

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

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Name of Investment Adviser: Diamond Peak Capital, LLC						
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number:
	100 Rialto Place Suite 721	Melbourne	FL	32901	(321)	541-1216

**This part of FORM ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any government authority.**

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(Schedule A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential persons who are to respond to the collection of information contained in this form
are not required to respond unless the form displays a currently valid OMB control number.

Applicant: Diamond Peak Capital, LLC

SEC File Number:

801- 70014

Date:

01/01/2010

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

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

B. Does applicant call any of the services it checked above financial planning or some similar term?

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

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

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

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

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients - Applicant generally provides investment advice to: (check those that apply)

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

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

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

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

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

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

- | | |
|---|---|
| (1) <input type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input type="checkbox"/> Fundamental | (5) <input checked="" 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 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 |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | Securities and Exchange Commission |
| (4) <input type="checkbox"/> Corporate rating services | (7) <input type="checkbox"/> Company press releases |
| | (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 type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" type="checkbox"/> Short sales | |

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Applicant: Diamond Peak Capital, LLC

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01/01/2010

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, please describe these standards on Schedule F)

6. Education and Business Background.

For:

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

On Schedule F, give the:

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

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

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

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

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

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

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

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

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

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

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Applicant: Diamond Peak Capital, LLC

SEC File Number:
801-70014

Date:
01/01/2010

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 sell for itself securities it also recommended to clients.

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

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

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

Yes No
☒ ☐

(If yes, describe on Schedule F)

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

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

See Item 11A on Schedule F, attached.

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

See Item 11B on Schedule F, attached.

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12. Investment or Brokerage Discretion.

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

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

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

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

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for product and research services received.

13. Additional Compensation.

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

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

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

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

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

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

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

Applicant:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 1A-D	<p><u>Advisory Services and Fees:</u> Diamond Peak Capital, LLC ("DPC") is an SEC registered investment adviser and serves as the investment adviser to separately managed accounts and to a multi-strategy private investment fund, Diamond Peak Traders, LP, a Delaware limited partnership (the "Partnership"). DPC also serves as the general partner to the Partnership (the "General Partner"). Investment strategies and services will be disclosed in the offering documents of the Partnership for investors and/or the investment management agreement for clients.</p> <p>DPC may also trade and invest portions of its clients' accounts (including the Partnership's) through sub-advisers with which DPC may split its advisory fees or which DPC may otherwise compensate for their services. DPC or a selected sub-adviser provides investment portfolio management services on a discretionary basis. DPC offers its clients various investment programs including its systematic trading strategies which it has developed in-house. DPC assists clients in determining their investment objectives and needs, and each account is managed in accordance with those objectives and needs. The fees for these services will be as follows:</p> <p>In-house systematic trading strategies: DPC may charge a different management fee ("Management Fee") for services to qualified clients than to non-qualified clients. As defined in Rule 205-3 of the Investment Advisers Act of 1940, as amended, a qualified client is a person who has at least \$750,000 under the management of the investment adviser, or a net worth of \$1,500,000 at the time the contract is entered into. For its services as an investment adviser to qualified clients, DPC shall receive an annual Management Fee of between zero percent (0%) to three percent (3%) based on the percentage of assets under management and the performance fee ("Performance Fee") charged (as described below). For its advisory services to non-qualified clients, DPC shall receive an annual Management Fee of between one percent (1%) to three percent (3%) of assets under management. The Management Fee is billed quarterly in arrears. Clients may terminate their accounts without penalty, for a full refund, within five (5) business days of signing the advisory contract. Clients may obtain similar services elsewhere at lower rates. In its discretion, DPC may agree to apply different Management Fees for any client.</p> <p>In general, DPC charges a twenty percent (20%) Performance Fee to qualified clients only; no Performance Fees will be charged to non-qualified clients. Performance Fees are negotiable and DPC may determine the amount of Performance Fees that it charges on a case by case basis depending upon the needs of the client and the complexity of the situation. The final fee schedule will be attached as an Exhibit to the investment management agreement. Performance Fees are billed quarterly in arrears. The Performance Fee is subject to what is commonly known as a "high watermark" calculation. That is, if a client account has a net loss in any fiscal quarter, this loss will be carried forward to future quarters. The high watermark procedure prevents the client from incurring a Performance Fee from profits that simply restore previous losses and is intended to ensure that each Performance Fee is based on the long-term performance of an investment. Upon any withdrawal by a client, whether voluntary or involuntary, DPC shall also receive the Performance Fee with respect to any new net profits earned on the amounts withdrawn.</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:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 1A-D (Cont'd)	<p>Regarding those clients who are assessed a Performance Fee, please note the following:</p> <p>(1) A Performance Fee may create an incentive for DPC to make investments that are riskier or more speculative than would be the case in the absence of a Performance Fee;</p> <p>(2) DPC may receive increased compensation with regard to unrealized appreciation as well as realized gains in the client's account, depending on the specific time periods and the nature of any preferred returns;</p> <p>(3) Where any part of DPC's compensation is based in part on the unrealized appreciation of securities for which market quotations are not readily available, DPC shall disclose how the securities will be valued and the extent to which the valuation will be determined independently.</p> <p>DPC may recommend other money managers which may also receive a percentage of assets management fee and/or performance based fees. All applicable fees are disclosed in the money manager's investment management agreement.</p> <p>The Partnership: DPC has discretion over the investment management and administration of the Partnership's affairs. As compensation for its services as the portfolio manager of the Partnership, DPC shall receive an annual management fee ("Management Fee") equal to one percent (1%) of the Partnership's net asset value. The Management Fee shall be calculated and payable monthly, in arrears, to DPC based on the calculations of each investor's share of the Partnership's net asset value as of the last day of each month. DPC, in its sole discretion, may waive or reduce the Management Fee with respect to one or more investors for any period of time, or agree to apply a different Management Fee for any investors (all such arrangements in the form of a rebate or otherwise).</p> <p>DPC, in its capacity as General Partner, shall receive a performance allocation (the "Performance Allocation") at the close of each fiscal quarter equal to ten percent (10%) of the portion of the Partnership's net income attributable to each investor. The Performance Allocation is subject to what is commonly known as a "high water mark" procedure. That is, if an investor account has a net loss in any fiscal quarter, this loss will be carried forward to future quarters. The high water mark procedure prevents the General Partner from receiving a Performance Allocation as to profits that simply restore previous losses and is intended to ensure that each Performance Allocation is based on the long-term performance of an investment in the Partnership. Upon any withdrawal by a client, whether voluntary or involuntary, the General Partner shall also receive the Performance Allocation with respect to any new net profits earned on the amounts withdrawn. The fees paid to the General Partner are negotiable and the final fee schedule will be attached as an Exhibit to DPC's investment management agreement or detailed in the Partnership's offering documents.</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:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 2G	DPC provides investment management services to the Partnership and serves as the General Partner of the Partnership.
Item 3A-L	DPC will from time to time invest portions of its clients' accounts through sub-advisers which may invest in a wide variety of securities and financial instruments, domestic and foreign, of all kinds and descriptions, including but not limited to: common and preferred stocks, debt securities (including bonds), convertible securities, limited partnership interests, mutual fund shares, options, warrants, commodities, futures, derivatives (including swaps, forward contracts and structured instruments), currencies, monetary instruments and cash and cash equivalents.
Item 4A(5), B(8)	DPC utilizes conference calls and office site visits to analyze trading strategies and sub-advisors. It also utilizes its network of contacts built over thirteen (13) years of experience in the alternative investment business.
Item 5	<p>Investment professionals associated with DPC's advisory business will be required to have a solid understanding of investments and obtain any regulatory licenses that are required. Employees involved in managing client accounts must have the appropriate education, experience and licenses for the tasks they perform.</p> <p>Such education, experiences or licenses might include several years of experience working in the financial or legal industries, financial accreditations or certain years or degrees in financial education, among other requirements.</p>

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

**Schedule F of
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Applicant:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 6	<p><u>Education and Business Background:</u></p> <p>Name: Steven G. Sapourn Born: 1969</p> <p>Education Background: Bachelor of Arts in Political Science, University of Colorado at Boulder</p> <p>Business Background: 2007 - Present, Diamond Peak Capital LLC: Principal, Portfolio Manager, Operations</p> <p>2004 - 2007, Dekker Capital Management LLC: Compliance Officer, Director of Operations</p> <p>1996 - 2004, Sapourn Financial Services LLC: Principal, Portfolio Manager, Operations</p> <p>Name: Christopher Scott Jones Born: 1969</p> <p>Education Background: Bachelor of Arts in Comparative Religion, University of Colorado at Boulder</p> <p>Business Background: 2007 - Present, Diamond Peak Capital LLC: Principal, Compliance Officer, Operations</p> <p>2004 - 2007, Dekker Capital Management LLC: Client Services, Compliance, Operations</p> <p>1996 - 2004, Sapourn Financial Services LLC: Client Services Director, Operations, Compliance</p>
Item 8D	<p>DPC, in its capacity as the general partner of the Partnership, is responsible for the day-to-day administration of the Partnership's affairs and has discretionary investment authority over the Partnership's assets. Interests in the Partnership will be offered to accredited investors and qualified eligible persons. The Partnership will invest in a wide variety of securities and financial instruments, domestic and foreign, of all kinds and descriptions, including but not limited to: common and preferred stocks, debt securities (including bonds), convertible securities, limited partnership interests, mutual fund shares, options, warrants, commodities, futures, derivatives (including swaps, forward contracts and structured instruments), currencies, monetary instruments and cash and cash equivalents. From time to time, DPC may solicit its other advisory clients to invest in the Partnership.</p>

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

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Diamond Peak Capital, LLC

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Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 9D	<p>From time to time, associated persons of DPC may recommend to its clients, including the Partnership, the purchase or sale of investment products in which DPC or a related person may have some financial interest, including but not limited to, the receipt of compensation. DPC may offer interests in the Partnership to one or more of its non-Partnership clients. DPC does not intend to advise such clients as to the appropriateness of investing in the Partnership, and DPC will not receive compensation for doing so (except to the extent that DPC receives advisory and other fees from the Partnership) or for selling interests in the Partnership. In every such situation, the clients' needs are considered first. Records will be maintained of all securities bought and sold by either associated persons or related persons.</p> <p>Personnel of DPC may trade in the same securities traded for clients. However, it is the policy of DPC not to give preference to orders for personnel associated with the firm regarding such trading. DPC and its employees (collectively "DPC") may personally invest in the same securities that are purchased for clients and may own securities that are subsequently purchased for clients. If a security is purchased or sold for clients and DPC on the same day, either the clients and DPC will pay or receive the same price, or the clients will receive the more favorable price. DPC may also buy or sell a specific security for their own account based on personal investment considerations, which DPC does not deem appropriate to buy or sell for clients. In addition, principals of DPC may invest in certain sub-advisers otherwise employed by DPC, and may receive more favorable terms than clients.</p> <p><u>Code of Ethics:</u> The code of ethics of DPC ("Code of Ethics") is based upon the premise that all DPC personnel have a fiduciary responsibility to render professional, continuous and unbiased investment advisory service. The Code of Ethics requires all personnel to (1) comply with all applicable laws and regulations; (2) observe all fiduciary duties and put client interests ahead of those of DPC; (3) observe DPC's personnel trading policies so as to avoid "front-running" and other conflicts of interests between DPC and its clients; (4) ensure that all personnel have read the Code of Ethics, agreed to adhere to the Code of Ethics, and are aware that a record of all violations of the Code of Ethics will be maintained by the Chief Compliance Officer and that personnel who violate the Code of Ethics are subject to sanctions by DPC, including termination.</p> <p>A copy of the Code of Ethics is available upon request.</p>
Item 10	<p>Subject to the discretion of General Partner of the Partnership to accept less, the minimum investment amount required by the Partnership is \$250,000. The minimum dollar amount for a managed account is negotiable and may be offered at a lower minimum amount than that required by the Partnership.</p>

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

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Continuation Sheet for Form ADV Part II**

Applicant:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 11A	All accounts managed by DPC will typically be reviewed at least monthly. Accounts will be reviewed by the portfolio manager. Additional reviews may be triggered by material market, economic or political events. Clients are responsible to keep DPC informed as to any personal changes in their financial condition.
Item 11B	<p>Each client will receive account reports at the same frequency that they are billed advisory fees. In addition, clients may have access to monthly statements and/or trade confirmations from independent custodians. DPC may provide additional information, such as monthly reports of the results of the investment strategy and quarterly invoices detailing applicable Management Fees and/or Performance Fees as well as account balances before and after such fees. Realized gains/losses, interest and dividends earned are reported to clients annually, typically by the independent managed account's custodian, including but not limited to ProFunds and Rydex Investments.</p> <p>Each investor of the Partnership will receive a monthly report from the Partnership's administrator detailing such client's account performance. Each investor of the Partnership also will receive the following: (i) annual financial statements of the Partnership, audited by an independent certified public accounting firm, (ii) in the discretion of DPC or an affiliate of DPC, a periodic letter and/or report discussing the results of the accounts, (iii) copies of such investor's Schedule K-1 to the Partnership's tax returns, and (iv) other reports as determined by DPC or an affiliate of DPC in DPC's sole discretion.</p>
Item 12A, B	<p><u>Investment or Brokerage Discretion and Additional Compensation:</u></p> <p>In general, DPC (and/or other authorized money managers selected by DPC, collectively "DPC") effects individual securities transactions in client accounts as part of its advisory services. DPC will maintain a limited power of attorney over client accounts and generally has the authority to determine, without obtaining specific client consent, any of the following: the securities to be bought or sold; the amount of securities to be bought or sold; the brokers to be used; and the commission rate paid to such brokers. Brokers, dealers and/or futures commission merchants ("FCMs", collectively with brokers and/or dealers, "Brokers") are chosen based on the services they provide and their competitive commission rates. DPC will never charge a premium or commission on transactions beyond the actual cost imposed by the Brokers.</p> <p>With respect to managed accounts, DPC's authority may be subject to conditions imposed by the client, examples of which may include instances in which: (1) the client restricts or prohibits transactions in securities of a specific industry, and/or (2) the client directs that transactions be effected through specific Brokers, as described in more detail below in the section "Brokerage Direction".</p> <p>DPC will generally seek "best execution" in light of the circumstances involved in transactions. In selecting a Broker for any transaction, DPC may consider a number of factors, including, for example, net price, reputation, financial strength and stability, efficiency of execution and error resolution, the size of the transaction and the market for the security. DPC will not obligate itself to obtain the lowest commission or best net price for an account on any particular transaction.</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:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 12A, B (Cont'd)	<p>For its in-house systematic trading strategies program, DPC monitors transaction results as orders are executed to evaluate the quality of execution provided by the various Brokers it uses, to determine that compensation rates are competitive and otherwise to evaluate the reasonableness of the compensation paid to those Brokers in light of all the factors described above. Regarding sub-advisers, DPC seeks to obtain assurances from such sub-advisers that they monitor brokerage transactions and seek "best execution".</p> <p><u>Allocation of Trades:</u> DPC may at times determine that certain securities will be suitable for acquisition by clients and by other accounts managed by DPC, possibly including DPC's own accounts or accounts of an affiliate. If that occurs, and DPC is not able to acquire the desired aggregate amount of such securities on terms and conditions which DPC deems advisable, DPC will endeavor in good faith to allocate the limited amount of such securities acquired among the various accounts for which DPC considers them to be suitable. DPC may make such allocations among the accounts in any manner which it considers to be fair under the circumstances, including but not limited to allocations based on relative account sizes, the degree of risk involved in the securities acquired, and the extent to which a position in such securities is consistent with the investment policies and strategies of the various accounts involved.</p> <p><u>Aggregation of Orders:</u> DPC may aggregate purchase and sale orders of securities held by clients with similar orders being made simultaneously for other accounts or entities if, in DPC's reasonable judgment, such aggregation is reasonably likely to result in an overall economic benefit to clients based on an evaluation that clients will be benefited by relatively better purchase or sale prices, lower commission expenses or beneficial timing of transactions, or a combination of these and other factors. In many instances, the purchase or sale of securities for clients will be affected simultaneously with the purchase or sale of like securities for other accounts or entities. Such transactions may be made at slightly different prices, due to the volume of securities purchased or sold. In such event, the average price of all securities purchased or sold in such transactions may be determined, at DPC's sole discretion, and clients may be charged or credited, as the case may be, with the average transaction price. If average pricing is unavailable, the high-low method will be used.</p> <p><u>Brokerage Direction:</u> In some instances, because of a prior relationship between a client and one or more Brokers, or for other reasons, a client may instruct DPC to execute or clear some or all securities transactions for its account with or through one or more Brokers designated by the client. In such cases, the client is responsible for negotiating the terms and conditions (including, but not limited to, commission rates) relating to all services to be provided by such Brokers and the client is satisfied with such terms and conditions. DPC will assume no responsibility for obtaining the best prices or any particular commission rates for transactions with or through any such Broker for such client's account.</p> <p>The client must recognize that it may not obtain rates as low as it might otherwise obtain if DPC had discretion to select Brokers other than those chosen by the client. Any client providing instructions to DPC regarding direction of brokerage transactions must notify DPC in writing if the client desires DPC to cease executing transactions with or through any such Broker.</p>

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Applicant:
Diamond Peak Capital, LLC

SEC File Number:
801- 70014

Date:
01/01/2010

(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:

IRS Empl. Ident. No.:
20-2810267

Item of Form (identify)	Answer
Item 13B	DPC may use independent third party solicitors to refer clients to the in-house systematic trading program and may pay a portion of its advisory fees to such solicitors, in accordance with the Advisers Act. To assist in the offering of interests in the Partnership, DPC may engage broker-dealers and will pay (and will not charge the investor) fees and commissions that may be payable to any such broker-dealers assisting in the offering or sale of interests in the Partnership.
Additional Items	<p><u>Proxy Voting:</u></p> <p>DPC uses reasonable judgment to vote proxies in a manner it determines is in the best interest of its clients. DPC monitors corporate actions of those securities it has purchased on behalf of its clients. Receipt of proxy materials is logged into a proxy control sheet. Proxy votes will generally be submitted electronically but may be submitted by mail. A record of the proxy votes cast will be made and retained by DPC. Clients can obtain information on how the proxies were voted and a detailed description of DPC's policies and procedures regarding proxy voting by requesting such information from the Chief Compliance Officer, Christopher Jones.</p> <p><u>Privacy Policy:</u></p> <p>DPC has adopted a privacy policy that explains the manner in which the Partnership and DPC (collectively, "DPC") collect, utilize and maintain nonpublic personal information about clients and/or investors to the Partnership (collectively, "Clients"), as required under federal legislation.</p> <p>Collection of Information and Disclosure of Nonpublic Personal Information: To provide Clients with superior service, DPC may collect several types of nonpublic personal information about Clients, including:</p> <ul style="list-style-type: none"> · Information from forms that Clients may fill out, such as subscription forms, questionnaires and other information provided by Clients in writing, in person, by telephone, electronically or by any other means. This information includes name, address, nationality, tax identification number, and financial and investment qualifications; · Information Clients may give orally; · Information about transactions within DPC, including account balances, investments and withdrawals; · Information about the amount Clients have invested, such as initial investment and any additions to and withdrawals from a capital account; and · Information about any bank accounts Clients may use for transfers to or from managed accounts.

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

**Schedule F of
FORM ADV
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Applicant:
Diamond Peak Capital, LLC

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Date:
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(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:

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Item of Form (identify)	Answer
Additional Items (Cont'd)	<p>DPC does not sell or rent Client information. DPC uses this information to conduct business with its Clients; to develop or enhance its products and services; to understand the financial needs of its Clients so that DPC can provide such Clients with quality products and superior service; and to protect and administer its Clients' records, accounts and funds. DPC does not disclose nonpublic personal information about its Clients to nonaffiliated third parties or to affiliated entities, except as permitted or required by law. For example, DPC may share nonpublic personal information in the following situations:</p> <ul style="list-style-type: none"> · To service providers in connection with the administration and servicing of DPC accounts, which may include attorneys, accountants, auditors and other professionals. DPC may also share information in connection with the servicing or processing of DPC transactions; · To affiliated companies in order to provide you with ongoing personal advice and assistance with respect to the products and services you have purchased through DPC and to introduce you to other products and services that may be of value to you; · To respond to a subpoena or court order, judicial process or regulatory authorities; · To protect against fraud, unauthorized transactions (such as money laundering), claims or other liabilities; and · Upon consent of a Client to release such information, including authorization to disclose such information to persons acting in a fiduciary or representative capacity on behalf of the Client. <p><u>Trade Error Policy:</u> DPC has internal controls in place to prevent trade errors from occurring. On those occasions when such an error does occur, however, DPC will reasonably determine how to correct the error. Trade errors will be monitored in accordance with DPC's trade error policies. DPC also maintains a record of all trade errors, which includes information about the trade and how the error was corrected.</p>

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