

ITEM 1 - Cover Page

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This brochure provides information about the qualifications and business practices of Atlas Private Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (800) 432-7447 or at cco@atlaspwm.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.

Atlas Private Wealth Management, LLC is an SEC-registered investment advisor. Registration of an investment advisor does not imply any level of skill or training. The oral and written communications an advisor provides you can assist you in determining whether to hire or retain the advisor.

Additional information about Atlas Private Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 - Material Changes

The United States Securities and Exchange Commission requires Atlas Private Wealth Management, LLC to identify and discuss all material changes since the last annual update of its Form ADV brochure. The last annual update to Atlas' brochure was March 30, 2016, and the last interim update was July 29, 2017. This summary discusses those specific material changes.

Item 12 - Brokerage Practices

Additional Benefits from Agreements with Service Providers and Additional Compensation from Service Agreements with Broker-Dealers and Mutual Fund Complexes

Effective June 30, 2016, Atlas terminated their Mutual Funds Service Agreement with Federated Services Corp. ("Federated"), the distributor for Federated Mutual Funds.

Effective January 1, 2017, Atlas terminated their Investment Advisor Custodial Support Services Agreement with National Financial Services LLC and Fidelity Brokerage Services LLC (together, "Fidelity").

Under these agreements, Atlas was compensated by both Federated and Fidelity for Atlas' provision of certain administrative services to client accounts. In terminating these agreements, Atlas eliminated potential conflicts of interest where an additional incentive existed for Atlas to recommend and invest client assets in Federated or Fidelity mutual funds.

As a result of Atlas' decision to terminate both of these agreements, discussion regarding the agreements has been removed from Item 12.

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Item 4 - Advisory Business

Atlas Private Wealth Management, LLC (“Atlas”), previously known as Dion Money Management Inc., was founded in 1995, and is a wholly-owned subsidiary of Focus Financial Partners, LLC.

Atlas provides money management services, as well as personal financial planning, asset allocation, estate planning, college tuition planning, momentum-based investing, and retirement planning. Atlas also provides tax planning/preparation and business consulting services.

Atlas offers investment advisory services primarily with respect to the recommendation of mutual funds and exchange traded funds (“ETFs”); however, Atlas may also utilize other investments such as equity or debt securities when appropriate. Atlas also offers a mutual fund asset allocation service, Investment RE-Allocation Service (REAL), for smaller tax-deferred accounts (e.g., IRAs and 403(b)s) and accounts holding annuities.

INVESTMENT ADVISORY SERVICES

Atlas provides investment advice based on the individual needs of the client as well as the client’s financial profile. Atlas meets with the client to review their financial situation, which may include a review of assets and liabilities, cash flow, taxes, anticipated short-term events, risk management, and estate structures. Through these personal discussions, Atlas documents the client’s goals and objectives, develops the client's personal profile, and creates and manages a portfolio based on that profile. Atlas manages advisory accounts on a discretionary basis.

A client may impose specific restrictions on securities held in their accounts. If a client informs Atlas that they do not want to purchase or sell specific securities, their Wealth Advisor will restrict the client’s account so that those securities are not purchased or sold.

AMOUNT OF CLIENT ASSETS MANAGED

As of December 31, 2015, Atlas managed \$ 968,165,908 of assets on a discretionary basis.

Item 5 - Fees and Compensation

MANAGED PORTFOLIO SERVICES

Managed portfolio services are fee-only, based on a percentage of client’s assets under management with Atlas, and are set forth in an investment management agreement with the client. The annual fee for advisory services, which may be as much as 1.75%, is subject to negotiation and may be discounted and vary from client to client, based on a number of factors. The fee for accounts utilizing the REAL Service is 0.6% annually on the account.

Fees are billed in advance at the beginning of each calendar quarter based upon the value (market value or fair market value in the absence of market value) of the client's account at the end of the previous quarter. The client, at his or her discretion, may choose to pay the management fee through direct debit of the fee from his or her investment account at the beginning of each quarter, or may elect to be billed directly for fees. These investment management agreements may be

terminated by the client without penalty by giving written notice of termination within five business days of entering into the agreement. Thereafter, a client may terminate the investment management agreement at any time with written notice. Fees due will be pro-rated to the date of termination based upon the number of days the service was used during the quarter.

Atlas employees are paid a base salary bi-weekly consistent with applicable Atlas policies. In addition, a Wealth Advisor may be eligible for additional incentive compensation, which is discretionary, but is determined upon a range of factors including individual performance and total assets under management. Regardless of individual performance, Atlas management may award reduced incentive compensation or no incentive compensation at all if, for example, the Wealth Advisor did not meaningfully contribute to the bottom line result or market conditions dictate a reduction in incentive compensation.

FINANCIAL PLANNING SERVICES

To engage Atlas for hourly financial planning services, the client signs a Letter of Engagement and will be required to pay a deposit. The time spent on that client's financial planning is charged against this initial deposit at hourly rates in accordance with the following schedule:

<u>Provider of Services</u>	<u>Hourly Billing Rate</u>
Officers	\$ 240
Professional Staff	\$ 90 - \$120
Financial Paraplanners	\$ 60 - \$80
Support Staff	\$ 36 - \$40

Any charges exceeding the initial deposit are billed to the client on a periodic basis for services rendered. Financial planning fees may occasionally be discounted when the planning process is extensive or other special circumstances apply. During the initial six (6) months following retention of Atlas' services, charges for planning services, including administrative time directly related to the client (preparation of data collection forms, internal client records, file maintenance, etc.), will typically be applied against the retainer deposit. A client may terminate the planner-client relationship at any time. In that event, any unused amounts of the deposit will be refunded to the client following receipt of written notice of termination.

GENERAL INFORMATION ON FEES, SERVICES, AND COMPENSATION

Negotiability of Fees: Client fees are set forth in the investment management agreement for each client. Fees are subject to negotiation and may be discounted and vary from client to client, based on a number of factors. Fees are discussed with each client and mutually agreed upon before execution of the investment management agreement.

Fee Calculation: Fees are not charged on the basis of a share of capital gains upon or capital appreciation of the funds of an advisory client. Fees are calculated depending upon the nature of services employed by the client and pursuant to the terms of the client's executed investment management agreement. For further discussion of fee calculation, please see also Item 12 – Brokerage Practices.

Termination of Advisory Relationship: An investment management agreement may be canceled at any time for any reason by either party upon receipt of prior written notice. Upon termination of any agreement, any prepaid, unearned fees will be refunded promptly. The client has the right to terminate an agreement without penalty within five business days after entering into such agreement. In the event of withdrawal of funds or the termination of any account, those fees, commissions, or other expenses associated with rebalancing or redeeming account holdings may be assessed to the client's account.

Other: From time to time, small portions of positions will be sold to bring the cash account balance to the level required for the automatic deduction of fees. It is understood that the payment of these fees will reduce the total investment return.

Clients may incur additional transaction costs related to specific investments. In the case of individual stocks, bonds, closed-end and open-end investment companies, options, and the like, there will be costs levied directly by the custodian or clearing broker.

Mutual Fund Fees and Expenses: All fees paid to Atlas for investment advisory services are separate and distinct from the management fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees generally include a management fee, other fund expenses, and possibly a distribution fee. Atlas strives to select funds with competitive expense structures. Some mutual funds make available to Atlas clients "I" or "Institutional, Advisor" classes of shares not customarily available to the general public. These types of shares typically offer clients mutual fund fees and expenses slightly lower than those of "public" shares. Please see Item 12 – Brokerage Practices for further discussion.

When appropriate, Atlas strives to purchase these lower cost shares, if they are available and comparable to "public" shares. A client could invest in mutual funds or ETFs directly, without the services of Atlas. In that case, the client would not receive the services provided by Atlas which are designed, among other things, to assist the client in determining which mutual funds or ETFs are most appropriate to the client's financial condition and objectives. Accordingly, the client should review all fees charged by the funds, the client's custodian, and clearing broker as well as the fees charged by Atlas to understand fully the total amount of fees to be paid by the client and to best evaluate the advisory services being provided.

Other Compensation: Atlas may receive compensation in the form of services and products through relationships with certain service providers and mutual fund complexes. Please see Item 12 – Brokerage Practices for additional information.

Item 6 - Performance-Based Fees and Side-By-Side Management

Atlas does not charge performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). In addition, Atlas does not provide side-by-side management.

Item 7 - Types of Clients

Atlas provides investment advisory services for a variety of clients including individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable institutions, foundations, and trust programs. The minimum account size for an investment advisory client at Atlas is \$100,000. The minimum account size for a REAL account is \$25,000.

There is no minimum amount of assets required for financial planning services.

Atlas, in its sole discretion, may reduce or waive its account minimums based upon certain criteria (such as anticipated future additional assets and related accounts).

Item 8 - Methods of Analysis, Investment Strategies, and Risk of Loss

Atlas' Investment Committee conducts fundamental analysis on those mutual funds, ETFs, and individual securities recommended for client accounts. This analysis varies depending upon the security in question.

For mutual funds and ETFs, the analysis generally includes a review of:

- The fund's management team,
- The fund's historical risk and return characteristics,
- The fund's exposure to sectors and individual issuers,
- The fund's fee structure, and
- Other relevant factors.

The members of Atlas' Investment Committee are appointed based upon their education, investment experience, and seniority within the firm in a deliberate effort to achieve a balance of views and perspectives.

The Investment Committee meets regularly to discuss existing and prospective investments. Investments are evaluated independently, as well as in the context of clients' existing holdings and sector exposures. Atlas utilizes Morningstar Advisor Workstation, Morningstar Premium, and other online analysis platforms when evaluating investments.

Atlas' fundamental approach envisions managing accounts for relatively long time horizons, typically for a year or more; however, market developments could cause Atlas to sell securities more quickly. Atlas selects mutual fund managers who may vary in their methods of analysis. The security analysis methods of these fund managers may include fundamental analysis, technical analysis, etc.

Financial markets will rise and fall with economic cycles and in reaction to various events. In simple terms, this means the greater the risk exposure, the greater the possibility a client's portfolio may fluctuate based upon market conditions. As such, investing in securities involves risk of loss that clients should be prepared to bear.

PRINCIPAL INVESTMENT RISKS OF MUTUAL FUNDS AND ETFs

Mutual funds are professionally managed, collective investment companies that pool money from many investors and invest in various asset classes ranging from equities, fixed income, cash, and other assets. ETFs are investment funds traded on stock exchanges, much like stocks or equities. An ETF holds stocks, bonds or other assets. Many ETFs track an index, such as the S&P 500.

While Atlas attempts to reduce volatility and risk in client portfolios by diversifying the investments held in their accounts, all investing involves a risk of loss that clients should be prepared to bear. All investments present the risk of loss of principal – the risk that the value of the securities (e.g., mutual funds and ETFs), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the value when purchased, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

In addition, the mutual fund and ETF instruments themselves are subject to risks associated with a number of factors. The following risks are inherent when investing in mutual funds and ETFs:

- Stock Market Volatility. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Different sectors of the market can react differently to these developments.
- Foreign Exposure. Foreign markets can be more volatile than the U.S. market due to increased risks of adverse issuer, political, regulatory, market, or economic developments and can perform differently from the U.S. market.
- Concentration Risk. A fund may be exposed to a particular sector, region, product, or industry that experiences volatility.
- Manager Risk. A fund manager's investment process, techniques, and analysis may not produce the desired results.
- Leverage. A fund or company in which a fund holds shares may utilize borrowed capital to augment the potential for return thereby concomitantly increasing exposure to debt.
- Layering of Expenses and Fees. Additional sets of fees paid by an investor.
- Liquidity. Although typically associated with micro-cap and small-cap stocks or securities, liquidity risks can arise during times of market financial crisis. The risk arises when there is a lack of marketability for a fund's underlying investment that cannot be bought or sold quickly enough to prevent or mitigate a loss.

More information regarding the specific risks associated with investment in a particular mutual fund is available in that mutual fund's prospectus.

Item 9 - Disciplinary Information

Registered investment advisors are required to disclose material facts regarding any legal or disciplinary events that would be material to an evaluation of the integrity of the firm or its management. On July 24, 2015, Dion Money Management LLC (now known as Atlas Private Wealth Management, LLC) ("Dion") submitted an offer of settlement (the "Offer") to the U.S.

Securities and Exchange Commission (the “SEC”) in connection with an administrative proceeding pursuant to Sections 203(e) and 203(k) of the Investment Advisers Act of 1940 (the “Advisers Act”). The Offer was presented to the SEC, and the SEC determined to accept it. Solely for the purpose of proceedings brought by or on behalf of the SEC, or to which the SEC is a party, Dion agreed to consent to an order imposing remedial sanctions and a cease-and-desist order (the “Order”) without admitting or denying the matters set forth therein (other than those relating to the jurisdiction of the SEC over it and the subject matter of the action). The Order resolved the SEC’s allegations that Dion failed to disclose to clients the terms of certain compensation arrangements whereby Dion received payments from third parties that were calculated based on client assets invested in particular mutual funds. In filings with the SEC, Dion disclosed the existence of the arrangements and the possibility that the arrangements could pose conflicts of interest for the advisor in the provision of investment advice to clients; however, Dion did not describe the interplay between the different arrangements, either in its filings or otherwise to clients. The SEC alleged that Dion thus understated the maximum payment rate under the multiple arrangements, and did not disclose the possibility of receiving payments from multiple parties based on the same client assets. By failing to disclose its conflicts of interest completely and accurately, the SEC alleged that Dion violated Section 206(2) of the Advisers Act. The SEC also alleged that Dion violated Section 207 of the Advisers Act by virtue of certain omissions of material facts from its SEC filings concerning the compensation arrangements. The Order requires Dion to cease and desist from committing or causing violations of the securities laws identified above; pay a \$50,000 civil monetary penalty; amend its Form ADV to make additional disclosures regarding the compensation arrangements described above; and notify its advisory clients of the Order. Dion paid the penalty on August 3, 2015, and the notices were mailed on August 13, 2015, and August 20, 2015.

Item 10 - Other Financial Industry Activities and Affiliations

FINANCIAL INDUSTRY AFFILIATIONS

Certain of Atlas’ Supervised Persons are licensed insurance agents and may offer certain insurance products on a fully-disclosed, commissionable basis. A conflict of interest exists to the extent that Atlas recommends the purchase of insurance products where its Supervised Persons may be entitled to insurance commissions or other additional compensation. Atlas has procedures in place whereby it seeks to ensure that all recommendations are made in its clients’ best interests regardless of any such affiliations.

Atlas is part of the Focus Financial Partners, LLC (“Focus”) network. As such, Atlas is a wholly-owned subsidiary of Focus Operating, LLC, which is a wholly-owned subsidiary of Focus. Focus also owns other registered investment advisors, broker-dealers, pension consultants, insurance firms, and other financial services firms (the “Focus Partners”). The Focus Partners provide wealth management, benefit, and investment consulting services that serve individuals, families, employers, and institutions. Some Focus Partners also manage or advise limited partnerships, private funds, limited liability, or investment companies as disclosed on their respective Form ADV Schedule Ds. Additional information about Focus and Focus affiliates can be found on each respective investment advisor’s Form ADV which is available on the SEC’s website at

www.adviserinfo.sec.gov. Atlas has no material relationship or conflict of interest with its affiliates regarding advisory services to its clients.

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

Atlas has adopted a Code of Ethics in accordance with SEC Rule 204A-1 for all supervised persons of the firm describing its standard of business conduct and how it fulfills its fiduciary duty to its clients. The Code of Ethics includes provisions relative to matters including, but not limited to, confidentiality of client information, prohibitions against insider trading and spreading unverified information, restrictions on the acceptance of significant gifts, reporting of certain gifts and business entertainment items, and personal securities trading procedures. All supervised persons at Atlas must acknowledge the terms of the Code of Ethics upon initial employment, as the Code of Ethics is amended, and on an annual basis.

To address any potential conflicts of interest involving personal trades, Atlas has adopted a Compliance Manual which includes the Code of Ethics as well as insider trading policies and procedures. Atlas' Compliance Manual requires its employees to:

- Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets.
- Place the integrity of the investment profession, the interest of clients, and the interests of Atlas above one's own personal interests.
- Adhere to the fundamental standard that one should not take inappropriate advantage of one's position.
- Address any actual or potential conflicts of interest.
- Conduct all personal securities transactions in a manner consistent with the extant policies and procedures.
- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities.
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit upon oneself and the profession.
- Promote the integrity of, and uphold the rules governing, capital markets.
- Maintain and improve professional competence and strive to maintain and improve the competence of other investment professionals.
- Comply with applicable provisions of the Federal securities laws.

Atlas' Compliance Manual also requires employees to:

- Pre-clear certain personal securities transactions.
- Report personal securities transactions on at least a quarterly basis.
- Provide Atlas with a detailed summary of certain holdings (both upon commencement of employment and annually thereafter) over which such employees have a direct or indirect beneficial interest.

A copy of Atlas' Code of Ethics will be provided to any client or prospective client upon request by calling (800) 432-7447.

Atlas, and individuals associated with Atlas, may buy or sell securities identical to those recommended to clients for their personal accounts. Additionally, any related person(s) may have an interest or position in a certain security or securities which may also be recommended to a client.

As these situations represent a conflict of interest, Atlas has established the following restrictions in order to ensure its fiduciary duties:

- A director, officer, or employee of Atlas shall not buy or sell securities for their personal portfolio(s) where their decision is directly or indirectly derived, in whole or in part, by reason of his or her employment, unless the information is also available to the investing public on reasonable inquiry.
- No personnel of Atlas shall prefer his or her own interest to that of an advisory client.
- All individuals must act in accordance with all applicable Federal and state regulations governing registered investment advisory practices.

Atlas has established the following procedures to address any conflicts of interest:

- All officers, directors, and employees are required to read and sign a copy of Atlas' policy statement concerning personal securities trading.
- All employees, their families (including spouses, minor children, and adults living in the same household), and trusts of which they are trustees, have a beneficial interest, or have control of the assets must provide Atlas copies of all security confirmations no later than 30 days after the end of the calendar quarter in which the transaction was effected and quarterly custodial/brokerage statements.
- Atlas will review all personal securities transactions to ensure compliance with company policies.
- Any individual not in observance of Atlas' policy on personal securities transactions will receive a written warning.
- Continued violations of this policy will result in termination.

Atlas anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Atlas has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Atlas, its affiliates and/or clients, directly or indirectly, have a position of interest. Atlas' employees and persons associated with Atlas are required to follow Atlas' Code of Ethics. Subject to satisfying this policy and applicable laws, all officers, directors, and employees of Atlas may trade for their own accounts in securities that are recommended to and/or purchased for Atlas' clients. The Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of the employees of Atlas will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code of Ethics, certain classes of securities have been designated as exempt securities, based upon a determination that transactions in these

securities would not materially interfere with the best interests of Atlas' clients. In addition, the Code of Ethics requires pre-clearance of certain transactions. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is monitored under the Code of Ethics to reasonably prevent conflicts of interest between Atlas and its clients.

Certain affiliated accounts may trade in the same securities or similar securities (for example, such as warrants or options) with client accounts on an aggregated basis when consistent with Atlas' obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Atlas will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially-filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the order.

It is Atlas' policy that the firm will not effect any principal or agency cross securities transactions for client accounts. Atlas will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an advisor, acting as principal for its own account or the account of an affiliated broker-dealer, buys or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment advisor in relation to a transaction in which the investment advisor, or any person controlled by or under common control with the investment advisor, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an advisor is dually registered as a broker-dealer or has an affiliated broker-dealer.

Item 12 - Brokerage Practices

BROKERAGE RECOMMENDATIONS

Atlas recommends Fidelity Investments ("Fidelity") and Charles Schwab & Company ("Schwab") to clients in need of brokerage and custodial services. Through their respective institutional customer programs, these custodians offer various services, including custody of securities, trade execution, and clearance and settlement of transactions. Atlas' clients are charged directly by these firms for these services. In return, Atlas and its clients receive benefits that they would not otherwise receive. Both Fidelity and Schwab are independent, unaffiliated SEC-registered broker-dealers.

In evaluating custodians for recommendation, Atlas seeks those who will hold client assets and execute transactions that are advantageous when compared with other available custodians and their services. Atlas considers a wide range of factors, including, among others, the combination of transaction execution services along with asset custody services; the ability to execute, clear, and settle trades; the capability to facilitate transfers and payments to and from accounts; the breadth of investment products available; the availability of investment research and tools to assist

Atlas in making investment decisions; the quality of services; the competitiveness of the price of those services; the reputation, financial strength, and stability of the provider; their prior service to Atlas and its clients; and the availability of other products and services that benefit Atlas and its clients.

While Atlas recommends the use of these Custodians, it is at the client's discretion to opt to do so. Should a client direct Atlas to use a different broker or dealer, Atlas may not have the ability to obtain volume discounts, best execution may not be achieved, and a disparity in commission charges may exist between the commissions charged to these and Atlas' other clients.

Trade orders are processed as quickly as possible recognizing the nature of the account and the transaction. However, trades executed for accounts held at other custodians may not be executed as quickly as those for accounts held at Fidelity or Schwab.

VALUATION OF CERTAIN SECURITIES

Atlas generally trades in highly liquid securities such as mutual funds and ETFs. In rare instances, a market quotation may not be readily available for an individual security. Should this occur, Atlas will use its best efforts and appropriate means to obtain all relevant information in order to determine a fair value for that security. Such assessment may include consideration of the most recent closing market price, as well as other appropriate factors. In the event that a price is not available through the custodian of record, Atlas may rely on alternate custodian or brokerage quotations. If deemed necessary or prudent, Atlas may engage an independent third party for an appraisal of the security.

ADDITIONAL BENEFITS FROM AGREEMENTS WITH SERVICE PROVIDERS

Both Fidelity and Schwab (together, the "Custodians") provide Atlas with certain benefits and services based upon the amount of client assets in accounts at the Custodians.

These benefits include access to the Custodians' institutional trading and operations services, including research, and other products and services. These products and services may benefit Atlas directly without necessarily benefitting individual client accounts, either directly or indirectly.

Other products and services assist Atlas in managing and administering clients' accounts. These include provision of software and other technologies to access client account data (such as trade confirmations and account statements); facilitation of trade execution (and allocation of aggregated trade orders for multiple client accounts); provision of pricing information and other market data; facilitation of payment of Atlas' fees from its clients' accounts; and assistance with back-office support, recordkeeping, and client reporting. Many of these products and services may be used to service all Atlas' accounts, including those accounts not maintained at the Custodians. These products and services may not benefit all of Atlas' client accounts equally and may not benefit certain client accounts at all.

The Custodians may also provide Atlas with other services intended to help Atlas manage and further develop its business enterprise. These services may include consulting, publications, and

presentations on practice management, information technology, business succession, regulatory compliance, and marketing. They may also provide other benefits such as educational conferences and events. These services may be provided by the Custodians themselves; in other cases, they may arrange for third-party vendors to provide the services to Atlas. Additionally, the Custodians may discount or waive fees they would otherwise charge Atlas for some of these services or pay all or a part of the fees of a third-party providing these services to Atlas.

Atlas' receipt of these products and services from the Custodians creates a conflict of interest since these benefits may influence Atlas' decision to recommend them over other service providers that do not furnish similar support, services, or software to Atlas.

Atlas periodically evaluates the services provided by the Custodians to determine whether the benefits received are reasonable in relation to the value of services provided to Atlas clients.

Item 13 - Review of Accounts

The portfolio management function is a dynamic process.

Client portfolio data is maintained in-house in a customized computer database. Transaction records and market pricing are downloaded from custodians each business day or as often as is made available. Client information is updated to reflect holdings and prices as of the close of business the previous business day or other most recent valuation date. This facilitates Atlas' ability to calculate asset allocation, individual position weights, internal rate-of-return since inception, and annualized internal rates-of-return, if desired.

Specific mutual funds and ETFs common to client portfolios are monitored on an on-going basis.

Atlas' investment personnel hold both formal and informal meetings to discuss investment ideas, economic developments, current events, investment strategies, issues related to portfolio holdings, etc.

The Investment Committee reviews asset allocation models at least monthly to ensure they remain consistent with their defined objective and risk tolerances. The Investment Committee is comprised of representatives from different departments at Atlas to ensure a diversity of perspective. The members are appointed to leverage their industry experience and tenure at the firm.

Client portfolios are reviewed at least quarterly by the client's primary or back-up manager to confirm that overall allocations and individual holdings are consistent with the client's investment objective.

REPORTS OF ACCOUNTS

Custodians send account statements directly to clients on a regular basis. In addition to the statements and confirmations of transactions that clients receive from their designated custodian, Atlas provides clients with periodic written reports detailing their portfolio's financial profile,

performance data, and billing fees. These reports may include the client's original amount invested, cost basis for tax purposes, current value, cumulative income, internal rate-of-return since inception, and annual rate of return for each holding.

Clients should carefully review their custodian's statements and compare them with the statements they receive from Atlas. We encourage clients to request face-to-face or telephone meetings with their Wealth Advisor to review progress in pursuing investment goals and to consider resetting goals.

Item 14 - Client Referrals and Other Compensation

Some employees of Atlas receive compensation for generating new clients and generating additional funds from current clients. Atlas does not pay for referrals from outside sources. At the time of their introduction to the firm, all potential clients are provided with a copy of Atlas' Form ADV Part 2. They are also given a specific disclosure which they are asked to read, discuss with us, and sign to ensure that the nature of our potential association is fully understood.

Periodically, Focus Financial Partners, LLC ("Focus"), Atlas' parent company, holds partnership meetings and other industry and best-practices conferences, which typically include Focus firm and external attendees. These meetings provide sponsorship opportunities for asset managers, asset custodians, vendors, and other third party service providers. Sponsorship fees allow these companies to advertise their products and services to Focus firms, including Atlas, and facilitate access to the firm's Wealth Advisors and employees to discuss ideas, products, and services. This could be deemed a conflict of interest: the marketing and education activities conducted and the access granted at such meetings and conferences may lead Wealth Advisors to focus on those conference sponsors in the course of their duties. Focus attempts to mitigate any such conflict by having the fees only go towards defraying the cost of such meeting or future meetings and not as revenue for itself or any affiliate. Conference sponsorship fees are not dependent on assets placed with any specific provider or the revenue generated by asset placement.

Please see Item 12 – Brokerage Practices for information about other compensation Atlas receives in connection with its advisory business.

Item 15 - Custody

Clients will receive statements from the broker-dealer, bank, or other qualified custodian that holds and maintains the client's investment assets on a regular basis. For accounts that Atlas accesses using a personal identification number and password, Atlas is deemed to be one of the custodians of those assets. Clients should review such statements carefully and compare such official custodial records to the account statements that Atlas provides.

For the protection of its clients, Atlas undergoes a surprise audit each year to monitor accounts for which it is deemed to be a custodian.

Atlas' statements may vary from custodial statements based upon accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 - Investment Discretion

Atlas receives authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold, as well as the timing of such transactions, without prior consent from the client (“discretionary authority”). Such discretionary authority is exercised in a manner consistent with the stated investment objectives for the client account.

When exercising discretionary authority, Atlas observes the investment policies, limitations, and restrictions applicable to the client’s account as set forth in the investment management agreement.

Clients on occasion may restrict the mutual funds in which Atlas may invest their assets. For example, a client may not want to hold securities of a specific mutual fund, type of fund (e.g., emerging market), or fund family. In such an event, Atlas restricts those accounts in its client management software.

Item 17 - Voting Client Securities

As a matter of firm policy and practice, Atlas does not have authority to and does not vote proxies on behalf of advisory clients. Clients retain this authority for receiving and voting proxies for those securities held in their portfolios. Any such proxies will be received by the client directly from their custodian. Should a client have questions regarding a particular solicitation, they may contact their Atlas Wealth Advisor at 800-432-7447 for consultation.

Item 18 - Financial Information

Registered investment advisors, such as Atlas, are required to provide certain financial information or disclosures about their financial condition. Atlas has no financial commitment impairing its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.