

EXHIBIT D

Solicitor's Disclosure Statement

This statement is being provided to describe the relationship between Genesis Marketing Group, Inc. (*Genesis*) and Texas Institutional Investment Management, LLC (*Manager*).

1. **Genesis Marketing Group, Inc.**, Solicitor, is an Illinois corporation that has been authorized to solicit prospective clients for the asset management services offered by Manager.
2. **Texas Institutional Investment Management, LLC** is a Texas limited liability company that is registered to provide asset management services in the state of Texas and is registered or licensed in all other states where its activities require it to be so registered or licensed.
3. Genesis and Manager have signed a written contract, under which Genesis has agreed to provide marketing services on behalf of Manager. Those services include identifying, soliciting and referring to Manager, prospective clients who may be interested in the asset management services of Manager. Genesis is not affiliated with, and has no relationship with Manager other than the relationship created by the contract between Genesis and Manager.
4. Manager has agreed to pay Genesis for the marketing services provided by Genesis as follows:
 - An annual retainer fee equal to \$0, payable in equal monthly payments at the beginning of each month, which may be increased in the future based on a number of factors, including the services provided by Genesis and the increase in the assets under management by Manager obtained through Genesis.
 - A share of all fees that Manager collects from each client referred by Genesis to Manager equal to 35% of such fees for as long as the client has assets under management by Manager.

Genesis and Manager have also agreed to indemnify each other for certain liabilities in connection with the services of Genesis.

5. The fees paid to Genesis by Manager are not charged back to clients who have been referred to Manager by Genesis. Referred clients pay the same fees to Manager as they would had they not been referred by Genesis.

Acknowledgment of Receipt

The undersigned, on behalf of the Prospective Client named below, hereby acknowledges that it has received the Form ADV Part 2A and applicable Parts 2B for Manager, Form ADV Part 2A and applicable Parts 2B for Genesis, and this Solicitor's Disclosure Statement.

Name of Client: _____

Signature _____ Date _____

Print Name and Title: _____