

ODYSSEY ALLIANCE WEALTH ADVISORS, LLC

FIRM BROCHURE

ADV PART 2A

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This brochure provides information about the qualifications and business practices of Odyssey Alliance Wealth Advisors, LLC. It is prepared in the required revised format beginning in 2011. Registered Investment Advisors are required to use this format to inform clients of the nature of advisory services provided, types of clients served, fees charged, potential conflicts of interest, as well as other information.

Odyssey Alliance Wealth Advisors, LLC is a Registered Investment Advisor. Registration of an Investment Advisor does not imply any level of skill or training. 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 is available on the SEC's website www.adviserinfo.sec.gov. If you have any questions about the contents of this brochure, please contact us at 716-698-1948.

ITEM 2- SUMMARY OF MATERIAL CHANGES

The brochure requirements include providing a Summary of Material Changes reflecting any material changes to the policies, practices, or conflicts of interest made since the last required “annual update” filing. In the event of any material changes, such summary is provided to all clients within 120 days of our fiscal year-end.

Material changes:

1/24/2018

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. The date of the last annual update of our brochure will be referenced.

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ITEM 4- ADVISORY BUSINESS

OWNERSHIP/ADVISORY HISTORY

Odyssey Alliance Wealth Advisors, LLC (“the Advisor”) is a North Carolina limited liability company owned by Odyssey Alliance, Inc. It was registered as an Investment Advisor in 2018.

For more information on the principal owner and other individuals who formulate investment advice, have direct contact with clients, or have discretionary authority over client accounts, please see ADV Supplements (ADV Part 2B).

ADVISORY SERVICES OFFERED

The Advisor’s primary services include portfolio management and financial planning. At the beginning of each relationship, the Advisor will meet with the Client(s) to gather information and evaluate their experience, circumstances, goals, risk tolerance, and investment objectives. Generally, the Advisor will develop the following with each client (although discussed regularly with each client, the following are not necessarily written documents):

- Investor Profile- an outline of a client’s experience, circumstances, goals, risk tolerance, and investment objective; as well as an
- Investment Plan- the strategy and investment guidelines to be implemented.

PORTFOLIO MANAGEMENT

As described above, at the beginning of each relationship, the Advisor will meet with the Client(s) to gather information and evaluate their individual investment experience, current financial circumstances and needs, short and long-term goals, risk tolerance, and investment objectives (Investor Profile). Using this information, the Advisor will then assess, analyze, and conduct research as necessary to develop a strategy and investment guidelines (Investment Plan). The Investor Profile and Investment Plan will be updated periodically when requested by a client, or when determined to be necessary or advisable by the Advisor.

When determined appropriate, or requested by a client, certain written restrictions can be imposed on the Advisor in the management of a client’s investment portfolios. Such restrictions may include, but are not limited to, a prohibition of investment types, classes, or individual assets, or a restriction on the sale of certain positions or holdings. It should be noted that restrictions might adversely affect the performance of a client’s portfolio.

Furthermore, each client relationship and portfolio is managed individually and separate from other clients. For these and other reasons, the composition and performance of client investment portfolios with the same or similar investment objectives, goals, and/or risk tolerance may differ.

To implement the Client's Investment Plan, the Advisor will manage the Client's investment portfolio on a discretionary basis (in rare cases, on a non-discretionary basis) on an approved custodial platform. As a discretionary investment advisor, the Advisor will have the authority to direct the portfolio without prior consent from the Client. Under a non-discretionary arrangement, clients must be contacted and provide their consent prior to the execution of a trade in their account(s). Prior approval may result in a delay in executing trades, as well as the prevention of participating in block trades, a practice that enhances order execution quality.

FINANCIAL PLANNING

The Advisor offers limited financial planning services to clients in conjunction with Portfolio Management services. The Advisor's limited financial planning services generally address areas such as general cash flow management, investment analysis, retirement planning, and an insurance evaluation. The goal of this service is to assess the financial circumstances of a client in order to more effectively develop the Client's Investment Plan.

Financial planning is not normally offered as a stand-alone service or for a separate fee, but is typically provided in conjunction with the management of the portfolio. However, several affiliated Investment Advisor Representatives (IARs) may provide stand-alone financial planning services to their clients. The details and fees with such services will be detailed in each individualized consulting agreement.

RECOMMENDATION OF THIRD PARTY ADVISORS

When deemed appropriate, the Advisor may recommend the services of a third party Investment Advisor. The recommendation will depend on the client's circumstances, goals, desired strategy, account size, risk tolerance, objectives, or other factors. Clients are never obligated to use a recommended Third Party.

The Advisor will review Third Party Advisors prior to making a recommendation to a client. The Advisor considers multiple factors including the manager(s), fees, reputation, performance, and reporting, as well as the Client's Investor Profile data. After the Advisor's review, the Client will be presented with one or more recommendations. If the Client wishes to proceed, the Advisor will enter into a Co-Advisor relationship with the recommended Third Party Advisor.

WRAP PROGRAM

The Advisor does not sponsor a wrap program.

RETIREMENT PLAN ADVISORY SERVICES

The Advisor may provide Retirement Plan Advisory Services to Plans and Plan Fiduciaries as described below. The services provided and associated fees will be detailed in a consulting agreement. The appropriate Plan Fiduciary(ies) in the Plan documents (e.g. the plan sponsor or named fiduciary) will (i) make the decision to retain our firm; (ii) agree to the scope of the services that will be provided; and (iii) make the ultimate decision as to accepting any of the recommendations that are provided.

Fiduciary Consulting Services

- Investment Selection Services- The Advisor will provide Plan Fiduciaries with recommendations of investment options.
- Non-Discretionary Investment Advice- The Advisor provides Plan Fiduciaries and Plan Participants general, non-discretionary investment advice.
- Investment Monitoring- The Advisor assists in monitoring the Plan's investment options and will make recommendations to maintain or remove and replace investment options.

Fiduciary Management Services

- Discretionary Management Services- The Advisor will continuously and actively monitor the Plan assets and provide ongoing management of the assets. When applicable, the Advisor will have discretionary authority to make all decisions to buy, sell or hold securities, cash or other investments for the retirement Plan assets in the sole discretion without first consulting the Plan Fiduciaries.
- Discretionary Investment Selection Services- The Advisor will monitor the investment options of the Plan and will have discretionary authority to add or remove investment options for the Plan Participants without prior consultation with the Plan Fiduciaries.
- Investment Management via Model Portfolios- The Advisor will provide discretionary management of Model Portfolios among which the participants may choose to invest as Plan options.

Non-Fiduciary Services

- Participant Education- The Advisor will provide education services to Plan Participants regarding general investment principles and the investment alternatives available under the Plan. Plan Participants are responsible for implementing transactions in their own accounts.
- Participant Enrollment- The Advisor may assist with group enrollment meetings to increase plan participation among employees along with investment and financial understanding by the employees.

ITEM 5- FEES AND COMPENSATION

GENERAL INFORMATION

Fees paid to the Advisor are exclusive of all custodial and transaction costs paid to the Client's custodian, brokers, or other third-party consultants. Additionally, fees paid to the Advisor are also separate and distinct from the fees and expenses charged by mutual funds, exchange traded funds (ETFs), or other investment pools (generally including a management fee and fund expenses, as described in each fund's prospectus or offering materials). Clients should review all fees charged by the Advisor, the custodian, broker, each fund, and others to fully understand the total amount of fees paid.

PORTFOLIO MANAGEMENT FEES

Generally fees for portfolio management are based on a percentage of assets under management. However, when agreed upon by the Client and the Advisor, there may be instances when the Advisor may charge a fixed or hourly fee. Furthermore, the Advisor does not generally impose a minimum annual fee on a portfolio. The Advisor may, however, at its discretion, make exceptions to the foregoing or negotiate special fee arrangements when deemed appropriate. Details on the fees charged by the Advisor are outlined in the Asset Management Agreement (AMA). Maximum annual fee schedules, based on a percentage of assets under management, are as follows:

- Up to 2.0% on discretionary accounts
- Up to 1.5% on non-discretionary accounts

Portfolio management fees are generally payable quarterly, in advance. If management services begin after the start of a quarter, fees will be prorated accordingly. With client authorization, and unless other arrangements are made, fees are debited directly from the client account(s).

Either the Advisor or the Client may terminate the Asset Management Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the Client, and any fees due to the Advisor will be invoiced or deducted from the Client's account.

FINANCIAL PLANNING FEES

Generally, financial planning services agreed upon are for the purpose of assisting in the development of the Client's Investment Plan. However, certain affiliated Investment Advisor Representatives may provide stand-alone financial planning services to their clients. The associated fees with such services will be detailed in each individualized consulting agreement.

RECOMMENDATION OF THIRD PARTY ADVISORS FEES

When the Advisor is a Co-Advisor, it will charge an annual fee based upon a percentage of the assets under management. This fee is separate, distinct, and in addition to the fees charged by the Third Party Advisor, as well as fees charged by the custodian, brokers, mutual funds, exchange traded funds (ETFs), or other investment pools. Each client should review all fees charged by the Third Party Advisor, the Advisor, the custodian, broker, each fund, and others to fully understand the total amount of fees paid.

WRAP PROGRAM FEES

The Advisor does not sponsor a wrap program.

RETIREMENT PLAN ADVISORY SERVICES FEES

The Advisor may provide Retirement Plan Advisory Services to Plans and Plan Fiduciaries. The services provided and associated fees will be detailed in a consulting agreement. The appropriate Plan Fiduciary(ies) will agree to the scope of the services that will be provided and the fees for such services.

OTHER COMPENSATION

Investment Advisor Representatives of the Advisor may also be Registered Representatives of a Broker/Dealer, or Insurance Agents of a General Agency. As such, they are entitled to receive commissions or other remuneration on the sale of insurance and other products. To protect client interests, the Advisor's policy is to disclose all forms of compensation before any such transaction is executed. Clients will not pay both a commission to these individuals and pay an advisory fee to Advisor on the same pool of assets. These fees are exclusive of each other.

ITEM 6- PERFORMANCE-BASED FEES

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

ITEM 7- TYPES OF CLIENTS

The Advisors services are offered to individuals, high net worth individuals, non-profits, companies, corporations, and other business entities. The Advisor does not generally require a minimum account size to become a client.

ITEM 8- ANALYSIS METHODS, INVESTMENT STRATEGIES, AND RISK OF LOSS

ANALYSIS METHODS

In accordance with the Investment Plan, the Advisor will primarily invest in mutual funds, Exchange Traded Funds (“ETFs”), and individual stocks and bonds. Mutual funds and ETFs are generally evaluated and selected based on a variety of factors, including past performance, fee structure, the portfolio manager, sponsor, overall rating, among other factors. Bonds and fixed income investments are generally evaluated by rating, yield, and duration. In making selections of individual stocks for client portfolios, the Advisor may use one of the following types of analysis:

Fundamental Analysis- involves the review of a business and financial information of an issuer. Generally, an analysis of the issuer’s financial statements is conducted and compared using common financial ratios.

Technical Analysis- involves studying past price patterns, volume patterns, and trends in the financial markets, to predict the direction of both the overall market and specific stocks.

INVESTMENT STRATEGIES

The Advisor’s broad approach is to invest in each portfolio in accordance with the Investment Plan that has been developed specifically for each client. While considering the individual circumstances of each client and their Investor Profile, one of the following strategies may be used individually, or in combination:

Long Term Purchases- with the expectation that the value of securities purchased will grow over time, generally greater than one year.

Short Term Purchases- with the anticipation of short-term price fluctuations, securities are typically sold relatively quickly, generally less than one year.

Short Sales- transactions in which an investor sells borrowed securities in anticipation of a price decline. At a later date, the investor is required to return an equal number of shares. A short seller profits if the stock price goes down.

Trading- an active strategy in which securities are generally held for less than thirty (30) days.

Options- a transaction that involves buying or selling (writing) an option contract. The buyer of an option gives the purchaser the right to purchase or sell a specified number of shares at a specified price until the date of expiration. The writer of an option is obligated to deliver (call) or purchase (put) a specified number of shares at a specified price if the buyer exercises the option.

RISK OF LOSS

All investments consist of different types and degrees of risk. In an effort to reduce the risk of a portfolio, the Advisor seeks to diversify a client's risk by investing across various asset classes that are consistent with the Client's Investor Profile. As all investment portfolios are subject to risk, there can be no assurance that client portfolios will not incur losses, or will fully meet a client's goals and objectives. Below is a description of several principal risks that client portfolios face:

Equity Risks- individual equities are subject to the risk that stock values may decline over longer periods (e.g., bear markets) due to general market declines, that values will vary due to daily market fluctuations, or that the equity position may individually decline in value or result in a total loss.

Fixed Income Risks- although generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).

Mutual Funds, ETFs and Other Investment Pools' Risks- pooled investment funds are generally less risky than investing in individual securities because of their diversified holdings. These investments however are still subject to risks associated with the markets in which they invest. Additionally, pooled investments also are subject to management risk.

Management Risks- client investment portfolios are subject to the risk that the Advisor, or a Third Party Advisor, allocates assets to asset classes that are adversely affected by unanticipated market movements, and investment choices could underperform their relevant indexes.

Foreign Securities Risks- although foreign investments are important to the diversification of client portfolios; they carry risks that may be different from U.S. investments. Most notably is currency risk, in which the value of the foreign security decreases due to changes in the dollar and the security's underlying foreign currency. Other risks include the political environment, reporting requirements or lack of, as well as tax complications.

ITEM 9- DISCIPLINARY INFORMATION

Registered Investment Advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to the evaluation of the Advisor or the integrity of its management. The Advisor has no information applicable at this time. Individual Investment Advisors Representative disclosures are reported accordingly.

ITEM 10- OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

BROKER-DEALER AFFILIATIONS

The Advisor is not affiliated with a broker-dealer.

FUTURES/COMMODITIES FIRM AFFILIATION

The Advisor is not affiliated with a futures or commodities broker.

OTHER INDUSTRY AFFILIATIONS

The Advisor may have Investment Advisors Representative that participate in the insurance business, which is disclosed as required and is separate from the advisory business. As insurance agents, IARs may be licensed to transact business through various life, disability, annuity, and other insurance product companies.

SELECTION OF THIRD PARTY INVESTMENT ADVISORS

The Advisor's services may include the recommendation of Third Party Advisors. A detailed description of this service can be found under Item 4- Advisory Services and Item 5- Fees and Compensation.

ITEM 11- CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS, AND PERSONAL TRADING

CODE OF ETHICS

The Advisor's Code of Ethics establishes ideals for ethical conduct upon fundamental principles of openness, integrity, honesty, and trust. The Advisor will provide a copy of its Code of Ethics to any client or prospective client upon request.

The Advisor's Code of Ethics covers all associated persons and it describes its high standard of business conduct, and fiduciary duty to its clients. Under the Code's professional standards, the Advisor expects its associated persons to put the interests of its clients first, ahead of personal interests, to act with honesty, good faith, and fair dealings when working with clients. Additionally, the Code is intended to assist the Advisor with complying with applicable laws and regulations governing the investment advisory business. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts, and personal securities trading procedures, among other things. Lastly, the Code sets forth the policies and procedures that must be adhered to by all associated persons. All associated persons of the Advisor must acknowledge the terms of the Code of Ethics annually, or as amended.

PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS, AND PERSONAL TRADING

Occasionally, associated persons of the Advisor may wish to invest in the same securities that are recommended to clients. Within the Code of Ethics and Policies and Procedures, the Advisor has adopted processes designed to reduce or eliminate conflicts of interest that this could potentially cause. In the event of any identified potential trading conflicts of interest, the Advisors goal is to place client interests first.

Best execution, including timing and price, will always be to the Client's advantage. When possible, bundled or block trades are preferred. If associated persons trade with client accounts and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among clients. Personal trading policies also include procedures for the reporting, review, and monitoring of such trading. The Code also provides for disciplinary action as appropriate for violations.

ITEM 12- BROKERAGE PRACTICES

The Advisor will recommend that clients establish brokerage accounts with Raymond James Financial Services ("RJFS") as the qualified custodian to maintain custody of their assets. The Advisor will also execute trades for client accounts at RJFS consistent with the Advisors duty of best execution and the specific agreement with each client. Although the Advisor may recommend that clients establish accounts at RJFS, it is ultimately the client's decision. Generally, RJFS does not charge separately for custody services, but is compensated by account holders through commissions and other transaction-related services that are executed through or that settle into RJFS. The arrangement that the Advisor has with RJFS is designed to maximize efficiency and to be cost effective.

Raymond James provides the Advisor with access to its institutional trading platform, custody, reporting, and related services, which are typically not available to retail investors. They also make available various support services. Some of those services help the Advisor manage or administer client accounts, while others help the Advisor manage and grow the business. These services are not soft dollar arrangements, but are part of the institutional platform offered by RJFS.

RJFS's products and services that assist the Advisor in managing and administering clients' accounts include: software and other technologies that provide access to client account data, facilitate trade execution, and assist with the allocation of aggregated trade orders; pricing and other market data; the facilitation of the payment of fees; and assistance with back-office functions, recordkeeping, and reporting. Other services intended to further the development of the business include technology, business consulting, publications, conferences, educational events, and occasional business entertainment.

Aggregated Trade Policy

Generally, based on the Client's Investment Plan, the Advisor trades an individual client accounts as and when trades are suitable. However, when appropriate, the Advisor may aggregate trades together for multiple client accounts when these accounts are being directed to buy or sell the same securities. If such an aggregated trade is not completely filled, the Advisor will allocate shares received or sold across participating accounts on a pro rata or other fair basis; provided, however, that any participating accounts that are owned by the Advisor, its officers, directors, or employees will be excluded first.

Financial Disclosures

Transition assistance programs are offered by RJFS. The Advisor's Investment Advisors Representatives may have received transition assistance or forgivable transition loans from RJFS, which may be based on the order flow of trading. The Advisor is committed to the best execution of all client transactions and encourages clients to select an Advisor, custodian, or brokerage relationship that best suits their needs. Although the Advisor may recommend that clients establish accounts at RJFS, it is ultimately the client's decision.

ITEM 13- REVIEW OF ACCOUNTS

Client portfolios are reviewed at least quarterly, but may be reviewed more often if requested by the client, upon receipt of material information, or at any time the Advisor or the Investment Advisor Representative deems a review necessary or advisable. Factors that may influence the frequency of reviews include, but are not limited to, a change in client circumstances, market turbulence, or a shift in the economic or political environment. The company's CCO or delegates will review accounts in addition to the assigned Investment Advisory Representative.

The custodian is responsible for providing monthly or quarterly account statements that reflect the positions in each account, the transactions in each account, and fees paid from an account. Account custodians also provide prompt confirmations of all trading activity and year-end tax statements, such as 1099 forms.

ITEM 14- CLIENT REFERRALS AND OTHER COMPENSATION

As previously noted, the Advisor may receive an economic benefit from RJFS in the form of support products and services it makes available to the firm. These products and services, how they benefit the firm, and the related conflicts of interest are described in Item 12- Brokerage Practices. RJFS nor any other party is paid to refer clients to the Advisor.

ITEM 15- CUSTODY

All client funds, securities and accounts are held at third-party custodian, RJFS. The Advisor does not take possession of a client's funds, securities or accounts. The third-party custodians will send monthly or quarterly account statements to each client. The Advisor urges clients to carefully review their statements and notify the firm of any discrepancies as soon as possible.

On February 21, 2017, the SEC issued a no-action letter clarifying that a standing authority to move money from a client's account to a third-party account would constitute "custody" within the meaning of Rule 206(4)-4 of the Investment Advisers Act of 1940. However, the SEC stated that any account that meets seven specific conditions would not be subject to an annual surprise accountant examination. The custodian, RJFS, satisfies six of the seven conditions. The Advisor and its associates will satisfy the remaining condition, that the investment advisor maintain records showing that the third party is not a related party of the Investment Advisor or located at the same address as the Investment Advisor.

ITEM 16- INVESTMENT DISCRETION

As described above, the Advisor will manage client portfolios on either a discretionary or non-discretionary basis. For discretionary accounts, a Limited Power of Attorney (LPOA) is executed by a client, granting the Advisor the ability to carry out various activities, including the authority to direct the investments in the client portfolio. Additional discretionary activities include trade execution, the ability to request checks on behalf of a client, and the withdrawal of advisory fees directly from an account. A client may limit the terms of the LPOA to the extent consistent with the client's Asset Management Agreement with the Advisor and the requirements of the client custodian.

For non-discretionary accounts, a client also executes an LPOA, allowing the Advisor to carry out approved actions in the portfolio. However, in accordance with the Asset Management Agreement, the Advisor does not implement trading recommendations or other actions in the account unless and until the client has approved the recommendation or action. As with discretionary accounts, clients may limit the terms of the LPOA.

ITEM 17- VOTING CLIENT SECURITIES

As a policy and in accordance with the Advisor's client agreement, the Advisor does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact the Advisor with questions relating to proxy procedures and proposals.

ITEM 18- FINANCIAL INFORMATION

The Advisor does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance.

The Advisor has no financial commitment that impairs its ability to service its clients.

The Advisor has not been the subject of a bankruptcy proceeding.

ITEM 19- BUSINESS ENTITIES OF INVESTMENT ADVISOR REPRESENTATIVES

Investment Advisor Representatives may have their own legal business entities whose business names and logos may appear on marketing materials as approved by the Advisor, or client statements as approved by the Custodian. The Client should understand that the businesses are legal entities of the Investment Advisor Representative and not of the Advisor, nor the Custodian. Additionally, the business entity may provide services other than as an Investment Advisor Representative as disclosed; however, Investment Advisory Services of the Investment Advisor Representatives are provided through the Advisor.