

MarketRiders, Inc.

Client Brochure

This brochure provides information about the qualifications and business practices of MarketRiders, Inc.. If you have any questions about the contents of this brochure, please contact us at (866) 990-3837 or by email at: support@marketridders.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 MarketRiders, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. MarketRiders, Inc.'s CRD number is: 147963

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Registration does not imply a certain level of skill or training.

Version Date: 3/14/2012

Item 2: Material Changes

The material changes in this brochure from MarketRiders, Inc.'s last annual filing on February 22, 2011 are described below. This list summarizes changes to MarketRiders, Inc.'s policies, practices or conflicts of interests only. MarketRiders, Inc.'s brochure has been substantially amended. Specifically, the movement of the MarketRiders Investment Supervisory Service to another Investment Advisory firm has substantially altered this brochure. We urge you to thoroughly review this brochure for all changes.

Material Change	Previous Brochure Location (Page Number/Item Number)	This Brochure Location (Page Number/Item Number)
Types of Services	Page 1/Item 4.B	Page 1/Item 4.B
Fee Schedule	Page 3/Item 5.A	Page 2/Item 5.A
Registration Relationships	Page 6/Item 10.C	Page 4/Item 10.C
Brokerage Practices	Page 8-9/Item 12	Page 6/Item 12
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Item 4: Advisory Business

A. Description of the Advisory Firm

This firm has been in business since September 4, 2008, and the principal owners are Mitchell Jay Tuchman and Stephen Russell Beck.

B. Types of Advisory Services

MarketRiders, Inc. offers the following service to advisory clients:

MarketRiders Online Subscription Service

MarketRiders offers a subscription-based Internet service that empowers registered members to build and manage portfolios of Exchange Traded Funds (ETFs). To become a registered member (hereinafter "Clients") Clients elect to pay a monthly or annual subscription fee resulting in access to MarketRiders software that allows them to build and manage their MarketRiders portfolios.

Within the MarketRiders software, Clients can either choose to answer a series of questions resulting in a recommended portfolio, or they can employ the custom portfolio construction feature to build the portfolio of their choosing. MarketRiders monitors these portfolios for Clients and sends out rebalancing alerts guiding their portfolio management. All new Clients receive a 30-day free trial that can be terminated during the trial period without penalty. After the 30-day free trial, Clients may terminate their account at anytime through the account management function on the MarketRiders website and no further charges will be made to their bank or credit card. There is no required minimum account size to use this service.

C. Wrap Fee Programs

MarketRiders does not participate in any wrap fee programs.

D. Amounts Under Management

MarketRiders has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$0.00	\$0.00	12/31/2011

Item 5: Fees and Compensation

A. Fee Schedule

MarketRiders Online Subscription Service Fees

Clients may elect to pay a subscription fee of \$14.95 monthly or \$149.95 annually, resulting in access to MarketRiders software that allows them to build and manage their MarketRiders portfolios. These subscription fees are paid in advance with some Clients being offered a free trial year. Subscription fees that are charged in advance will not be refunded. All new Clients receive a 30-day free trial that can be terminated during the trial period without penalty. After the 30-day free trial, Clients may terminate their account at anytime through the account management function on the MarketRiders website and no further charges will be made to their bank or credit card.

B. Payment of Fees

Payment MarketRiders Online Subscription Service Fees

Online Subscription Service fees are paid via check or credit card in advance. Subscription fees that are charged in advance will not be refunded.

MarketRiders has no discretion over the Client's funds and the Client manages their own brokerage account. MarketRiders is only an advice platform.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fee etc.). Those subscription fees are separate and distinct from the fees and expenses charged by MarketRiders. Please see Item 12 of this brochure regarding broker/custodian.

MarketRiders has no discretion over the Client's funds and the Client manages their own brokerage account. MarketRiders only offers a subscription service at this time and does not affect trades for or on behalf of clients.

D. Prepayment of Fees

MarketRiders collects subscription fees in advance. Subscription fees that are collected in advance will not be refunded.

E. Outside Compensation For the Sale of Securities to Clients

Neither MarketRiders nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

MarketRiders does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

MarketRiders generally provides investment advice and/or management supervisory services to the following Types of Clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Trusts, Estates, or Charitable Organizations

Minimum Account Size

There is no account minimum for participation in the Online Subscription Service.

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

A. Methods of Analysis and Investment Strategies

MarketRiders' method of analysis is based on modern portfolio theory.

Modern Portfolio Theory focuses on asset allocation through the use of Exchange Traded Funds and the implementation of periodic rebalancing when target allocations move outside of defined ranges.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

MarketRiders advises on Long Term and Short Term Purchases strategies.

MarketRiders utilizes investment strategies that are designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

MarketRiders generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business or the integrity of our management.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither MarketRiders nor its representatives are registered as a broker/dealer or as representatives of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither MarketRiders nor its representatives are registered as a FCM, CPO, or CTA.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Mitchell Jay Tuchman is the Managing Member of MR Advisers, Inc., a SEC Registered Investment Adviser. Mr. Tuchman is also the General Partner to Net Market Partners, L.P., a venture capital fund. MarketRiders clients will not be solicited to invest or participate in any way with Net Market Partners, L.P. MarketRiders always acts in the best interest of the client.

All material conflicts of interest Under Section 260.238 (k) of the California Corporations Code are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonable expected to impair the rendering of unbiased and objective advice.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

MarketRiders does not utilize nor select other advisors or third party managers.

Item 11: Code of Ethics, Participation in Transactions, Personal Trading

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may request a copy of our Code of Ethics from management.

B. Recommendations Involving Material Financial Interests

MarketRiders does not recommend that clients buy or sell any security in which a related person to MarketRiders has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of MarketRiders may buy or sell securities for themselves that they also recommend to clients. MarketRiders will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

MarketRiders only offers a subscription service at this time and does not affect trades for or on behalf of clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

MarketRiders only offers a subscription service at this time and does not affect trades for or on behalf of clients.

1. *Research and Other Soft-Dollar Benefits*

MarketRiders receives no research, product, or services other than execution from a broker-dealer or third-party in connection with client securities transactions (“soft dollar benefits”).

2. *Brokerage for Client Referrals*

MarketRiders receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

MarketRiders allows its clients to direct brokerage.

B. Aggregating (Block) Trading for Multiple Client Accounts

MarketRiders only offers a subscription service at this time and does not affect trades for or on behalf of clients.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

MarketRiders only offers a subscription service at this time. The subscription service enables subscribers to review their portfolios when the client’s financial situation changes and provides a new portfolio recommendation. Portfolio review is done at the clients’ discretion; there is no intervention by MarketRiders.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

MarketRiders only offers a subscription service at this time. The subscription service enables subscribers to review their portfolios when the client’s financial situation changes and provides a new portfolio recommendation. Portfolio review is done at the clients’ discretion; there is no intervention by MarketRiders.

C. Content and Frequency of Regular Reports Provided to Clients

MarketRiders provides monthly reports via email to its online subscription.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

MarketRiders does not receive any economic benefit, directly or indirectly from any third party for advice rendered to MarketRiders clients.

B. Compensation to Non –Advisory Personnel for Client Referrals

MarketRiders from time-to-time enters into joint marketing agreements with websites and other marketing organization for which MarketRiders pays a referral fee for free trial subscribers to its online service.

Item 15: Custody

MarketRiders does not take custody of client accounts at any time.

Item 16: Investment Discretion

MarketRiders does not have discretion over client accounts.

Item 17: Voting Client Securities (Proxy Voting)

MarketRiders will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

MarketRiders does not require nor solicit prepayment of more than \$149 in subscription fees per client and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither MarketRiders nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

Neither MarketRiders nor its management have been the subject of a bankruptcy petition in the last ten years.