

WORLEY FINANCIAL GROUP'S CODE OF ETHICS

This Code of Ethics expresses the policy and procedures of our firm, and is enforced to insure that no one is taking advantage of their position, or even giving the appearance of placing their own interests above that of the accounts, clients, and shareholders we are serving. In this regard, Section 204A of the Investment Advisers Act of 1940 ("Act") requires investment advisers to establish, maintain, and enforce policies designed to prevent the misuse of nonpublic information by the investment adviser and its associated persons. Moreover, Section 206 of the Act, among other things, prohibits investment advisers from engaging in any device, scheme, or artifice to defraud any existing or prospective client.

In compliance with Sections 204A and 206 of the Act, this Code of Ethics contains provisions reasonably necessary to eliminate the possibility of conduct constituting the misuse of nonpublic information and/or fraud against any existing or prospective client. As more specifically detailed below, this Code prohibits all associated persons from trading in any securities listed on the Restricted Trading List without prior written approval. The following definitions apply as used herein:

The term "account" shall mean any advisory client of Worley Financial Group, Inc. or its affiliated companies or subsidiaries.

The term "Security" means any note, stock, treasury stock, bond, debenture, evidence of indebtedness, certificate of interest, option or participation in any profit-sharing agreement, collateral-trust certificate, pre-organization certificate or subscription, transferable share, investment contract, voting-trust certificate, certificate of deposit for a security, fractional undivided interest in oil, gas, or other mineral rights, or, in general, any interest or instrument commonly known as a "security", or any certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing; provided, however, that "security" shall not mean securities issued by the government of the United States, bankers' acceptances, bank certificates of deposit, commercial paper, shares of registered open-end investment companies, variable annuity contracts and variable life insurance policies.

"Beneficial ownership" shall be interpreted in the same manner, as it would be in determining whether a person is subject to the provisions of Section 16 of the Securities Exchange Act of 1934 and the rules and regulations thereunder. For a further explanation of "beneficial ownership", see Exhibit A.

"Associated person," means any officer, director, advisor or employee of Worley Financial Group, Inc. or its affiliates.

- A. Responsibility.** It is expected that all supervisory personnel, access persons, solicitors, and employees conduct business with the highest level of ethical standards keeping in mind at all time WFG's fiduciary duties to its clients. The CCO will be responsible for having each employee sign a written acknowledgement that they have read this entire Compliance Manual and any amendments thereto. A copy of such receipt will be kept in the supervised/access persons employment file. Furthermore, the CCO will be responsible for maintaining and enforcing WFG's policies and recording any violation and any actions taken as a result of any violation, and reporting any violation to senior management of the WFG.
- B. Duty to Clients.** WFG has a duty to exercise its authority and responsibility for the benefit of its clients, to place the interests of its clients first, and to refrain from having outside interests that conflict with the interests of its clients. WFG is committed to avoid any circumstances that might adversely affect, or appear to affect, its duty of complete loyalty to its clients.
- C. Privacy of Client Financial Information.** WFG will not disclose any nonpublic personal information about a Client to any nonaffiliated third party unless the Client expressly gives permission to WFG to do so. The Client in writing or verbally in person or on the phone must grant such permission, or denial of permission, to WFG. A copy of the permission/denial document will be kept in the Client file.
- D. Prohibited Acts.** WFG or any of its supervised persons, access persons or employees will not;
 - a. employ any device, scheme or artifice to defraud;
 - b. make any untrue statement of a material fact;
 - c. omit to state a material fact necessary in order to make a statement, in light of the circumstances under which it is made, not misleading;
 - d. engage in any fraudulent or deceitful act, practice or course of business; or,
 - e. engage in any manipulative practices.
- E. Conflicts of Interest.** WFG has a duty to disclose potential and actual conflicts of interest to their clients. All supervised persons, access persons and solicitors have a duty to report potential and actual conflicts of interest to the CCO. Gifts (other than de minimis gifts, which are usually defined as having a value under \$100.00) should not be accepted from persons or entities doing business with WFG.

- F. Use of Disclaimers.** WFG shall not attempt to limit liability for willful misconduct or gross negligence through the use of disclaimers.
- G. Suitability.** WFG shall only recommend those investments that it has a reasonable basis for believing are suitable for a client, based upon the client's particular situation and circumstances. In addition, clients should be instructed to immediately notify WFG of any significant changes in their situation or circumstances so that WFG can respond appropriately.
- H. Duty to Supervise.** *Advisers Act Section 203(e)(5)* The CCO is responsible for ensuring adequate supervision over the activities of all persons who act on WFG's behalf. Specific duties include, but are not limited to:
- establishing procedures that could be reasonably expected to prevent and detect violations of the law by its advisory personnel;
 - analyzing its operations and creating a system of controls to ensure compliance with applicable securities laws;
 - ensuring that all advisory personnel fully understand WFG's policies and procedures; and,
 - establishing an annual review system designed to provide reasonable assurance that WFG's company's policies and procedures are effective and are being followed.
- I. Personal Securities Transactions.** WFG's policies and procedures governing personal security transactions are covered in Section XIII of this manual. ACCESS EMPLOYEES AS OF 04/22/08:

GRACE M. WORLEY, CFP®	PRESIDENT
BONNIE J. STRUCK, CMFC®	CHIEF COMPLIANCE OFFICER INVESTMENT SERVICES MANAGER
JULI ERHART-GRAVES, CFP®	VICE PRESIDENT STAFF FINANCIAL PLANNER
KYLENE HARWOOD	CLIENT SERVICES REPRESENTATIVE
ELIZABETH BAIERWALTER	CLIENT SERVICES REPRESENTATIVE
RANA KORY	BOOKKEEPER

EXHIBIT A

“Beneficial ownership of a security” includes securities held by:

- Your spouse, minor children or relatives who share the same house with you;
- an estate for your benefit;
- a trust, of which (i) you are a trustee or you or members of your immediate family have a vested interest in the income or corpus of the trust, or (ii) you own a vested beneficial interest, or (iii) you are the settlor and you have the power to revoke the trust without the consent of all the beneficiaries;
- a partnership in which you are a partner;
- a corporation (other than with respect to treasury shares of the corporation) of which you are an officer, director or 10% stockholder;
- any other person if, by reason of contract, understanding, relationship, agreement or other arrangement, you obtain there from benefits substantially equivalent to those of ownership; or
- your spouse or minor children or any other person, if, even though you do not obtain there from the above mentioned benefits of ownership, you can vest or re-vest title in yourself at once or at some future time.

A beneficial owner of a security also includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, has or shares voting power and/or investment power with respect to such security. Voting power includes the power to vote, or to direct the voting of such security, and investment power includes the power to dispose, or to direct the disposition of such security. A person is the beneficial owner of a security if he or she has the right to acquire beneficial ownership of such security at any time within sixty days.