



AMERICAN WEALTH MANAGEMENT
Managing Assets Worldwide

AMERICAN WEALTH MANAGEMENT, INC

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This Brochure provides information about the qualifications and business practices of

AMERICAN WEALTH MANAGEMENT, INC

(AWM). If you have any questions about the contents of this Brochure, please contact us at 770-392-8740 or 1-800-633-4613/jerryborzello@awmnc.biz

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. AMERICAN WEALTH MANAGEMENT, INC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser. Additional information about AMERICAN WEALTH MANAGEMENT, INC also is available on the SEC's website at www.adviserinfo.sec.gov.

December 29, 2010

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated December 29, 2010 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Jerome A. Borzello President at 770-392-8740/1-800-633-4613 or jerryborzello@awminc.biz. Our Brochure can also be requested through our web site www.awminc.biz also free of charge.

Additional information about AMERICAN WEALTH MANAGEMENT, INC. is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with AMERICAN WEALTH MANAGEMENT, INC. who are registered, or are required to be registered, as investment adviser representatives of AMERICAN WEALTH MANAGEMENT, INC.

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Item 4 – Advisory Business

The applicant, AMERICAN WEALTH MANAGEMENT, INC. (AWM), provides comprehensive advisory services for its clients. Jerome A. Borzello is President and owner of AWM. He registered AWM as an advisory firm with the SEC in 1994*. AWM may provide any number of services, including but not limited to asset management, portfolio analysis, asset allocation and financial planning. AWM assists clients in achieving their individual investment objectives in a cost effective manner from both a tactical and strategic approach to investing over an entire market cycle. To this end, AWM is committed to a fee-approach for advisory services.

AWM participates in two wrap fee programs the Opportunity Account and the Ambassador Account both offered through the firm's clearing firm Raymond James and Associates. With the wrap fee accounts the expenses to the client are all inclusive and AWM gets a portion of the total fee charged the client. With all other AWM managed accounts the firm only receives the fee agreed upon in the client fee agreement and all other expenses are separately charged the client. [See Item 5-Fees and Compensation for other expenses]

AWM manages ~\$ 83,352,975.00 discretionary and ~\$18,297,578.00 non-discretionary (Regarding the calculation of assets under management "as of" December 31, 2010 which date must be within 90 days of the date of the current amendment.)

Clients may impose restrictions on AWM regarding specific securities or types of securities that can be purchased for their account.

*registered does not imply a certain level of skill or training

Item 5 – Fees and Compensation

AWM is compensated for advisory services on a fee basis which is based on the total value of the assets under management at the start of the contract period and; there after, the fee is based on the total value of the assets at the end of the quarter of the contract period (excluding any exempt assets).

Fee Schedule: AWM's basic fee structure for all managed accounts range from 1% to 3% annual fee paid quarterly of the account value at the end of the quarter (excluding any exempt assets).

Fees are negotiable with regard to the particular circumstances of each client.

Fees are paid quarterly in advance. If management services begin after the start of the quarter, fees will be prorated according to the time remaining in the quarter. All fees paid to AWM for advisory services are separate and distinct from the fees and expenses charged by the client's custodian.

Refunds or Termination: Clients can terminate this agreement within five (5) business days from the date of acceptance without penalty. Hereafter, in the event of termination of clients' account clients will be refunded the prorated portion of the fee for the quarter of termination provided the account has been open for a minimum of twelve (12) months from the date of inception. Either AWM or the client may terminate this agreement upon written notice.

The specific manner in which fees are charged by AWM is established in a clients' written agreement with AWM. Clients will be billed in advance each calendar quarter. Clients may elect to be billed directly by AWM for their fees or to authorize their custodian to allow AWM to directly debit fees from their account. Clients will be either billed by separate invoice or the clients' quarterly account statement will describe the fees charged and serve as the clients' invoice. Management fees shall not be prorated for each capital contribution and withdrawal made during the applicable calendar quarter. Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

AWM's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment managers and other third parties such as fees charged for deferred sales charges, odd-lot differentials, transfer taxes, wire

transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to AWM's fee, and AWM does not receive any compensation from these commissions, fees, and costs.

Supervised persons do not sale or recommend securities or other investment products for compensation. Only when there is a new issue security that has a selling concession and the client is aware of the compensation and agrees to the purchase can a supervised person receive such compensation. If such a security is purchased for the client it will become excluded from the client's total assets for one year when calculating the client's fee (exempt asset). AWM belives this procedure eliminates any conflict of interest.

Mutual funds purchases will be no-load funds.

Item 12 further describes the factors that AWM considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

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

AWM does not charge any performance-based fees (fees based on a share of capital gains or capital appreciation of the assets of a client).

Item 7 – Types of Clients

AWM provides portfolio management services to individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable institutions, foundations, endowments, and other U.S. institutions.

AWM has a minimum account size of \$100,000.00 but account size can be negotiated depending on the client's individual circumstance.

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

AWM's methods of analysis and investment strategies consist of a variety of disciplines: Methods of analysis and sources of information are charting services, fundamental analysis and technical analysis. This is incorporated with sources of information such as financial periodicals, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, SEC filings and company press releases.

This information provides the basis for implementing an investment strategy to meet the client's investment objective. Investment strategies will vary depending on the particular client; therefore, any one or all of the methods of analysis may be used for a particular strategy. The following are investment strategies provided by AWM. Long term purchase (securities held at least a year), Short term purchases (securities sold within a year), trading (securities bought and sold within 30 days), margin transactions and option writing, including covered calls and options used for hedging purposes.

In vesting in securities both equities and fixed income either long term or short term have associated risks clients must be aware of. Some but not all of these risks are company specific risk, market risk, credit risk and interest rate risk. Margin investing has the aforementioned risks for securities plus the debit risk a client has when they borrow money from their brokerage firm. Option investing has the aforementioned risks for securities by the companies in which the particular options contract represents. The risks unique with options are the time value of money and expiration of the contract over a specified period of time. (Options are a finite contract and can expire worthless). When options are used with a client's account the client must receive the options brochure "Characteristics and Risks of Standardized Options" and any current amendments.

All clients must understand and be prepared for losses when investing in securities.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of AWM or the integrity of AWM's management. AWM has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

AWM the Advisory has an affiliate relationship with AWM the broker dealer (BD) and AWM spends ~60% of its time as a securities broker conducting transaction business on a commission basis for clients. The B/D clients are strictly transaction clients compensating the B/D by paying commissions. AWM the B/D avoids all conflict of interests between AWM the Advisory and AWM the B/D. AWM the Advisory and AWM the B/D have clearing and custodian relationships with Raymond James and Associates. AWM the Advisory can execute trades for the client's account through AWM the B/D if commissions and executions are competitive with those available by other brokerage firms at that time. AWM the Advisory also has a clearing and custodian relationship with Charles Schwab & Co. Inc. Clients can select their own custodian. However, AWM believes in most circumstances the client will receive the most cost effective and efficient service from the clearing and custodian relationship available through AWM and that is Raymond James and Associates or Charles Schwab & Co. Clients may be charged clearing and/or custodian charges by these firms but AWM the Advisory, AWM the B/D or all associates of AWM will not receive or participate in any compensation from these other charges.

AWM is registered as a Broker-Dealer and the firm may from time to time buy or sell securities that it also recommends to its clients. AWM or its associates may buy or sell securities or other investment products for themselves and also recommend them to AWM Advisory clients but never at a price better than the price the client gets.

Item 11 – Code of Ethics

AWM has a Code of Ethics that sets the standard for all associates to work with clients in a way that is appropriate and acceptable with respect to the advice and services provided.

AWM has adopted a Code of Ethics for all supervised persons and associates of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons and associates at AWM must acknowledge the terms of the Code of Ethics annually, or as amended.

AWM anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which AWM has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which AWM, its affiliates and/or clients, directly or indirectly, have a position of interest. AWM's employees and all associates with AWM are required to follow AWM's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of AWM and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for AWM's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of AWM 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 certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of AWM's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. 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 continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between AWM and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with AWM's 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. AWM 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.

AWM's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Gavin Borzello 770-392-8741 or gavinborzello@awminc.biz.

It is AWM's policy that the firm will not affect any principal or agency cross securities transactions for its client accounts or execute cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, 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 adviser is dually registered as a broker-dealer or has an affiliated broker-dealer. AWM does not conduct any principal transactions between clients or AWM the B/D. AWM does not conduct any agency cross transactions between clients or AWM the B/D. These procedures eliminate any conflict of interest.

Item 12 - Brokerage Practices

AWM does not use clients' brokerage commissions to obtain research or other products and services. Clients' DO NOT pay commissions (or markups or markdowns) in return for soft dollar benefits. AWM does not direct clients' transactions to any particular broker/dealer in return for any soft dollar benefits. Clients can recommend their own broker/dealer but AWM believes the best broker/dealer is with AWM's two clearing arrangements (see item 10). AWM does not select or recommend broker/dealers based on receiving client referrals. When clients direct their brokerage transactions they may not receive the best execution and possibly pay higher transaction costs.

When it is the best interest of clients AWM will conduct block trades or aggregate trades to reduce any associated costs to the client. If a trade is only partially filled the trade will be prorated to clients based on size of the client's original order and any associates' trades must step aside until the original client orders are filled.

Item 13 – Review of Account

AWM monitors activity in clients' accounts approximately every 10 days. This is conducted by the Chief Compliance Officer or his designated associate to primarily observe for any conflict of interest between client and Advisor. Advisors are responsible for all activity with a client's account and they will monitor their accounts daily. At a minimum, Advisors will review their accounts monthly for administrative accuracy and client performance relative to the clients' investment objective. Each Advisor is responsible to report any problems or inaccuracies to the Compliance Officer. The clients' custodian will provide monthly statement to the clients except when the clients request to have statements sent less frequent. The client will receive, at a minimum, a quarterly statement from the custodian providing a breakdown of all account activity and fees. This statement will act as the clients invoice for advisory fees charged per the client fee agreement. Clients are responsible to review this statement for its accuracy and must report any discrepancies to the Advisor managing the account or AWM's Compliance Officer. AWM does not provide account statements to clients.

[See Item 15 – Custody: for further information regarding client reports]

Item 14 – Client Referrals and Other Compensation

AWM does not rely on someone who is not a client for investment advice or other advisory services to its clients for economic benefit.

AWM does use third parties for referrals and third parties can be compensated by AWM. AWM's referral program is called Wealth Partners. Before referring a client to AWM the Wealth Partner must agree to and sign the terms of AWM's Wealth Partners Agreement. This agreement sets forth the regulatory requirements the Wealth Partner must comply with in order to be compensated. When the Wealth Partner refers a client to AWM they must provided the client with the Wealth Partner's Disclosure Agreement. This agreement must be signed by the client and the Wealth Partner acknowledging that the client is

completely aware of the referral agreement between AWM and the Wealth Partner. The agreement discloses to the client the relationship between AWM and the Wealth Partner and the compensation arrangement.

Item 15 – Custody

Clients will receive a quarterly statement from their custodian. Clients are responsible to review this statement for its accuracy. AWM does not provide account statements to clients. Clients will only receive account statements from their designated custodian. If the client receives statements from a source other than their custodian they should notify AWM's Compliance Officer - immediately.

Item 16 – Investment Discretion

When clients authorize full discretion in their fee agreement this will allow AWM to have full discretion to make decisions as to what securities and the amount of those securities bought and sold. When AWM selects securities and determines the amount to be purchased AWM must observe the client's investment policies, limitations and restrictions. This will only be done in allocating funds to meet the client's investment objective. However, full discretion at no time shall allow AWM or any associate to receive, retain or physically control any cash, securities or other assets forming any part of the client's account except when authorized by the client in writing.

Item 17 – Voting Client Securities

AWM does not vote client securities.

Item 18 – Financial Information

N/A