



BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

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Firm Brochure

(Part 2A of Form ADV)

June 8, 2012

This brochure provides information about the qualifications and business practices of BOULDER WEALTH MANAGEMENT, LLC. (doing business as Boulder Investment Group). If you have any questions about the contents of this brochure, please contact us at: (913) 944-4600, or by email at: Paul.Wiederholt@lpl.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Additional information about Boulder Wealth Management, LLC is available on the SEC website at www.adviserinfo.sec.gov.

Material Changes (Item 2)

Annual Update

The Material Changes section of this brochure will be updated annually with material changes that have occurred since the previous release of the Firm Brochure.

Material Changes since the Last Update

As required by the Dodd–Frank Wall Street Reform and Consumer Protection Act mid-sized investment advisory firms (firms with Assets Under Management between \$25 Million and \$99 Million) must change their primary regulatory authority from the United States Securities and Exchange Commission to the individual States. Due to this regulatory change Boulder Wealth Management, LLC is now filing for registration with the States of Kansas, Nebraska, Texas and Missouri.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: (913) 944-4600 or by email at: Paul.Wiederholt@lpl.com.

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Advisory Business (Item 4)

Firm Description

Boulder Wealth Management, LLC, doing business as Boulder Investment Group (“BWM”) was founded in 2008.

BWM provides personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, insurance review, investment management, education funding, and retirement planning.

BWM is an investment management and financial planning firm. The firm does not receive commissions for purchasing or selling annuities, stocks, bonds, mutual funds, or limited partnerships.

BWM does not act as a custodian of client assets. The client always maintains asset control. BWM places trades for clients under a limited power of attorney.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

Principal Owners

Paul G. Wiederholt is a 100% stockholder of BWM.

Types of Advisory Services

The primary advisory service offered by BWM is investment supervision of assets (i.e. “asset management”). BWM also manages investment advisory accounts not involving investment supervisory services; and furnishes investment advice through consultations including advisory services for assets held by individuals in company retirement plans.

As of December 31, 2011, BWM manages approximately \$60,895,430 in assets in approximately 400 client accounts. Approximately \$60,895,430 is managed on a discretionary basis, and \$0 is managed on a non-discretionary basis.

Tailored Relationships

BWM advisory services are tailored to the individual needs of clients. Client goals and objectives are clarified in meetings and are used to determine the course of action for each individual client. Clients may impose restrictions on investing in certain securities or types of securities.

Assignment of Agreements

Agreements may not be assigned without client consent.

Types of Agreements

The following agreements define the typical client relationships:

Investment Management Services

BWM provides investment advisory services to its clients on a discretionary and non-discretionary basis. The advisory services include, among other things, providing advice regarding asset allocation and the selection of investments. BWM works with the client to establish investment goals, outline investment strategies, and define the investment parameters based on information clients provide and the data that BWM has gathered regarding the client's investment objectives, personal and financial status, and risk profile.

Limits Advice to Certain Types of Investments

BWM primarily uses a strategic asset allocation approach to portfolio management. This is a proportional combination of assets using long term rates of return for each asset class. Client portfolios are periodically rebalanced to the original mix. Mutual funds form the core portfolio holdings, and individual stocks, bonds, ETFs, and private REITs round out clients' portfolios.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Stocks and bonds may be purchased or sold through a brokerage account when appropriate. The brokerage firm charges a fee for stock and bond trades. BWM does not receive any compensation, in any form, from fund companies.

Initial public offerings (IPOs) are not available through BWM.

BWM primarily recommends Mutual funds and although we generally provide advice only on the products previously listed, we reserve the right to offer advice on any investment product that may be suitable for each client's specific circumstances, needs, goals and objectives.

Different mutual fund categories have different risk characteristics and investors should not compare different categories. For example, a bond fund and a stock fund that both have below average risk still have different risk/return potential (stock funds traditionally have higher risk/return potential). Risks are based on the investments held in the fund. For example, a bond fund faces interest rate risk and income risk and income is affected by the change in interest rates. A sector fund (investing in a single industry) is at risk that its price will decline due to industry developments. The following are some risks to consider when investing in mutual funds:

- **Call Risk:** A bond issuer may redeem high-yield bonds before maturity date due to falling interest rates.
- **Default Risk:** A bond issuer may fail to repay interest and principal.
- **Income Risk:** Dividends in a fixed income fund may decline due to falling interest rates.
- **Geology Risk:** Political events, natural disasters or financial problems may weaken a country or state's economy and cause investments to decline.
- **Industry Risk:** Stocks in a single industry may decline due to developments in that industry.
- **Inflation Risk:** Increases in the cost of living can reduce or eliminate a fund's actual returns when adjusted for inflation.
- **Manager Risk:** A manager may not execute the fund's investment strategy in a timely or effective manner.

When providing asset management services, BWM typically constructs each client's account holdings using Mutual funds to build diversified portfolios. We may modify our investment strategy to accommodate special situations such as low basis stock, stock options, legacy holdings, inheritances, closely held businesses, collectibles, or special tax situations.

You have the ability to place reasonable restrictions on the types of investments that may be purchased in your account.

(Please refer to Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for more information.)

Financial Planning Agreement

BWM provides financial planning, consulting and plan update services to individuals and businesses. BWM may also provide non-securities advice on topics that may include but are not limited to business, retirement, estate, budgetary, college, personal and business tax planning.

Third Party Advisory Referrals

BWM has entered into agreements with various third-party advisers. Under these agreements, BWM offers clients various types of programs sponsored by these advisers. All third-party investment advisers to whom BWM will refer clients will be licensed as investment advisers by their resident state and any applicable jurisdictions or registered investment advisers with the Securities and Exchange Commission.

After gathering information about a client's financial situation and investment objectives, BWM will assist the client in selecting a particular third-party program.

BWM receives compensation pursuant to its agreements with these third-party advisers for introducing clients to these third-party advisers and for certain ongoing services provided to clients.

This compensation is disclosed to the client in a separate disclosure document and is typically equal to a percentage of the investment advisory fee charged by that third-party adviser or a fixed fee. The disclosure document provided by BWM will clearly state the fees payable to BWM and the impact to the overall fees due to these payments.

Since compensation that BWM receives may differ depending on the agreement with each third-party adviser, BWM may have an incentive to recommend one third-party adviser over another, if the compensation arrangements are more favorable. The fee paid to BWM by the third-party adviser is not negotiable under most circumstances.

Fees paid by clients to independent third-parties are established and payable in accordance with the Form ADV Part 2 or other equivalent disclosure document of each independent third-party adviser to whom BWM refers its clients, and may or may not be negotiable, as disclosed in the disclosure documents of the third-party adviser.

Clients who are referred to third-party investment advisers will receive full disclosure, including services rendered and fee schedules, at the time of the referral, by delivery of a copy of the relevant third-party adviser's Form ADV Part 2 or equivalent disclosure document at the same time as the Form ADV Part 2 or equivalent disclosure document of BWM.

In addition, if the investment program recommended to a client is a wrap fee program the client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program. BWM will provide to each client all appropriate disclosure statements, including disclosure of solicitation fees to BWM and its advisory associates.

Tax Preparation

BWM does not offer tax preparation services.

Hourly Planning Engagements

BWM provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$250.

Termination of Agreement

Client will have a period of five (5) business days from the date of signing this Agreement to unconditionally rescind the Agreement and receive a full refund of all fees. Thereafter, either party may terminate this Agreement by providing the other party with thirty (30) days written notice, except that during the initial three months of the Agreement, the initial fees charged will not be refunded. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the Client. Fees will be prorated based on the date that assets

transfer out of the BWM account(s). Termination of this Agreement shall not, in any case, affect or preclude the consummation of any prior transaction.

Fees and Compensation (Item 5)

Description

BWM bases its fees on a percentage of assets under management, hourly charges, or fixed fees.

Management fees are paid quarterly in advance and may be negotiable at the sole discretion of BWM. Fees are due on the first day of the calendar quarter, and may be billed directly to the client or deducted from the advisory account. Fees are based on the account's asset value as of the last business day of the calendar quarter with adjustments for deposits or withdrawals during the prior quarter. The Adviser charges a minimum annual fee of \$1,500. Annualized fees are as follows:

<u>From</u>	<u>To</u>	<u>Per Year</u>
\$ 100,000	\$ 249,999	1.50%
\$ 250,000	\$ 999,999	1.00%
\$1,000,000	\$1,999,999	0.90%
\$2,000,000	\$2,999,999	0.80%
\$3,000,000	\$3,999,999	0.70%
\$4,000,000	\$4,999,999	0.65%
Over \$5,000,000		0.60%

BWM, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, etc.).

An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days written notice.

Fee Billing

Investment management fees are billed quarterly, in advance, meaning that we invoice you at the beginning of each three-month billing period. Payment in full is expected upon invoice presentation. Fees are usually deducted from a designated client account to facilitate billing.

Financial Planning Fees

BWM charges a fixed fee or an hourly fee for planning and consulting services. Clients are billed at the rate of up to \$250 an hour or a fixed fee up to \$1,000 based on the range and complexity of the services being provided. The minimum fee is \$250 and is negotiable.

Hourly and fixed fees are due and payable upon completion of the plan or services.

If clients elect to implement recommendations made in a financial plan, their accounts may incur transaction costs, retirement plan administration fees, and other mutual fund annual expenses. These fees are in addition to and separate from planning and consulting fees.

Clients will have a period of five (5) business days from the date of signing an agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, clients may terminate an agreement by providing BWM with written notice prior to delivery of the plan or completion of the service. BWM may terminate an agreement by providing written notice to clients. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

Other Fees

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. Custodians may charge accounts for various transaction costs, retirement plan and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12 (b)(1) fees and other mutual fund annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to BWM.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

Termination of Agreement

Client will have a period of five (5) business days from the date of signing this Agreement to unconditionally rescind the Agreement and receive a full refund of all fees. Thereafter, either party may terminate this Agreement by providing the other party with thirty (30) days written notice, except that during the initial three months of the Agreement, the initial fees charged will not be refunded. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the Client. Fees will be prorated based on the date that assets transfer out of the BWM account(s). Termination of this Agreement shall not, in any case, affect or preclude the consummation of any prior transaction.

Other Fee Terms for Financial Planning & Consulting Services

Clients are under no obligation to act on the financial planning recommendations of BWM. Please refer to Item 12 for a complete disclosure of BWM's Brokerage Practices.

You have the option to pay investment advisory fees by check or automatic deduction from an existing investment account. If you choose to pay your investment advisory fees by automatic deduction from an existing investment account, you are required to provide the qualified custodian with written authorization to do so.

You should notify BWM within ten (10) days of receipt of an invoice if you are concerned about or dispute any billing entry.

To the extent BWM engages an outside professional (i.e. attorney, independent investment adviser or accountant) while providing financial planning and consulting services to you, BWM will be responsible for the payment of the fees for the services of such an outside professional, and you will not be required to reimburse BWM for such payments. To the extent that you personally engage such an outside professional, you will be responsible for the payment of the fees for the services of such an outside professional, and BWM will not be required to reimburse Client for such payments. Fees for the services of an outside professional (i.e. attorney, independent investment adviser or accountant) will be in addition to and separate from the fees charged by BWM, and you will be responsible for the payment of the fees for the services of such an outside professional. In no event will the services of an outside professional be engaged without your express approval.

All fees paid to BWM for services are separate and distinct from the commissions, fees and expenses charged by insurance companies associated with any disability insurance, life insurance and annuities subsequently acquired by you. If you sell or liquidate certain existing securities positions to acquire any insurance or annuity, you may also pay incur a commission and/or deferred sales charges in addition to the financial planning and consulting fees paid to BWM and any commissions, fees and expenses charged by the insurance company for subsequently acquired insurance and/or annuities.

If you elect to have your investment adviser representative, in his or her separate capacity as an insurance agent, implement the recommendations of BWM, your investment adviser representative at his or her discretion may waive or reduce the investment advisory fee charged for these services by the amount of the commissions received by your investment adviser representative as an insurance agent. Any reduction of the investment advisory fee will not exceed 100% of the commission received.

All fees paid to BWM for these services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each mutual fund's prospectus. These fees will generally include a management fee, other fund expenses and a possible distribution fee. If the fund also imposes sales charges, you may pay an initial or deferred sales charge.

If you retain BWM to implement the recommendations provided under this service, BWM may recommend load or no-load mutual funds that charge you 12(b)-1 fees. Your investment adviser representative may receive a portion of these 12(b)-1 fees in his or her separate capacity as a registered representative of a securities broker-dealer. The receipt of 12(b)-1 fees could represent an incentive for BWM or your investment adviser representative to recommend mutual funds with 12(b)-1 fees or higher 12(b)-1 fees over mutual funds with no 12(b)-1 fees or lower 12(b)-1 fees and therefore creates a conflict of interest.

All fees paid to BWM for financial planning and consulting services are separate and distinct from the commissions charged by a broker-dealer or asset management fees charged by an investment adviser to implement such recommendations.

If you elect to have your investment adviser representative, in his or her separate capacity as a registered representative, implement the recommendations of BWM, your investment adviser representative at his or her discretion may waive or reduce the investment advisory fee charged for this service by the amount of the commissions received as a registered representative. Any reduction of the investment advisory fee will not exceed 100% of the commission received.

If you elect to implement the recommendations of BWM through our other investment advisory programs, BWM may waive or reduce a portion of the investment advisory fees for such investment advisory program. Any reduction will be at the discretion of your investment adviser representative and disclosed to Client prior to contracting for additional investment advisory services.

It should be noted that lower fees for comparable services may be available from other sources.

Performance-Based Fees (Item 6)

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities. BWM does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Types of Clients (Item 7)

Description

BWM generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations, corporations or business entities. Client relationships vary in scope and length of service.

Account Minimums

The minimum account size is \$100,000 of assets under management, which equates to an annual fee of \$1,500. BWM has the discretion to waive the account minimum. Accounts of less than \$100,000 may be set up when the client and the advisor anticipate the client will add additional funds to the accounts within a reasonable time. Other exceptions will apply to employees of BWM and their relatives, or relatives of existing clients.

Methods of Analysis, Investment Strategies and Risk of Loss (Item 8)

Methods of Analysis

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that BWM may use include Morningstar mutual fund information, Morningstar stock information, LPL Research, and the World Wide Web.

Investment Strategies

The primary investment strategy used on client accounts is strategic asset allocation utilizing a core and satellite approach. This means that we use primarily mutual funds and ETFs as the core investments, and then add other types of investments to meet specific client objectives.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time.

Other strategies may include long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies).

Primarily Recommend One Type of Security

BWM primarily recommends Mutual funds including Exchange Traded Funds.

Different mutual fund categories have different risk characteristics and investors should not compare different categories. For example, a bond fund and a stock fund that both have below average risk still have different risk/return potential (stock funds traditionally have higher risk/return potential). Risks are based on the investments

held in the fund. For example, a bond fund faces interest rate risk and income risk and income is affected by the change in interest rates. A sector fund (investing in a single industry) is at risk that its price will decline due to industry developments. The following are some risks to consider when investing in mutual funds:

- **Call Risk:** A bond issuer may redeem high-yield bonds before maturity date due to falling interest rates.
- **Default Risk:** A bond issuer may fail to repay interest and principal.
- **Income Risk:** Dividends in a fixed income fund may decline due to falling interest rates.
- **Geology Risk:** Political events, natural disasters or financial problems may weaken a country or state's economy and cause investments to decline.
- **Industry Risk:** Stocks in a single industry may decline due to developments in that industry.
- **Inflation Risk:** Increases in the cost of living can reduce or eliminate a fund's actual returns when adjusted for inflation.
- **Manager Risk:** A manager may not execute the fund's investment strategy in a timely or effective manner.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind.

Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Disciplinary Information (Item 9)

Legal and Disciplinary

BWM is required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of BWM or the integrity of BWM's management. While BWM does not believe that the information is material the firm did agree to a 04/20/2010 Consent Order issued by the State of Missouri in which the firm was prohibited from engaging in any activity that would violate the Missouri Securities Act and the imposition of a \$5,000 fine for conducting investment advisory activity in the state prior to being properly registered or exempt from registration.

The advisors of BWM have not been involved in any legal or disciplinary events related to past or present investment clients.

Other Financial Industry Activities and Affiliations (Item 10)

BWM is **not** and does **not** have a related person that is a broker/dealer, municipal securities dealer, government securities dealer or broker, an investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund), another investment adviser or financial planner, a futures commission merchant, commodity pool operator, or commodity trading advisor, a banking or thrift institution, an accountant or accounting firm, a lawyer or law firm, an insurance company or agency, a pension consultant, a real estate broker or dealer, and a sponsor or syndicator of limited partnerships.

We are an independent registered investment registered advisor and only provide investment advisory services. We are not engaged in any other business activities and offer no other services except those described in this Disclosure Brochure. However, while we do not sell products or services other than investment advice, our representatives may sell other products or provide services outside of their role as investment advisor representatives with us.

Registered Representative of a Broker-Dealer

Our representatives are also registered representatives of LPL Financial, a securities broker-dealer. You may work with your investment adviser representative in his or her separate capacity as a registered representative of LPL Financial. When acting in his or her separate capacity as a registered representative, your investment adviser representative may sell, for commissions, general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to you. As such, your investment adviser representative may suggest that you implement investment advice by purchasing securities products through a commission-based brokerage account in addition to or in lieu of a fee-based investment-advisory account. This receipt of commissions creates an incentive to recommend those products for which your investment adviser representative will receive a commission in his or her separate capacity as a registered representative of a securities broker-dealer. Consequently, the objectivity of the advice rendered to you could be biased.

You are under no obligation to use the services of our representatives in this separate capacity or to use LPL Financial and can select any broker/dealer you wish to implement securities transactions. If you select our representatives to implement securities transactions in their separate capacity as registered representatives, they must use LPL Financial. Prior to effecting any transactions, you are required to enter into a new account agreement with LPL Financial. The commissions charged by LPL Financial may be higher or lower than those charged by other broker/dealers. In addition, the registered representatives may also receive additional ongoing 12b-1 fees for mutual fund purchases from the mutual fund company during the period that you maintain the mutual fund investment.

Third-Party Money Managers

Our representatives are also registered representatives of LPL Financial, a securities broker-dealer. As such BWM may utilize Third Party Money managers that have been pre-approved by LPL Financial. This program is designed to allow us to recommend and select third-party money managers for you. Once you select the third-party money manager to manage all or a portion of your assets, the third-party

money manager will pay us a portion of the fees you are charged. Please refer to *Item 5* for full details regarding the programs, fees, conflicts of interest and materials arrangements when select other investment advisers.

Insurance Agent

You may work with your investment adviser representative in his or her separate capacity as an insurance agent. When acting in his or her separate capacity as an insurance agent, the investment adviser representative may sell, for commissions, general disability insurance, life insurance and annuities to you. As such, your investment adviser representative in his or her separate capacity an insurance agent, may suggest that you implement recommendations of BWM by purchasing disability insurance, life insurance or annuities. This receipt of commissions creates an incentive for the representative to recommend those products for which your investment adviser representative will receive a commission in his or her separate capacity as an insurance agent. Consequently, the advice rendered to you could be biased. You are under no obligation to implement any insurance or annuity transaction through your investment adviser representative.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading (Item 11)

Code of Ethics

BWM has adopted a Code of Ethics for the purpose of instructing its personnel in their ethical obligations and to provide rules for their personal securities transactions.

The Adviser and its personnel owe a duty of loyalty, fairness and good faith towards their clients, and the obligation to adhere not only to the specific provisions of the Code but to the general principles that guide the Code.

The Code covers a range of topics that may include: general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, reporting ethical violations, distribution of the Code, review and enforcement processes, amendments to Form ADV and supervisory procedures. The Adviser will provide a copy of the Code to any client or prospective client upon request.

Participation or Interest in Client Transactions

BWM and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the BWM Policies & Procedures Manual.

Personal Trading

The Chief Compliance Officer of BWM is Paul G. Wiederholt. He reviews all advisor trades each week. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive

preferential treatment. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

Brokerage Practices (Item 12)

Clients are under no obligation to act on the financial planning recommendations of BWM . If the firm assists in the implementation of any recommendations, we are responsible to ensure that the client receives the best execution possible. Best execution does not necessarily mean that clients receive the lowest possible commission costs but that the qualitative execution is best. In other words, all conditions surround the transaction execution is in your best interest. When considering best execution, we look at a number of factors besides prices and rates including, but not limited to:

- Execution capabilities (e.g., market expertise, ease/reliability/timeliness of execution, responsiveness, integration with existing systems of the advisor, ease of monitoring investments)
- Products and services offered (e.g., investment programs, back office services, technology, regulatory compliance assistance, research and analytic services)
- Financial strength, stability and responsibility
- Reputation and integrity
- Ability to maintain confidentiality

We exercise reasonable due diligence to make certain that best execution is obtained for all clients when implementing any transaction by considering the back office services, technology and pricing of services offered.

Directed Brokerage

Clients should understand that not all investment advisors require the use of a particular broker/dealer or custodian. Some investment advisors allow their clients to select whichever broker/dealer the client decides. By requiring clients to use a particular broker/dealer, BWM may not achieve the most favorable execution of client transactions and the practice requiring the use of specific broker/dealers may cost clients more money than if the client used a different broker/dealer or custodian. However, for compliance and operational efficiencies, BWM has decided to require our clients to use broker/dealers and other qualified custodians determined by BWM.

Broker/Dealer Affiliation (LPL)

If you wish to have our representatives implement the advice in their separate capacity as registered representatives, LPL is used. Our representatives are registered

representatives of LPL and are required to use the services of LPL when acting in this capacity. LPL has a wide range of approved securities products for which it performs due diligence prior to selection. LPL's registered representatives are required to adhere to these products when implementing securities transactions through LPL. Commissions charged for these products may be higher or lower than commissions clients may be able to obtain if transactions were implemented through another broker/dealer.

Because our representatives are also registered representatives of LPL, LPL provides compliance support to them. LPL also provides our representatives, and therefore us, with back-office operational, technology and other administrative support.

If you wish to implement our advice through any of the programs described in this Disclosure Brochure, LPL will be used as the broker/dealer and/or custodian. LPL will be the primary broker/dealer and custodian recommended due to the relationship our representatives have with LPL. We recommend broker/dealers and custodians that we feel provide services in a manner and at a cost that will allow us to meet our duty of best execution. However, we may be limited in the broker/dealer or custodians that we are allowed to use due to our representatives' relationship with LPL. LPL may limit or restrict the broker/dealer or custodial platforms for its registered representatives that are also independently licensed due to its duty to supervise the transactions implemented by these individuals.

While there is no direct linkage between the investment advice given to you and our recommendation of LPL, economic benefits may be provided to us by LPL that are not be provided if you select another broker/dealer or account custodian. These benefits may include:

- Negotiated costs for transaction implementation
- A dedicated trade desk that services LPL participants exclusively
- A dedicated service group and an account services manager dedicated to our accounts
- Access to a real-time order matching system
- Electronic download of trades, balances and position information
- Access, for a fee, to an electronic interface with the account custodian's software
- Duplicate and batched client statements, confirmations and year-end reports

Please all see **Item 5, Fees and Compensation**, for additional information about advisory services and implementing recommendations.

Soft Dollar Benefits

An investment adviser receives soft dollar benefits from a broker-dealer when the adviser receives research or other products and services in exchange for client securities transactions or maintaining an account balance with the broker-dealer.

BWM does not have a soft dollar agreement with a broker-dealer or a third-party although as stated above BWM may receive economic benefits provided to us by LPL that are not be provided if you select another broker/dealer or account custodian.

Handling Trade Errors

BWM has implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. Consistent with its fiduciary duty, it is the policy of BWM to correct trade errors in a manner that is in the best interest of the client. In cases where the client causes the trade error, the client is responsible for any loss resulting from the correction. Depending on the specific circumstances of the trade error, the client may not be able to receive any gains generated as a result of the error correction. In all situations where the client does not cause the trade error, the client is made whole and any loss resulting from the trade error is absorbed by BWM if the error is caused by the firm. If the error is caused by the broker-dealer, the broker-dealer is responsible for handling the trade error. If an investment gain results from the correcting trade, the gain remains in the client's account unless the same error involved other client account(s) that should also receive the gains. It is not permissible for all clients to retain the gain. BWM may also confer with a client to determine if the client should forego the gain (e.g., due to tax reasons).

BWM will never benefit or profit from trade errors.

Block Trading Policy

Most trades are mutual funds or exchange-traded funds where trade aggregation does not garner any client benefit.

Agency Cross Transactions

Our associated persons are prohibited from engaging in agency cross transactions, meaning we cannot act as brokers for both the sale and purchase of a single security between two different clients and cannot receive compensation in the form of an agency cross commission or principal mark-up for the trades.

Review of Accounts (Item 13)

Periodic Reviews

BWM performs reviews of all investment advisory accounts no less than semi-annually. Accounts are reviewed for consistency with the investment strategy and

performance among other things. There is currently no limit on the number of accounts that can be reviewed by BWM.

Reviews of advisory accounts are performed by the Investment Advisor Representative assigned to the account under the supervision of Paul Wiederholt in order to:

- Ensure that investments are consistent with stated client objectives;
- Check for quality;
- Review investment performance; and
- Review investment allocation.

Review Triggers

Reviews may be triggered by changes in an account holder's personal, employment, tax or financial status. Macroeconomic and company specific events may also trigger reviews.

Regular Reports

Advisory account statements are generated no less than quarterly. These statements are sent directly to the account owner. These reports list the account positions, activity in the account over the covered period, and other related information. Clients are also sent confirmations following each brokerage account transaction.

Client Referrals and Other Compensation (Item 14)

Incoming Referrals

BWM has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

Referrals Out

BWM does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Other Compensation

BWM may receive additional non-cash compensation from advisory product sponsors. Such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, or reimbursement in connection with educational meetings or marketing or advertising initiatives. Advisory product sponsors may also pay for education or training events that may be attended by BWM advisors.

Custody (Item 15)

SEC "Custody"

Under Rule 206 (4)-2 of the Advisers Act, also known as the Custody Rule, an investment adviser is prohibited from having custody of clients' funds or securities for its investment advisory clients unless certain conditions are satisfied. These conditions include such things as using a qualified custodian, sending notices to clients at account opening, and confirming that statements are being provided to clients.

LPL maintains custody of client assets for its advisory platform accounts, including those accounts serviced by BWM. LPL meets the definition of a “qualified custodian” under the new rule, maintains client assets in a separate account for each client under that client’s name, and sends account statements directly to clients at least quarterly. Since LPL deducts the advisory fees for BWM at the client’s written direction, BWM is not deemed to have custody of client funds because of the fee deduction.

BWM is careful to comply with the Custody Rule and avoids inadvertently taking custody with respect to LPL investment advisory platform accounts.

Account Statements

All assets are held at a qualified custodian, and the custodian provides account statements directly to clients at their address of record at least quarterly. Clients should carefully review such statements.

Performance Reports

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by BWM.

Investment Discretion (Item 16)

Discretionary Authority for Trading

BWM accepts discretionary authority to manage securities accounts on behalf of clients. BWM has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. However, BWM consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

The client approves the custodian to be used and the commission rates paid to the custodian. BWM does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment strategy that you have approved.

Limited Power of Attorney

A limited power of attorney is a trading authorization for this purpose. You sign a limited power of attorney so that we may execute the trades that you have approved.

Voting Client Securities (Item 17)

Proxy Votes

BWM does not vote proxies on securities. Clients are expected to vote their own proxies. Clients will receive proxy ballots directly from their account custodian or the transfer agent for the security, BWM will not provide you with the proxies ballots. When assistance on voting proxies is requested, BWM will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Financial Information (Item 18)

Financial Condition

BWM does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because BWM does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$500 per client, and six months or more in advance.

Requirements for State-Registered Advisers (Item 19)

Executive Officer and Management Personnel

Paul Wiederholt, Managing Member Born: 01/25/1963

Educational Background:

- University of Kansas, B.S. Mechanical Engineering, 1986.
- University of Kansas, MBA, 1988.

Business Experience:

- Prior to founding Boulder Wealth Management, LLC in 2008, Paul was a financial advisor for a local investment firm (2001-2008); directed the investment division for a group of 4 banks (1999-2001); and worked for Edward Jones Investments (1996-1999). He also held positions at Sprint and Ernst & Young.
- Paul earned his CFP[®] designation in 2004, and holds the following securities licenses: FINRA Series 24 general securities principal; FINRA Series 7 and 63 licensed registered representative; FINRA Series 65 licensed investment advisor representative.

Other Business Activities

Registered Representative of a Broker-Dealer

Paul Wiederholt, is also registered representatives of LPL Financial, a securities broker-dealer. You may work with Paul Wiederholt in his separate capacity as a registered representative of LPL Financial. When acting in his separate capacity as a registered representative, he may sell, for commissions, general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to you. As such, he may suggest that you implement investment advice by purchasing securities products through a commission-based brokerage account in addition to or in lieu of a fee-based investment-advisory account. This receipt of commissions creates an incentive to recommend those products for which your investment adviser representative will receive a commission in his separate capacity as a registered representative of a securities broker-dealer. Consequently, the objectivity of the advice rendered to you could be biased.

You are under no obligation to use the services of Paul Wiederholt in this separate capacity or to use LPL Financial and can select any broker/dealer you wish to implement securities transactions. If you select Paul Wiederholt to implement securities transactions in their separate capacity as a registered representative, he must use LPL Financial. Prior to effecting any transactions, you are required to enter into a new account agreement with LPL Financial. The commissions charged by LPL Financial may be higher or lower than those charged by other broker/dealers. In addition, Paul Wiederholt may also receive additional ongoing 12b-1 fees for mutual fund purchases from the mutual fund company during the period that you maintain the mutual fund investment.

Third-Party Money Managers

Paul Wiederholt is also a registered representative of LPL Financial, a securities broker-dealer. As such he may utilize Third Party Money managers that have been pre-approved by LPL Financial. This program is designed to allow him to recommend and select third-party money managers for you. Once you select the third-party money manager to manage all or a portion of your assets, the third-party money manager will pay BMW a portion of the fees you are charged. Please refer to *Item 5* for full details regarding the programs, fees, conflicts of interest and materials arrangements when select other investment advisers.

Insurance Agent

You may also work with Paul Wiederholt in his separate capacity as an insurance agent. When acting in his separate capacity as an insurance agent, he may sell, for commissions, general disability insurance, life insurance and annuities to you. As such, in his separate capacity as an insurance agent, may suggest that you implement recommendations of BMW by purchasing disability insurance, life insurance or annuities. This receipt of commissions creates an incentive for Paul Wiederholt to recommend those products for which he will receive a commission in his separate capacity as an insurance agent. Consequently, the advice rendered to you could be biased. You are under no obligation to implement any insurance or annuity transaction through Paul Wiederholt.

No Performance Based Fees

As previously disclosed, Boulder Wealth Management does not charge performance based fees.

No Arbitrations

Boulder Wealth Management or any of its associated persons have not been the subject of any client arbitrations or similar legal disputes.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

None to report

Information Security Program

Information Security

BWM maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

BWM requires that you provide current and accurate financial and personal information. BWM will protect the information you have provided in a manner that is safe, secure, and professional. We collect non-public customer data in checklists, forms, in written notations, and in documentation provided to us by our customers for investment and consulting services.

During regular business hours access to customer records is monitored so that only those with approval may access the files. During hours in which the company is not in operation, the customer records will be locked.

No individual who is not so authorized shall obtain or seek to obtain personal and financial customer information. No individual with authorization to access personal and financial customer information shall share that information in any manner without the specific consent of a firm principal. Failure to observe Boulder Wealth Management, LLC procedures regarding customer and consumer privacy will result in discipline and may lead to termination.

Sharing Nonpublic Personal and Financial Information

BWM is committed to the protection and privacy of its customers' and consumers' personal and financial information. BWM will not share such information with any affiliated or nonaffiliated third party except:

- When necessary to complete a transaction in a customer account, such as with the clearing firm or account custodians;
- When required to maintain or service a customer account;
- To resolve customer disputes or inquiries;
- With persons acting in a fiduciary or representative capacity on behalf of the customer;
- With rating agencies, persons assessing compliance with industry standards, or to the attorneys, accountants and auditors of the firm;
- In connection with a sale or merger of BWM's business;
- To protect against or prevent actual or potential fraud, identity theft, unauthorized transactions, claims or other liability;

- To comply with federal, state or local laws, rules and other applicable legal requirements;
- In connection with a written agreement to provide investment management or advisory services when the information is released for the sole purpose of providing the products or services covered by the agreement;
- In any circumstances with the customer's instruction or consent; or
- Pursuant to any other exceptions enumerated in the California Information Privacy Act.

Opt-Out Provisions

BWM does not share nonpublic personal and financial information with affiliated or unaffiliated third parties except under the circumstances noted above. Since sharing under the circumstances noted above is necessary to service customer accounts or is mandated by law, there are no allowances made for clients to opt out.

Form ADV Part 2B Brochure Supplement - Paul G. Wiederholt

BOULDER

BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

Paul G. Wiederholt

7400 W 135th Street, Suite 200

Overland Park, KS 66223

(913) 944-4600 (phone)

(913) 944-4601 (fax)

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June 2012

This brochure supplement provides information about Paul Wiederholt that supplements the Boulder Wealth Management, LLC brochure. You should have received a copy of that brochure. Please contact Kelly Biddlecombe, Administrative Assistant, if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Paul Wiederholt is available on the SEC's website at www.adviserinfo.sec.gov.

Paul G. Wiederholt, CFP® Date of birth: 01/25/1963

Educational Background:

- University of Kansas, B.S. Mechanical Engineering, 1986.
- University of Kansas, MBA, 1988.

Business Experience:

- Boulder Wealth Management, LLC, Managing Member 05/2008 to Present
- LPL Financial LLC, Registered Representative 05/2008 to Present
- Prior to founding Boulder Wealth Management, LLC and joining LPL in 2008, Paul was a financial advisor for The O.N. Equity Sales Company (2001-2008); directed the investment division for a group of 4 banks (1999-2001); and worked for Edward Jones Investments (1996-1999). He also held positions at Sprint and Ernst & Young.
- Paul earned his CFP® designation¹ in 2004, and has completed the following securities license examinations: Series 24 general securities principal; Series 7 General Securities Representative, Series 63 Uniform Securities Agent State Law Examination and Series 65 Uniform Investment Adviser Law Examination and licensed registered representative.

Disciplinary Information: None

Other Business Activities: Please see Item 10 and Item 19 for a discussion of Mr. Wiederholt's other business activities.

Additional Compensation: None

Arbitration Claims: None

Bankruptcy Petition: None

Self-Regulatory Organization or Administrative Proceeding: None

Supervision:

Paul Wiederholt is the Managing Member and Chief Compliance Officer of Boulder Wealth Management, LLC. His personal activities are supervised by Matthew Wong of LPL Financial who supervises Paul's work from his office in San Diego, CA through the LPL on line supervisory review system.

Matthew Wong's contact information: 858-450-9606 x7875; Matthew.Wong@lpl.com

Requirements for State-Registered Advisers:

Paul G. Wiederholt has not been involved in an arbitration award and has not been found liable in an arbitration claim alleging damages in excess of \$2,500. He has not been involved in any

award or found liable in any civil, self-regulatory organization, or administrative proceeding. Additionally, he has not been the subject of a bankruptcy petition.

¹Certified Financial Planner™ (CFP®)

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

CFP Acknowledgment: Paul G. Wiederholt acknowledges his responsibility as a CFP® Certificant to adhere to the standards that have been established in the CFP Board’s Standards of Professional Conduct. If you become aware that

Paul G. Wiederholt’s conduct may violate the Standards of Professional Conduct, you may file a complaint with the CFP Board at www.CFP.net/complaint.

Form ADV Part 2B Brochure Supplement - Marc Wilborn

BOULDER



BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

Marc Wilborn

7400 W 135th Street, Suite 200

Overland Park, KS 66223

(913) 944-4600 (phone)

(913) 944-4601 (fax)

BoulderKC.COM

Branch Office:
211 East 8th Street
Lawrence, KS 66044
(785) 371-2575

June 2012

This brochure supplement provides information about Marc Wilborn that supplements the Boulder Wealth Management, LLC brochure. You should have received a copy of that brochure. Please contact Kelly Biddlecombe, Administrative Assistant, if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Marc Wilborn is available on the SEC's website at www.adviserinfo.sec.gov.

Marc Wilborn Date of birth: March 28, 1959

Educational Background:

- University of Kansas, B.S. Mathematics and Business,
- University of Iowa, M.S. Statistics,

Business Experience:

- Boulder Wealth Management, LLC, Advisor Representative, 10/2008 to Present
- LPL Financial, LLC, Registered Representative 10/2008 to Present
- Prior to joining Boulder Wealth Management, LLC and joining LPL in 2008, he held a senior financial advisor position at the O.N. Equity Sales Company in Overland Park, KS (07/2006 to 10/2008). From 1997 - 2006, Marc was responsible for the operation of a local family business. Prior to that, he was a consulting actuary at Towers Perrin from 1983-1997.
- Marc is a Fellow of the Society of Actuaries, and has completed the following securities license examinations: Series 7 General Securities Representative and Series 66 Uniform Combined State Law Examination.

Disciplinary Information: None

Other Business Activities: Please see Item 10 for a discussion of Mr. Wilborn's other business activities.

Additional Compensation: None

Arbitration Claims: None

Bankruptcy Petition: None

Self-Regulatory Organization or Administrative Proceeding: None

Supervision:

Marc Wilborn is supervised by Paul Wiederholt, Chief Compliance Officer. He reviews Marc's work through frequent office interactions, and with the use of the LPL on line supervisory review system. Paul Wiederholt's contact information: 913-944-4602; Paul.Wiederholt@lpl.com

Requirements for State-Registered Advisers:

Marc Wilborn has not been involved in an arbitration award and has not been found liable in an arbitration claim alleging damages in excess of \$2,500. He has not been involved in any award or found liable in any civil, self-regulatory organization, or administrative proceeding. Additionally, he has not been the subject of a bankruptcy petition.

Form ADV Part 2B Brochure Supplement - R. Brook Menees



BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

R. Brook Menees

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June 2012

This brochure supplement provides information about R. Brook Menees that supplements the Boulder Wealth Management, LLC brochure. You should have received a copy of that brochure. Please contact Kelly Biddlecombe, Administrative Assistant, if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about R. Brook Menees, is available on the SEC's website at www.adviserinfo.sec.gov.

R. Brook Menees Date of birth: 03/17/1967

Educational Background:

- Alliance Francaise, Diploma of French Language Studies, 1989
- University of Kansas, B.A. French Literature, 1990

Business Experience:

- Boulder Wealth Management, LLC, Advisor Representative, 11/2009 to Present
- LPL Financial, LLC, Registered Representative 11/2009 to Present
- Prior to joining Boulder Wealth Management and LPL in November of 2009, Brook was a financial advisor at Smith Barney (now Morgan Stanley Smith Barney) in Leawood, KS (June 2007 - November 2009). Prior to that, Brook was a financial advisor and limited partner with Edward Jones Investments (June 1998 - June 2007). Brook started his career as a financial advisor with Kansas City Financial Group (August 1992 – June 1998).
- Prior to entering the financial services business, Brook was a pharmaceutical representative with Merck, Sharp, and Dohme (1990-1992).
- Brook is a Life Underwriter Training Council Fellow, which he earned through study in 1995, and he has completed the following securities license examinations: Series 7 General Securities Representative and Series 63 Uniform Securities Agent State Law Examination and Series 66 Uniform Investment Adviser Law Examination

Disciplinary Information: None

Other Business Activities: Please see Item 10 for a discussion of Mr. Menees' other business activities.

Additional Compensation: None

Arbitration Claims: None

Bankruptcy Petition: None

Self-Regulatory Organization or Administrative Proceeding: None

Supervision:

R. Brook Menees is supervised by Paul Wiederholt, Chief Compliance Officer. He reviews Brook's work through frequent office interactions, and with the use of the LPL on line supervisory review system. Paul Wiederholt's contact information: 913-944-4602; Paul.Wiederholt@lpl.com

Requirements for State-Registered Advisers:

R. Brook Menees has not been involved in an arbitration award and has not been found liable in an arbitration claim alleging damages in excess of \$2,500. He has not been involved in any award or found liable in any civil, self-regulatory organization, or administrative proceeding. Additionally, he has not been the subject of a bankruptcy petition.

Form ADV Part 2B Brochure Supplement - James (JD) Fair

BOULDER

BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

James Fair

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Overland Park, KS 66223

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(785) 371-2575

June 2012

This brochure supplement provides information James Fair that supplements the Boulder Wealth Management, LLC brochure. You should have received a copy of that brochure. Please contact Kelly Biddlecombe, Administrative Assistant, if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about James Fair is available on the SEC's website at www.adviserinfo.sec.gov.

James (JD) Fair**Educational Background:**

- Date of birth: May 23, 1978
- Kansas State University, B.S. Management with an emphasis in Information Technology, 2001

Business Experience:

- Boulder Wealth Management, LLC, Advisor Representative, 05/2009 to 01/2011 and 11/2011 to Present
- LPL Financial, LLC, Registered Representative, 05/2009 to 01/2011 and 11/2011 to Present
- The ETF Store, Inc., Advisor Representative, 01/2011 to 11/2011
- The O.N. Equity Sales Company, Inc. Registered Representative, 07/2007 to 05/2009
- Prior to joining Boulder Wealth Management, LLC in November of 2011, James was a financial advisor for two local investment firms in the Kansas City area (2007-2011). Before moving to Kansas City, he was a Senior Associate and field trainer for Aegon and Oak Grove Investments in Chicago (2002-2007). Prior to that, he worked for Sprint PCS (2001-2002).
- James has completed the following securities license examinations: Series 7 General Securities Representative and Series 63 Uniform Securities Agent State Law Examination and Series 66 Uniform Investment Adviser Law Examination

Disciplinary Information: None

Other Business Activities: Please see Item 10 for a discussion of Mr. Fair's other business activities.

Additional Compensation: None

Arbitration Claims: None

Bankruptcy Petition: None

Self-Regulatory Organization or Administrative Proceeding: None

Supervision:

James Fair is supervised by Paul Wiederholt, Chief Compliance Officer. Paul reviews James' work through frequent office interactions, and with the use of the LPL on line supervisory review system.

Paul Wiederholt's contact information: 913-944-4602; Paul.Wiederholt@lpl.com

Requirements for State-Registered Advisers:

James Fair has not been involved in an arbitration award and has not been found liable in an arbitration claim alleging damages in excess of \$2,500. He has not been involved in any award or found liable in any civil, self-regulatory organization, or administrative proceeding. Additionally, he has not been the subject of a bankruptcy petition.

Form ADV Part 2B Brochure Supplement - Daniel Berry

BOULDER

The logo for Boulder Wealth Management features the word "BOULDER" in a large, bold, serif font. Below the word is a thick, horizontal, curved line that tapers at both ends, resembling a stylized mountain range or a swoosh.

BOULDER WEALTH MANAGEMENT, LLC
Doing business as Boulder Investment Group

Daniel Berry

7400 W 135th Street, Suite 200

Overland Park, KS 66223

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(913) 944-4601 (fax)

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June 2012

This brochure supplement provides information about Daniel Berry that supplements the Boulder Wealth Management, LLC brochure. You should have received a copy of that brochure. Please contact Kelly Biddlecombe, Administrative Assistant, if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Daniel Berry is available on the SEC's website at www.adviserinfo.sec.gov.

Daniel Berry: Date of Birth: April 6, 1959

Educational Background:

- Missouri State University, B.S. Finance,
- Baker University, MBA

Business Experience:

- Boulder Wealth Management, LLC, Advisor Representative, 02/2012 to Present
- LPL Financial, LLC, Registered Representative, 01/2012 to Present
- Prior to joining Boulder Wealth Management, LLC in 2012, he was a Vice President at M&I Bank 01/2007 to 06/2011. Mr. Berry has been in the banking industry since 1983.
- Dan is a graduate of several banking schools and has completed the following securities license examinations: Series 7 General Securities Representative and Series 66 Uniform Investment Adviser Law Examination.

Disciplinary Information: None

Other Business Activities: Please see Item 10 for a discussion of Mr. Berry's other business activities.

Additional Compensation: None

Arbitration Claims: None

Bankruptcy Petition: None

Self-Regulatory Organization or Administrative Proceeding: None

Supervision:

Daniel Berry is supervised by Paul Wiederholt, Chief Compliance Officer. He reviews Dan's work through frequent office interactions, and with the use of the LPL on line supervisory review system. Paul Wiederholt's contact information: 913-944-4602; Paul.Wiederholt@lpl.com

Requirements for State-Registered Advisers:

Daniel Berry has not been involved in an arbitration award and has not been found liable in an arbitration claim alleging damages in excess of \$2,500. He has not been involved in any award or found liable in any civil, self-regulatory organization, or administrative proceeding. Additionally, he has not been the subject of a bankruptcy petition.