

**Item 1: Cover Page for Part 2B of Form ADV:
Brochure Supplement
January 2013**

Brian Beasley

**Athena Wealth Management, LLC
688 Lee Street
Des Plaines, IL 60016**

**Firm Contact:
Brian Beasley
Chief Compliance Officer**

**Firm Website Address:
www.athena1.com**

This brochure supplement provides information about Brian Beasley that supplements our brochure. You should have received a copy of that brochure. Please contact Brian Beasley if you did not receive Athena Wealth Management, LLC's brochure or if you have any questions about the contents of this supplement.

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

Item 2: Educational Background & Business Experience

Brian Beasley

Year of Birth: 1972

Educational Background:

- 1994; University of Illinois-Urbana-Champaign; Bachelor of Science in Finance

Business Background:

- 04/1999 – Present Athena Wealth Management, LLC; Investment Advisor
- 04/1999 – Present LPL Financial, Inc; Registered Representative & Advisor
- 09/1994 – 04/1999 Edward D. Jones & Co; Investment Representative

Exams, Licenses & Other Professional Designations:

- 1994: Series 7 & Series 63
- 1999: Series 24 & Series 65
- 2008: Chartered Private Wealth Advisor (CPWA®)
- Life Insurance, Variable Contracts, Health & Long-Term Care

Certified Private Wealth Advisor® (CPWA®)

The CPWA designation signifies that an individual has met initial and on-going experience, ethical, education, and examination requirements for the professional designation, which is centered on private wealth management topics and strategies for high-net-worth clients. Prerequisites for the CPWA designation are: a Bachelor's degree from an accredited college or university or one of the following designations or licenses: CIMA®, CIMC®, CFA®, CFP®, ChFC®, or CPA license; have an acceptable regulatory history as evidenced by FINRA Form U-4 or other regulatory requirements and five years of professional client-centered experience in financial services or a related industry. CPWA designees have completed a rigorous educational process that includes self-study requirements, an in-class education component, and successful completion of a comprehensive examination. CPWA designees are required to adhere to IMCA's *Code of Professional Responsibility* and *Rules and Guidelines for Use of the Marks*. CPWA designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification. The designation is administered through Investment Management Consultants Association (IMCA).

Item 3: Disciplinary Information

If there are legal or disciplinary events material to your evaluation of Brian Beasley, we are required to disclose all material facts regarding those events.

We have nothing to disclose in this regard.

Item 4: Other Business Activities

A. If Brian Beasley is actively engaged in any investment-related business or occupation, including if Brian Beasley is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

1. If a relationship between the advisory business and Brian Beasley's other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Brian Beasley receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Brian Beasley receives. We must explain that this practice gives Brian Beasley an incentive to recommend investment products based on the compensation received, rather than on your needs.

Brian Beasley is a registered representative of LPL Financial Corporation, member FINRA/SIPC. He may offer securities and receive normal and customary commissions as a result of securities transactions. This presents a conflict of interest to the extent that Mr. Beasley recommends that a client invest in a security which results in a commission being paid to him. A conflict of interest may arise as these commissionable securities sales may create an incentive to recommend products incentive to recommend products based on the compensation adviser and/or our supervised persons may earn and may not necessarily be in the best interests of the client.

As a licensed insurance agent, Brian Beasley may recommend to advisory clients a variety of insurance products, and he may offer commissionable insurance products to clients for which they may receive compensation.

B. If Brian Beasley is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Brian Beasley's income or involve a substantial amount of Brian Beasley's time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Brian Beasley's time and income, we may presume that they are not substantial.

Brian Beasley is part-owner of Athena Financial Services, Inc, which provides office space, payroll, technology, and staffing services. Clients are not actively solicited to invest or participate in any of these outside businesses. These activities combined account for approximately 5% of Mr. Beasley's time.

Item 5: Additional Compensation

If someone who is not a client provides an economic benefit to Brian Beasley for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Brian Beasley's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

Brian Beasley may receive from LPL or a mutual fund company, without cost and/or at a discount support services and/or products, to assist us to better monitor and service client accounts maintained at such institutions. Included within the support services, he may receive investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by him to assist him in his investment advisory activities.

Our clients do not pay more for investment transactions effected and/or assets maintained at LPL as result of this arrangement. There is no commitment made by him to LPL or any other institution as a result of the above arrangement.

Item 6: Supervision

We are required to explain how we supervise Brian Beasley, including how we monitor the advice Brian Beasley provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Brian Beasley's advisory activities on behalf of our firm.

Steve Shambora is a principal of Athena Wealth Management, LLC and as such supervises and monitors Mr. Beasley's activities on a regular basis to ensure compliance with our firm's Code of Ethics. Please contact Mr. Shambora if you have any questions about Mr. Beasley's brochure supplement at 847-898-9040.