

Clarke Capital Management, Inc.

Supplemental Commodity Advisory Agreement for Notionally-Funded Accounts

THIS SUPPLEMENTAL COMMODITY ADVISORY AGREEMENT FOR NOTIONALLY-FUNDED ACCOUNTS is made and entered into this _____ day of the month and year, _____ by and between CLARKE CAPITAL MANAGEMENT, INC., an Illinois corporation, hereinafter referred to as the "Advisor" and _____, hereinafter referred to as the "Client".

This agreement specifically relates to accounts, which are initially funded at less than the "fully-funded" and recommended minimum, or multiples thereof, for the selected program. The selected program to which this document refers is the:

<u>Program</u>	<u>Account Minimum</u>
<input type="checkbox"/> Orion	\$200,000
<input type="checkbox"/> Global Basic	\$50,000
<input type="checkbox"/> Worldwide Program	\$250,000
<input type="checkbox"/> Global Magnum	\$100,000
<input type="checkbox"/> Millennium	\$1,000,000
<input type="checkbox"/> FX-Plus	\$1,000,000
<input type="checkbox"/> Jupiter	\$3,000,000

This agreement is in addition to the COMMODITY ADVISORY AGREEMENT also made and entered into between the Advisor and the Client.

IT IS AGREED:

1. The Client represents and warrants that he has deposited, or has on deposit with _____, hereinafter called the "Broker", funds and/or securities in the amount of \$ _____, thereby establishing an "Account". The amount of this deposit is _____% of a "fully-funded" account size of \$ _____, or _____ unit(s) for the program as described in the Disclosure Document of the Advisor. The Client on his own accord and not with the recommendation of the Advisor instructs the Advisor to trade the account as if it were established at the aforementioned "fully-funded" amount.

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(continued)

2. The Client acknowledges receipt of the SPECIAL DISCLOSURE FOR NOTIONALLY FUNDED ACCOUNTS. The Client further acknowledges he/she has read and fully understands such special disclosure.

3. THE CLIENT ACKNOWLEDGES THAT PROFITS AS WELL AS LOSSES, AND CONSEQUENTLY RISK, WILL BE GREATER AS MEASURED BY A PERCENTAGE OF ASSETS ACTUALLY DEPOSITED IN HIS/HER ACCOUNT, THAN IN AN ACCOUNT FUNDED AT THE LEVEL RECOMMENDED BY THE ADVISOR.

4. THE CLIENT ACKNOWLEDGES THAT HIS/HER ACCOUNT WILL EXPERIENCE GREATER VOLATILITY AS MEASURED BY RATES OF RETURN ACHIEVED IN RELATION TO ASSETS ACTUALLY DEPOSITED IN HIS/HER ACCOUNT, THAN IN AN ACCOUNT FUNDED AT THE LEVEL RECOMMENDED BY THE ADVISOR.

5. THE CLIENT ACKNOWLEDGES THAT THE AMOUNT OF FUNDS THAT INITIALLY ESTABLISHED THE ACCOUNT IS NOT THE MAXIMUM POSSIBLE LOSS THAT HIS/HER ACCOUNT MAY EXPERIENCE.

6. THE CLIENT ACKNOWLEDGES THAT FEES AND COMMISSIONS AS MEASURED AS A PERCENTAGE OF ASSETS ACTUALLY DEPOSITED WILL BE LARGER THAN IN AN ACCOUNT FUNDED AT THE LEVEL RECOMMENDED BY THE ADVISOR.

7. THE CLIENT ACKNOWLEDGES THAT PERMITTED WITHDRAWALS AND ADDITIONS TO THE ACCOUNT WILL SERVE TO INCREASE OR REDUCE RESPECTIVELY THE LEVEL OF RISK, VOLATILITY, COMMISSIONS AND FEES IN THE ACCOUNT AS MEASURED BY A PERCENTAGE OF ASSETS ACTUALLY DEPOSITED IN HIS/HER ACCOUNT AS COMPARED TO AN ACCOUNT FUNDED AT THE LEVEL RECOMMENDED BY THE ADVISOR.

8. This agreement supersedes all prior SUPPLEMENTAL COMMODITY ADVISORY AGREEMENT FOR NOTIONALLY-FUNDED ACCOUNTS entered into by and between the Advisor and the Client for the specific program indicated in this agreement.

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(continued)

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year written in the first page of this Agreement.

CLARKE CAPITAL MANAGEMENT, INC. BY: _____

Principal of Clarke Capital Management, Inc.

Client(s):

(Print Name)

(Signature)

(Date)

(Print Name)

(Signature)

(Date)

Clarke Capital Management, Inc.

Special Disclosure For Notionally-Funded Accounts

You should request your commodity trading advisor to advise you of the amount of cash or other assets (Actual Funds) which should be deposited to the advisor's trading program for your account to be considered "Fully-Funded". This is the amount upon which the commodity trading advisor will determine the number of contracts traded in your account and should be an amount sufficient to make it unlikely that any further cash deposits would be required from you over the course of your participation in the commodity trading advisor's program.

You are reminded that the account size you have agreed to in writing (the "nominal" or "notional" account size) is not the maximum possible loss that your account may experience.

Regardless of the actual level of funding, each program trades 1 "contract unit" per "nominally funded unit". The nominally funded unit size is the dollar size that the Advisor has determined is the necessary amount to trade one contract unit in a program of CCM. A contract unit is the number of contracts that is to be entered for a particular commodity interest for a signal from a model in a program of CCM. In most cases this is 1 futures or forward contract.

The Trading Level is the number of contract units traded multiplied by the unit size of the program traded. The Nominal Account Value is the total of Gross Ending Equity plus all Notional Funds plus any withdrawals made during the month. Note that the CCM management fee is based upon the Nominal Account Value, not the Trading Level.

For example, a client has instructed CCM to trade 2 units of the Worldwide program (at \$250,000 per unit) and initially deposited \$500,000 in the trading account. At this point, both the Trading Level and Nominal Account Value are \$500,000. In this example, after 1 year of trading, the client's account earned net profits of \$100,000. After one year, the client's Trading Level will remain at \$500,000 (2 units of Worldwide at \$250,000/unit), however the client's Nominal Account Value will be \$600,000 (\$500,000 initial deposit plus \$100,000 of net profits). Note that CCM's management fee will be based upon on the \$600,000 Nominal Account Value.

As trading profits accrue, it is in the client's interest to either increase their Trading Level or to make a cash withdrawal from their trading account in order to keep their Trading Level and Nominal Account Value as equivalent as possible.

You should consult the account statements received from your futures commission merchant in order to determine the actual activity in your account, including profits, losses, and current cash balance. To the extent that the equity in your account is at any time less than the nominal account size you should be aware of the following:

1. Although your gains and losses, fees and commissions measured in dollars, will be the same, they will be greater when expressed as a percentage of account equity.
2. You may receive more frequent and larger margin calls.
3. The disclosures which may accompany the performance table may be used to convert the rate-of-return ("RORs") in the performance table to the corresponding RORs for the particular partial funding levels.

Read and acknowledged by:

(Print Name)

(Signature)

(Date)

(Print Name)

(Signature)

(Date)