

Item 1. Cover Page

CoinFlip Investment Advisor LLC
d/b/a Olliv

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This brochure provides information about the qualifications and business practices of CoinFlip Investment Advisor LLC (d/b/a Olliv). If you have any questions about the contents of this brochure, please contact us at rherriman@coinflip.tech. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about CoinFlip Investment Advisor LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

CoinFlip Investment Advisor LLC's registration as an investment adviser does not imply a certain level of skill or training, but only indicates that CoinFlip Investment Advisor LLC has registered its business with federal regulatory authorities, including the SEC.

Item 2. Material Changes

Since Olliv's initial submission on December 6, 2022, there have been no material updates to this brochure.

Item 3. Table of Contents

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Item 4. Advisory Business

Introduction

CoinFlip Investment Advisor LLC d/b/a Olliv (“Olliv” or the “Firm”) is a Delaware LLC with its principal office located in Chicago, IL and is registered with the Securities and Exchange Commission (the “SEC”) as an investment adviser. The Firm was formed in September 2022 and is wholly owned by CoinFlip LLC. As of 12/31/2022, Olliv’s AUM was \$0.

Advisory Business

Olliv generally provides investment advisory services to retail investors through an investment services technology platform offered through its website and proprietary mobile application (the “Platform”), but also provides services telephonically and may conduct some advisory business via email. The Firm owns and maintains the Platform through which advisory clients receive investment recommendations relative to certain digital asset and securities allocations. The investment recommendations are provided to clients directly by Olliv and clients will elect whether or not to follow such recommendations.

Olliv is registered with the SEC under the exemptions provided under Rule 203A-2(c) of the Investment Advisers Act of 1940 (“Advisers Act”), commonly referred to as the “120-day Rule.” Olliv maintains records and conducts ongoing analysis to ensure that it meets the registration requirements entitling it to such exemptive registration.

Client Tailored Services

Olliv typically utilizes the Platform to collect information with respect to each client and prospective clients, to deliver account notifications and content, and to provide Olliv’s investment recommendations, but may also give such recommendations telephonically. Upon account opening (“Client Onboarding”), the client will be prompted to complete a series of questions that will be used, in combination with other available client information collected through the Platform, to deliver investment allocation recommendations. These series of questions are important to the development of Olliv’s investment recommendations.

Client Onboarding is complete once a client has (i) electronically accepted and countersigned Olliv’s investment advisory agreement, (ii) acknowledged receipt of Olliv’s Form ADV Part 2 (Brochure), Form CRS (Client Relationship Summary), and Privacy Notice. There will be no exceptions. Only when Client Onboarding is complete will a client have the availability to receive recommendations via the Platform.

The Platform

Olliv’s Platform will recommend to its clients certain securities and digital asset investment allocation options which are dependent on a client’s risk tolerance and asset allocation strategy preference. Clients initially complete an online questionnaire to form the basis for

recommendations generated by the Platform. While the Firm provides recommendations solely through the Platform, the client makes the ultimate decision regarding their application across personal investment accounts.

Client Support

Clients should consider that Olliv primarily uses electronic (not telephonic) means to provide customer support. To receive customer or technical support, clients may contact the Firm using email or through the Platform. Clients and prospective clients should be comfortable communicating through those channels. Further, clients should understand that they will not interact with investment advisory personnel.

Olliv reserves the right to deny any prospective client access to the Platform and to terminate client accounts for reasons related, but not limited, to unsuitability and/or if clients fail to timely maintain financial and other information previously provided by the client on the Platform or update this information on at least an annual basis. A client's failure to timely update their information in the Platform could materially impact the quality and applicability of Olliv's investment recommendations.

Non-Discretionary Recommendations

Olliv offers non-discretionary investment recommendations and advisory services to individual investors. Olliv interacts with investment advisory clients, as well as prospective clients, solely through the Platform. Olliv does not offer financial planning services, tax, accounting, or legal advice.

Wrap Fee Programs

Olliv does not currently participate in any wrap fee programs.

Assets Under Management

Olliv does not currently have any assets under management.

Item 5. Fees and Compensation

Olliv will charge either a subscription fee or a one-time project fee for access to the Platform and its underlying advisory services. Monthly subscription fees range from \$49 - \$399, depending upon the nature of services. Fixed project fees range from \$29 - \$199, depending upon the nature of the project and underlying services.

Subscription fees are assessed monthly, in advance throughout the lifecycle of the subscription. Should a client terminate its agreement, fees are not refunded on a prorated basis. Rather, access to the Platform and its service will remain open to the client until the close of the fee period. Customers opting to pay a one-time project fee would do so prior to interacting with the platform.

Additional Fees

Clients will likely be charged fees by their independent custodian or broker as a result of effecting transactions related to recommendations made by Olliv.. Olliv does not receive any portion of these fees. If Olliv decides to make any changes to advisory fees, clients will receive at least 30-day's notice of the change.

At times, Olliv may recommend allocations in pooled investment vehicles, such as exchange traded funds. To the extent that a client's assets are invested in other pooled vehicles, the clients will also typically pay management and/or other fees (such as performance fees) associated with each such mutual fund or other pooled vehicle that are in addition to the fees paid by the client to Olliv, as described below. Those fees are described in each pooled vehicles' offering documents (e.g., prospectus or offering memorandum). Such charges, fees, and commissions are exclusive of, and in addition to, Olliv' investment advisory fee.

With regard to digital asset investments, Clients may incur transactional costs as well as other costs associated with storage, such as custodial and digital wallet services.

New fee terms will be included in an amended agreement that will be posted on the Platform.

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

Olliv does not accept performance-based fees and does not engage in side-by-side management.

Item 7. Types of Clients

Olliv provides investment recommendations to individuals and trusts as well as entity and corporate clients with respect to portfolio allocations of certain securities and digital asset investments. Olliv does not require account minimums.

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

Methodology

Olliv either algorithmically generates recommended investment allocations or delivers personalized advice via its licensed investment advisors to its clients based upon information about such clients; this information is self-reported and includes factors such as (but not limited to) risk appetite, net worth, annual income, age, investing experience, financial goals, and proximity to retirement. It is important that all such information be reported accurately by the client so as to ensure that Olliv's recommendations are truly suitable, as described further within this section.

Clients are advised that investing in securities involves risk of loss that they should be prepared to bear.

Investment Strategies

Olliv does not actively manage client accounts. Investors will be provided with personalized investment allocation recommendations that they will either accept or reject. All client accounts are self-directed. Olliv's investment advisory services are generally offered through electronic means, e.g., via the Platform, but can also be made available telephonically.

In order to meet its objective of providing clients a user-friendly access to investing, Olliv's recommendations will be based on information collected by Olliv through the Platform such as a client's answers to the Olliv personal financial summary questionnaire which is part of the on-boarding process.

Clients are requested to provide information, which in combination with other available client information collected through the Platform, guides Olliv in making a recommendation for various allocation recommendations for a particular client. Olliv makes use of an algorithm to process a client's answers to a series of questions and to make an investment recommendation. The accuracy of the data provided by the client is important to Olliv's investment recommendations. Olliv does not verify the information received from the client. Olliv is expressly authorized to rely on information provided by the client when making investment recommendations.

Investment allocation recommendations are limited to client accounts disclosed to Olliv via the Platform only and do not take into consideration client accounts or assets that are not disclosed during the onboarding process. Olliv does not consider a client's personal tax situation when making allocation recommendations. Clients should consult with their own tax advisor when considering investing for their own account.

Olliv currently offers only non-discretionary investment management services. Clients retain full investment discretion over the implementation of investment decisions of each recommendation. Clients are free to accept or reject any recommendation from Olliv.

Following are some of the risks associated with Olliv's investment strategy:

Market Risk

The value of a client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad, regardless of the implementation of recommendations made by Olliv.

General Equity Market Risks

Under strategies utilizing equity securities, clients are subject to the risk that stock prices may fall over short or extended periods of time. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments. The prices of securities issued by such companies may suffer a decline in response. These factors contribute to price volatility, which is the principal risk of investing in equity securities.

Investment Strategy and Method of Analysis Material Risks

We cannot guarantee that an investment objective or planning goal will be achieved. As an investor, each client must be able to bear the risk of loss that is associated with their account, which may include the loss of some or all principal invested.

Digital Currency Investments

Olliv may recommend to allocate a portion of its Clients' assets in certain digital currency investments. Olliv vets such investments as it does any other investment, taking into consideration relevant asset-specific concerns and risks. As such, Olliv performs thorough due diligence regarding the specific digital assets it recommends.

Inflation Risk

When any type of inflation is present, a dollar today will not buy as much as a dollar next year because purchasing power is eroding at the rate of inflation.

Use of Algorithms

Olliv incorporates computer-based technology to make investment recommendations primarily through the use of algorithms. Changes to the algorithmic code could have material effects on a client's investment recommendations. Olliv's algorithms may not perform as intended for a variety of reasons, including but not limited to incorrect assumptions, changes in the market, and/or changes to data inputs. Olliv may periodically modify these algorithms, or a computer system's code or underlying assumptions, and these changes may have unintended consequences. Additional information regarding relevant considerations for

clients considering an automated digital investment advisory program (sometimes referred to as a “robo advisor”) as part of their investment advisory strategy is contained in the Investor Bulletin from the Securities and Exchange Commission available at www.sec.gov/oiea/investor-alerts-bulletins/ib_roboadvisers.html.

Cybersecurity Risk

The information and technology systems of Olliv, as well as of key service providers, including third-party vendors, central agents, exchanges, clearing houses, and other financial institutions (including the custodian), are vulnerable to potential damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches, usage errors by their respective professionals, power outages and catastrophic events such as fires, tornadoes, floods, hurricanes and earthquakes. Olliv and client accounts could be adversely impacted if any of the aforementioned parties is the subject of a cyber- attack or other information security event. Although Olliv has implemented various measures designed to seek to manage risks relating to these types of events, if these systems are compromised, become inoperable for extended periods of time or cease to function properly, it may be necessary for Olliv or a service provider to make a significant investment to fix or replace them and to seek to remedy the effect of such issues. The failure of these systems and/or of disaster recovery plans for any reason could cause significant interruptions in Olliv’s ability to provide investment advice to its clients and could result in a failure to maintain the security, confidentiality or privacy of sensitive data, including personal information; such failures, when stemming from third-party vendors may be outside of Olliv’s control. While many investment advisers are subject to the same or similar risks in respect of their operations, these risks are particularly acute with respect to Olliv due to Olliv’s fundamental dependence on technology, i.e., collecting information and offering services generally through electronic means.

Research Data

When research and analyses are based on commercially available software, rating services, general market and financial information, or due diligence reviews, a firm is relying on the accuracy and validity of the information or capabilities provided by selected vendors, rating services, market data, and the issuers themselves. Therefore, while our Firm makes efforts to determine the accuracy of the information received, we cannot predict the outcome of events or actions taken or not taken, or the validity of all information researched or provided which may or may not affect the advice regarding or investment management of an account.

Limited Nature of the Recommendations

Olliv customers may choose to receive investment advice generated by the Olliv platform rather than individualized advice from one of Olliv’s licensed investment advisors. The use of algorithms carries the risk that changes to the algorithm’s code may not have the desired effect with respect to a client’s account. While this risk increases if changes to an algorithm

are insufficiently tested prior to implementation, even extensively tested changes may not produce the desired effect over time. The Platform relies on a limited universe of inputs to generate a recommendation for each client from a limited universe of possible outputs. In particular, the Platform currently generates suggested allocations based on a client's response to questions provided by the client through the Platform. Olliv does not verify the completeness or accuracy of such information or consider any information regarding outside assets, concentration, debt, or other accounts a client may have with any third party. The functionality of the Platform is dependent upon information provided by the client, and other external sources, meaning that performance of the Platform could be impacted by issues with the delivery or the accuracy of the information provided.

Limited Nature and Scope of the Service

Olliv does not provide comprehensive financial or tax planning or legal advice. Clients should seek the advice and counsel of their own tax, financial, and legal advisers. Olliv only provides investment allocation recommendations to individual and certain entity investors. Olliv does not provide investment advice to IRA or tax-exempt investors. Olliv is not responsible for withholding any tax penalties that may apply to our clients or for any state or federal income tax withholding, except as may otherwise be required by applicable law. Olliv's recommendations are limited based on the information clients provide through the Platform, the limitations of which are further discussed above. Clients should take into consideration the limited nature of the service in evaluating the recommendations provided through the Platform. Furthermore, the service: (a) is not a complete investment service; (b) does not account for investment goals outside of what is provided via the client questionnaire; (c) does not consider outside assets, concentration, debt, or other accounts a client may have with any third party other than what has been provided via the client questionnaire; (d) offers a limited number of investments; (e) may not be suitable for all investors; and (f) relies on the information provided by clients in providing investment advice and does not verify the completeness or accuracy of such information.

There could be one or more products available in the investment community that are more appropriate than the investment products made available through the Platform. Given the inherent limitations of the service, clients should carefully consider whether our service is the right investment solution for their savings and investing needs.

Risk of Loss

Olliv cannot guarantee our analysis methods will yield a return. In fact, a loss of principal is always a risk.

Clients need to understand that recommendations made for their account are subject to various market, currency, economic, political, and business risks. Despite Olliv's best efforts, the investment recommendations made will not always be profitable nor can they be guaranteed any level of performance. Olliv does not represent, warrant, or imply that the services or methods of analysis used can or will predict future results, successfully identify

market tops or bottoms, or insulate clients from major losses due to market corrections or crashes. No guarantees are offered that clients' goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by Olliv will provide a better return than other investment strategies.

Investments in securities and other financial instruments involve risk of loss that investors must be prepared to bear. Below are certain risks associated with the strategies discussed above. This is a summary only. The specific risks applicable to a client will depend upon various factors.

Regulatory Changes

It is possible that changes in applicable laws and regulations may affect Olliv's operations. The consequences of additional regulation on the liquidity of markets and the functioning of the service (and, possibly, on Olliv itself) cannot be predicted and may materially affect the investment advisory services offered by Olliv.

Taxes

You are responsible for all tax liabilities and tax-return filing obligations arising from the transactions in your Olliv account. Olliv does not, and will not, offer tax advice to you and we strongly encourage you to seek the advice of a qualified tax professional. Clients should also understand that Olliv is not responsible for attempting to obtain any tax credit or similar item or preparing and filing any legal document (including, but not limited to, proofs of claim) on your behalf.

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

Item 9. Disciplinary Information

There are no criminal or civil actions to report. There are no administrative proceedings to report. There are no self-regulatory organization proceedings to report.

Item 10. Other Financial Industry Activities and Affiliations

Olliv is not registered as or has a pending applications to become a: broker/ dealer, representatives of a broker/dealer, a Futures Commission Merchant, Commodity Pool Operator. Olliv does not have any material relationships to our advisory business that would present a possible conflict of interest. We do not utilize nor select other advisers or third-party managers.

We do have an affiliate trading desk, but as we do not execute transactions, we do not anticipate this causing a conflict of interest.

Commodity Trading Advisor

Olliv is actively seeking registration and has an open application to become a Commodity Trading Advisor.

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

Olliv's ethical and legal duty is to act at all times as a fiduciary to its clients. This means that Olliv puts the interests of its clients ahead of its own and seeks to manage any perceived or actual conflict of interest that may arise in relation to our advisory services. Olliv has adopted a Code of Ethics ("COE"), which is designed to ensure that it meets its fiduciary obligation to clients, enhances its culture of compliance within the firm, and detects and prevents any violations of securities laws.

Olliv's COE establishes standards of conduct for Olliv's officers and employees ("Supervised Persons") and is consistent with the Code of Ethics requirements of Rule 204A-1 under the Investment Advisers Act of 1940, as amended. The COE includes general requirements that all Supervised Persons comply with their fiduciary obligations to clients and applicable securities laws, and also contains specific requirements relating to, among other things, personal trading, insider trading, conflicts of interest, and confidentiality of client information. Olliv's COE will be provided to any client or prospective client upon request.

Olliv and its employees may purchase, sell, or otherwise enter into transactions for their own accounts in the same securities or digital assets that it recommends to clients. Prior to, or simultaneously with, or after such transactions, Olliv may, for its clients, via the Platform, provide suggestions for allocating investments alongside its employees. Olliv does not believe there is opportunity for conflict given that advice is expected to relate to general allocations rather than specific transactions. However, Olliv has adopted a Code of Ethics to address any potential conflicts of interest in regards to the investment allocations it recommends to clients.

Item 12. Brokerage Practices

Olliv does not select brokers through which a client trades. Custodians are specific to and selected by the client.

Soft dollar arrangements do not apply to Olliv.

Directed brokerage transactions do not apply to Olliv.

Item 13. Review of Accounts

Olliv provides its clients with access to their account information via the Platform. Olliv does not receive client statements from third-party custodians. Olliv does not have custody of client funds or securities and does not provide custodial services to its clients. Client funds and securities are maintained with the custodian selected by the client. As such, clients will receive statements directly from the qualified custodian.

Item 14. Client Referrals and Other Compensation

At this time, Olliv does not directly compensate or receive compensation from other entities.

Item 15. Custody

Olliv does not have custody of client funds or securities and does not provide custodial services to its clients. Client funds and securities are maintained with the custodian selected by the client. As such, clients will receive statements directly from the qualified custodian.

Item 16. Investment Discretion

Olliv does not accept investment discretion of its client's accounts.

Item 17. Voting Client Securities

Olliv does not have, and will not accept, authority to vote client securities. Generally, clients receive their proxies or other solicitations directly from their custodial broker-dealer or a transfer agent, as applicable, and should direct any inquiries regarding such proxies or other solicitations directly to the sender.

Item 18. Financial Information

Olliv does not require or solicit prepayment of fees by clients six or more months in advance and is therefore not required to include a balance sheet for its most recent fiscal year.

Olliv is not aware of any financial condition reasonably likely to impair its ability to meet contractual commitments to clients and has not been the subject of a bankruptcy petition at any time during the past ten years.