior Asset Allocation Analyst with Brinson Partners, Inc. He also served as a Vice President with Dorn, Hellieson & Cottle (institutional consultant) from 1986 to 1990. Mr. Salama holds a B.S. in Chemical Engineering from the University of California at Berkeley, an M.B.A. from San Francisco State University. He is a Chartered Financial Analyst.	
8.D	OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS As explained above, BME manages the BME Funds. Currently, BME is in the process of launching the first of the BME Funds, the BME Global Fund.	
9.	PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS	
D.	BME and/or its officers and employees may from time to time invest in the BME Funds. Additionally, BME receives a fee for managing the BME funds.	
E.	Code of Ethics On July 2, 2004, the U.S. Securities and Exchange Commission adopted a new rule and rule amendments under Section 204 of the Investment Advisers Act of 1940. Under this new rule, every registered investment advisory firm is required to adopt a Code of Ethics. Accordingly, BME has adopted a Code of Ethics, the full text of which is available to you upon request. BME has several goals in adopting this Code. First, BME desires to comply with all applicable laws and regulations governing its practice. We believe that compliance with such regulations is a signal to our clients that we exist to serve them, not ourselves, and that we support the efforts of those organizations dedicated to upholding the law. Next, the management of BME has determined to set forth guidelines for professional standards, under which all access persons are to conduct themselves. BME has set high standards, the intention of which is protect client interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith and fair dealing with clients. Access persons are expected to adhere to these guidelines, as well as the procedures for approval and reporting established in the Code. BME has instituted, as a deterrent, a policy of disciplinary actions to be taken with respect to any access person who violates the Code. Finally, BME has adopted specific policies and procedures designed to assist in the implementation of the guidelines outlined in the Code. Our procedures include specific steps taken with regard to the treatment of aggregated or bundled trading activities. This also includes policies and procedures relating to the required approval and reporting of the personal securities transactions of our personnel; required holdings reports for personnel; insider trading education and prohibitions; and client privacy protection. Such policies and procedures will serve to assist in reviewing the effectiveness of the implementation of the Code on an ongoing basis.	

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:	SEC File Number:	Date:
BME Investment Management, LLC	801- 67830	August 1, 2007

(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: BME Investment Management, LLC	IRS Empl. Ident. No.: 56-2638679
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Item of Form (identify)	Answer
10.	CONDITIONS FOR MANAGING ACCOUNTS
	BME generally requires a minimum separate account size of \$1 million.
12.	INVESTMENT OR BROKERAGE DISCRETION
	BME has discretion with respect to broker-dealer selection. BME seeks best execution for each trade, which is a combination of price, quality of execution and other factors. In making these determinations, BME considers a number of judgmental factors, including, without limitation, clearance and settlement capabilities; quality of confirmations and account statements; the ability of the broker to settle the trade promptly and accurately; the financial standing, reputation and integrity of the broker-dealer; the broker-dealer's access to markets, research capabilities, market knowledge, any "value added" characteristics, BME's past experience with the broker-dealer, BME's past experience with similar trades, and other factors. Recognizing the value of these factors, BME may pay a brokerage commission in excess of that which another broker might have charged for effecting the same transaction. Consistent with the foregoing, BME may generate "soft dollars" from brokerage transactions to be used for "brokerage" or "research" services pursuant to the safe harbor of Section 28(e) of the Securities Exchange Act of 1934.
Miscellaneous Disclosures and Information	<p><u>Important Information for Clients</u></p> <p>Anti Money Laundering</p> <p>To help the government fight the funding of terrorism and money laundering activities, Federal law requires certain financial institutions to obtain, verify, and record information that identifies persons opening accounts. Accordingly, BME may ask new clients and new investors in a BME Fund to provide their name, address, date of birth and other information for identification purposes. BME may also ask to see client's or BME Fund investor's driver's license or other identifying documents.</p> <p>Proxy Voting</p> <p>In certain circumstances and in accordance with our client agreement, BME shall vote proxies related to securities held by any client. We will vote proxies in such a way that, to the best of our knowledge, is in the best interest of each individual shareholder. From time to time, this may mean that the same proxy proposal may be voted differently for different clients. We will consider only those factors that relate to the client's investment(s) or factors that are set forth in written instructions from the client.</p> <p>In general, BME believes that voting proxies in accordance with the following guidelines, with respect to such routine items, is in the best interests of our clients. We will generally vote for:</p> <ul style="list-style-type: none"> • The election of directors (where no corporate governance issues are implicated); • Proposals that strengthen the shared interests of shareholders and management;

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:	SEC File Number:	Date:
BME Investment Management, LLC	801- 67830	August 1, 2007

(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: BME Investment Management, LLC		IRS Empl. Ident. No.: 56-2638679
Item of Form (identify)	Answer	
Miscellaneous Disclosures and Information, Continued	<ul style="list-style-type: none"> • The selection of independent auditors based on management or director recommendation, unless a conflict of interest is perceived; • Proposals that we believe may lead to an increase in shareholder value; • Management recommendations adding or amending indemnification provisions in charter or by-laws; • Proposals that maintain or increase the rights of shareholders. <p>We will generally vote against any proposals that we believe will have negative impact on shareholder value or rights.</p> <p>While all proxies will receive attention and consideration, more detailed research will be conducted for non-routine items and conflict of interest items. If BME perceives a conflict of interest, our policy is to notify affected clients in writing, in order that they may choose the course of action they deem most appropriate.</p> <p>A copy of our complete policy, as well as records of proxies voted, is available to clients upon request. As required under the Advisers Act, such records are maintained for a period of five (5) years.</p>	

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