



Development & Growth Financial Group LLC
Diversified Evergreen Fund

INVESTOR SUITABILITY QUESTIONNAIRE

2024

Investor Suitability Statements and Questionnaire

The suitability information appearing in the following pages is incorporated by this reference into the Subscription Agreement and is represented and warranted by you to the Fund to be true, correct, and complete pursuant to Section 8 of this Subscription Agreement:

The two suitable investors are “Qualified Clients” and “Accredited Investors.” Please complete the appropriate section for you and return it to the Company for review. Thank you.

A “Qualified Client” (“QC”) is an individual or entity that meets **any** of the following criteria:

- has \$1.1M or more of assets under management with the investment adviser after the investment in the fund
- has a net worth of \$2.2M prior to the investment in the fund (excluding the value of the investor's primary residence)
- is an officer or director of the fund manager or is an employee who participates in the investment activities of the investment adviser and has been doing so for 12 months
- **Note**, if the individual/entity meets the qualifications for a Qualified *Purchaser*, then by definition such individual/entity will also be a Qualified Client. A Qualified Client does not, by itself, mean the individual/entity meets the criteria for a Qualified Purchaser.

FOR QUALIFIED CLIENTS

Verification of Status as a “Qualified Client” under Rule 205-3 promulgated under the Investment Advisers Act of 1940 (Advisers Act).

Please Provide that the Individual or Entity meets the following criteria:

- has \$1.1M or more of assets under management with the investment adviser after the investment in the fund
- has a net worth of \$2.2M prior to the investment in the fund (excluding the value of the investor's primary residence)
- is an officer or director of the fund manager or is an employee who participates in the investment activities of the investment adviser and has been doing so for 12 months

Note that if the individual/entity meets the qualifications for a Qualified Purchaser, then by definition, such individual/entity will also be a Qualified Client.

- The inverse is *not* true. A Qualified Client does not, by itself, mean the individual/entity meets the criteria for a Qualified Purchaser
- To obtain verification of an investor’s status as a “Qualified Client,” we will either (a) engage an independent third-party verification provider (such as www.verifyinvestor.com) to perform such verifications or (b) utilize other verification methods, pursuant to SEC regulations. Such independent third-party verification providers may contact you directly, and you must promptly work with the verification provider to complete the verification process. The Fund will pay the cost of such verification.
- Please contact the Manager of the Fund to receive detailed information on verification as a “Qualified Client” and to receive the necessary documentation required to complete the registration process and to invest in the Fund

Manager: Barton Lord (561) 314-8593

FOR INDIVIDUALS

Verification of Status as “Accredited Investor” under Regulation D.

A. Please provide:

1. If you initial box 1 below verification on net worth, one or more of the following specific types of documentation dated within the prior three months: bank statements, brokerage statements, certificates of deposit, tax assessments or a credit report from at least one of the nationwide consumer reporting agencies;
2. If you initial box 2 below, a copy of any Internal Revenue Service form that reports income, such as Form W-2, Form 1099, Schedule K-1 of Form 1065, and a filed Form 1040; or
3. In lieu of 1 or 2 above, a written confirmation from a registered broker-dealer, an SEC-registered investment adviser, a licensed attorney or a certified public accountant stating
4. that such Person has taken reasonable steps to verify that you are an accredited investor within the last three months and has determined that you are an accredited investor;

B. INITIAL TO INDICATE IF THE STATEMENT IS TRUE OR FALSE, OR COMPLETE THE STATEMENT AS APPROPRIATE. YOU MUST RESPOND TO EACH STATEMENT.

1. _____
True False

You are a natural Person (individual) whose own net worth, taken together with the net worth of your spouse, exceeds \$1,000,000. Net worth for this purpose means total assets (excluding your primary residence¹) in excess of total liabilities.

2. _____
True False

You are a natural Person (individual) who had an individual income in excess of \$200,000 in each of the two previous years, or joint income with your spouse in excess of \$300,000 in each of those years, and who reasonably expects to reach the same income level in the current year.

3. _____
True False

You are an executive officer of the Fund or a manager or executive officer of the Manager of the Fund.

For purposes of this question, “excluding your personal residence” means:
Your primary residence shall not be included as an asset;

(A) Indebtedness that is secured by your primary residence, up to the estimated fair market value of your primary residence at the time of your subscription, shall not be included as a liability (except that if the amount of such indebtedness outstanding at the time of your subscription exceeds the amount outstanding 60 days before such time, other than as a result of the acquisition of your primary residence, the amount of such excess shall be included as a liability); and

(B) Indebtedness that is secured by your primary residence in excess of the estimated fair market value of the primary residence at the time of the sale of securities shall be included as a liability.

4. _____
True False You have such knowledge and experience in financial and business matters that you are capable of evaluating the merits and risks of investing in the Units.
5. _____
True False You are investing as an individual retirement account (“IRA”) of which you are the beneficiary and responsible for directing the investment of the IRA.

Disclosure of Foreign Citizenship.

1. _____
True False You are a citizen of the United States.

If the answer to the preceding question is false, specify the country of which you are a citizen:

2. _____
True False You have such knowledge and experience in financial and business matters that you are capable of evaluating the merits and risks of investing in the Units.

FOR ENTITIES OTHER THAN INDIVIDUALS

Verification of Status as “Accredited Investor” under Regulation D.

INITIAL TO INDICATE IF THE STATEMENT IS TRUE OR FALSE, OR COMPLETE THE STATEMENT AS APPROPRIATE. YOU MUST RESPOND TO EACH STATEMENT

The Manager may require additional documentation to verify your status as an accredited investor.

1. _____
True False
You are (i) a bank, or any savings and loan association or other institution acting in its individual or fiduciary capacity; (ii) a broker dealer; (iii) an insurance company; (iv) an investment company or a business development company under the Investment Company Act of 1940; (v) a Small Business Investment Company licensed by the U.S. Small Business Administration; (vi) an employee benefit plan whose investment decision is being made by a plan fiduciary, which is either a bank, savings and loan association, insurance company or registered investment adviser, or an employee benefit plan whose total assets are in excess of \$5,000,000 or a self-directed employee benefit plan whose investment decisions are made solely by Persons that are accredited investors; or (vii) a plan established and maintained by a state of the United States, its political subdivisions, or any agency or instrumentality of a state of the United States or its political subdivisions, for the benefit of its employees that has total assets in excess of \$5,000,000.

2. _____
True False
You are a private business development company as defined in Section 202 (a) (22) of the Investment Advisors Act of 1940.

3. _____
True False
You are (i) an organization described in Section 501(c)(3) of the Internal Revenue Code, (ii) a corporation, (iii) a Massachusetts or similar business trust, or (iv) a partnership or limited liability company, in each case not formed for the specific purpose of acquiring the securities offered and in each case with total assets in excess of \$5,000,000.

4. _____
True False
You are an entity as to which all the equity owners are accredited investors (*If questions 1-3 above and question 5 below have been initialed “false,” then have each equity owner fill out a suitability questionnaire*).

5. _____
True False
You are a trust, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5,000,000 and whose purchase is directed by a sophisticated Person.

6. _____
True False

You (i) were not formed, and (ii) are not being utilized, primarily for the purpose of making an investment in the Fund (and investment in this Fund does not exceed 40% of the aggregate capital committed to you by your partners, shareholders or others).

7. _____
True False

You are, or are acting on behalf of, (i) an employee benefit plan within the meaning of Section 3(3) of ERISA, whether or not such plan is subject to ERISA, (ii) a plan described in Section 4975(e)(1) of the Code or (iii) an entity which is deemed to hold the assets of any such employee benefit plan pursuant to 29 C.F.R. § 2510.3-101. For example, a plan which is maintained by a foreign corporation, governmental entity or church, a Keogh plan covering no common-law employees and an individual retirement account are employee benefit plans within the meaning of Section 3(3) of ERISA but generally are not subject to ERISA (collectively, "Non-ERISA Plans"). In general, a foreign or U.S. entity which is not an operating company and which is not publicly traded or registered as an investment company under the Investment Company Act and in which 25% or more of the value of any class of equity interests is held by employee pension or welfare plans (including an entity which is deemed to hold the assets of any such plan), would be deemed to hold the assets of one or more employee benefit plans pursuant to 29 C.F.R. § 2510.3-101. However, if only Non-ERISA Plans were invested in such an entity, the entity generally would not be subject to ERISA. For purposes of determining whether this 25% threshold has been met or exceeded, the value of any equity interests held by a Person (other than such a plan or entity) who has discretionary authority or control with respect to the assets of the entity, or any Person who provides investment advice for a fee (direct or indirect) with respect to such assets, or any affiliates of such Person, is disregarded.

8. _____
True False

You are, or are acting on behalf of, such an employee benefit plan, that is subject to ERISA or a plan described in Section 4975(e)(1) of the Code, or are an entity deemed to hold the assets of any such plan or plans (i.e., you are subject to ERISA).

9. _____
True False

You are a U.S. pension trust or governmental plan qualified under Section 401(a) of the Code or a U.S. tax-exempt organization qualified under Section 501(c)(3) of the Code.

10. _____
True False

You are acting on behalf of an insurance company general account and any part of the general account represents interests that may be deemed to be assets of benefit plan investors under applicable law.

Disclosure of Foreign Ownership.

1. _____
True False

You are an entity organized under the laws of a jurisdiction other than those of the United States or any state, territory or possession of the United States.

2. _____
True False

You are a corporation of which, in the aggregate, more than one-fourth of the capital stock is owned of record or voted by foreign citizens, foreign entities, foreign corporations or foreign partnerships.

3. _____
True False

You are a general or limited partnership of which any general or limited partner is a foreign citizen, foreign entity, foreign government, foreign corporation or foreign partnership.

4. _____
True False

You are a representative of, or entity controlled by, any of the entities listed in items 1 through 3 above.

If you answered true to any of questions 1 through 4, what is the percentage of:

Your aggregate capital commitment that will be contributed directly or indirectly by any Person listed in items 1 through 4 above? ___%

for a pension fund, your non-U.S. beneficiaries? _____%

for a corporation, your direct and indirect foreign ownership _____%

for a trust, your foreign beneficial interest? _____%

for a partnership or limited liability company, your direct and indirect foreign ownership? _____%

***CUSTODIAN APPROVAL FOR AN IRA ACCOUNT: By signing below, the undersigned, a qualified IRA custodian, is consenting to the IRA account being invested in the Units and is executing this Subscription Agreement at the direction of the Subscriber:**

Name of Custodian: _____

Signature of Custodian Representative: _____

Name and title of Custodian Representative: _____

FUND ACCEPTANCE OF SUBSCRIPTION: The undersigned hereby accepts the foregoing Subscription Agreement for Development & Growth Financial Group LLC Diversified Evergreen Fund and subject to delivery of payment and other documents to be delivered by the Subscriber, agrees that the Subscriber shall become a Limited Member of the Fund as of the Effective Date.

**Accepted: Development & Growth Financial Group LLC Diversified
Evergreen Fund**

By: Trinity Advisory Partners LLC

By: _____
Name: _____ Date _____

Title:

**Development & Growth Financial Group
LLC Diversified Evergreen Fund**

Signature Page - Entities

The undersigned, desiring to become a Limited Member of Development & Growth Financial Group LLC Diversified Evergreen Fund, by executing this Signature Page, hereby (a) executes, adopts, and agrees to all the terms, conditions, and representations set forth in the undersigned's Subscription Agreement and the Operating Agreement of the Fund, and (b) reaffirms the Power of Attorney set forth in Section 2 of the Subscription Agreement.

Dollar amount of Capital Commitment: \$ _____

Date: _____ 20 ____

If Subscriber is an entity, an authorized individual signs below:

Print Name of Entity

Type of Entity

Tax Identification Number

Signature

Print Name

Title or Capacity

Entity/Trustee Information:

Address: _____

Mailing Address, if different: _____

Home No.: _____ Work No.: _____

Mobile No.: _____ Fax No.: _____

Email: _____ Addl Email: _____

FUND ACCEPTANCE OF SUBSCRIPTION: The undersigned Manager hereby accepts the foregoing Subscription Agreement for Development & Growth Financial Group LLC Diversified Evergreen Fund and subject to delivery of payment and other documents to be delivered by the Subscriber, agrees that the Subscriber shall become a Limited Member of the Fund as of the Effective Date.

Accepted: Development & Growth Financial Group LLC Diversified Evergreen Fund

By: Trinity Advisory Partners LLC

By: _____
Name Date

Title