

Alliance Wealth Management, LLC

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Alliance Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (888) 852-5412 or by email at: shannon@alliancewealth.us. 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.

Alliance Wealth Management, LLC is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Additional information about Alliance Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Alliance Wealth Management, LLC's CRD number is: 172330.

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Item 2: Material Changes

We have made the following material changes to this form ADV Part 2A since it was last filed in March 2017:

- Item 4A was updated to identify Shannon Carson as the Chief Compliance Officer.
- Item 4B was updated to reflect additional disclosures, updated Portfolio Management Services, the addition of Private Wealth Management services, the addition of AWM Tactical Asset Allocation Portfolios, revised the Selection of Other Advisors, updated 403b Retirement Plan Participants, updated Financial Planning and updated Services Limited to Specific Types of Investments.
- Item 4C was revised to improve the description of these services.
- Item 5A was revised to further clarify the various fee schedules, the addition of a fee schedule for AWM Asset Allocation Portfolios. Some disclosures have been moved to their appropriate item sections in the document.
- Item 5B was revised to further clarify the payment of fees.
- Item 5D was revised to further clarify the Prepayment of Fees and the refunding of fees.
- Item 8A and 8C Investment Strategies that are not presently used were removed.
- Item 10C was revised to identify a potential conflict of interest and process taken to mitigate.
- Item 12A3 was amended to include an additional disclosure.
- Item 15 was amended to reflect the mailing of account statement by the custodian.

Item 3: Table of Contents

Item 1: Cover Page	
Item 2: Material Changes.....	ii
Item 3: Table of Contents.....	iii
Item 4: Advisory Business.....	2
A. Description of the Advisory Firm.....	2
B. Types of Advisory Services.....	2
C. Client Tailored Services and Client Imposed Restrictions.....	5
D. Wrap Fee Programs.....	5
E. Assets Under Management.....	6
Item 5: Fees and Compensation.....	6
A. Fee Schedule.....	6
B. Payment of Fees.....	8
C. Client Responsibility For Third Party Fees.....	9
D. Prepayment of Fees.....	9
E. Outside Compensation For the Sale of Securities to Clients.....	10
Item 6: Performance-Based Fees and Side-By-Side Management.....	10
Item 7: Types of Clients.....	10
Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss.....	10
A. Methods of Analysis and Investment Strategies.....	10
B. Material Risks Involved.....	11
C. Risks of Specific Securities Utilized.....	12
Item 9: Disciplinary Information.....	14
A. Criminal or Civil Actions.....	14
B. Administrative Proceedings.....	14
C. Self-regulatory Organization (SRO) Proceedings.....	14
Item 10: Other Financial Industry Activities and Affiliations.....	14
A. Registration as a Broker/Dealer or Broker/Dealer Representative.....	14
B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.....	14

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests	15
D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections	15
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	15
A. Code of Ethics	15
B. Recommendations Involving Material Financial Interests	16
C. Investing Personal Money in the Same Securities as Clients	16
D. Trading Securities At/ Around the Same Time as Clients' Securities	16
Item 12: Brokerage Practices	16
A. Factors Used to Select Custodians and/or Broker/Dealers.....	16
1. Research and Other Soft-Dollar Benefits.....	17
2. Brokerage for Client Referrals	17
3. Clients Directing Which Broker/Dealer/Custodian to Use.....	17
B. Aggregating (Block) Trading for Multiple Client Accounts	17
Item 13: Reviews of Accounts	17
A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews	17
B. Factors That Will Trigger a Non-Periodic Review of Client Accounts.....	18
C. Content and Frequency of Regular Reports Provided to Clients.....	18
Item 14: Client Referrals and Other Compensation.....	18
A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes).....	18
B. Compensation to Non - Advisory Personnel for Client Referrals.....	18
Item 15: Custody	18
Item 16: Investment Discretion	19
Item 17: Voting Client Securities (Proxy Voting)	19
Item 18: Financial Information.....	19
A. Balance Sheet	19
B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients.....	19
C. Bankruptcy Petitions in Previous Ten Years.....	19
Item 19: Requirements For State Registered Advisers	20

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background20

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)20

C. How Performance-based Fees are Calculated and Degree of Risk to Clients20

D. Material Disciplinary Disclosures for Management Persons of this Firm20

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any).....20

Item 4: Advisory Business

A. Description of the Advisory Firm

Alliance Wealth Management, LLC (hereinafter "AWM") is a Limited Liability Company organized in the State of Texas. The firm was formed in November 2009, and the principal owner is Shannon Carson. Shannon Carson is the President and Chief Compliance Officer of AWM.

B. Types of Advisory Services

AWM provides investment advisory services to individuals, high-net-worth clients and 403b Retirement Plan Participants. As a registered investment adviser, we are held to the highest standard of client care - a fiduciary standard. As a fiduciary we always put our client's interests first and must fully disclose any potential conflict of interest.

We do not directly hold customer funds or securities and all transactions are sent to our qualified custodian (see Item 12) whom executes, compares, allocates, clears, and settles them. Our custodian also maintains our clients' accounts and may grant clients access to them. We accept and enter trades on both a discretionary and a non-discretionary basis.

AWM will request discretionary authority from clients in order to fairly and effectively administer its Investment Management Strategies. Discretion authorizes the execution of transactions without permission from the client prior to each transaction.

AWM seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of AWM's economic, investment or other financial interests. To meet its fiduciary obligations, AWM attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, AWM's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is AWM's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Portfolio Management Service

AWM offers ongoing portfolio management services tailored to the specific needs of each Individual and High Net Worth client. An Investment Policy Statement ("IPS") is crafted for each individual and high-net-worth client outlining the client's current financial situation, risk tolerance, investment objectives and recommended investment strategy. Risk tolerance levels are documented in the Investment Policy Statement,

which is given to each client. A portfolio is recommended based on the investment strategy set forth in the IPS.

Portfolio management services for individual and High Net-worth clients may include, but are not limited to the following:

- Goal Planning
- Investment Selection
- Periodic Portfolio Reviews
- Online Account Access
- Assess Risk Tolerance
- Asset Allocation
- Monthly Account Statements

Private Wealth Management

For our High Net-worth clients we offer Private Wealth Management services which may include, but are not limited to the following:

- Professional Asset Managers
- Tactical Portfolio Strategies
- Portfolio Tax Management
- Professional Strategic Alliance
- Unified Managed Account
- Institutional Class Investments
- Banking
- Advanced Strategic Planning

AWM Tactical Asset Allocation Portfolios

AWM may invest client's assets in one or more of its proprietary Tactical Asset Allocation Portfolios based on the investment strategy outlined in the client's IPS. There are four Tactical Portfolios each modeled to a different targeted risk score which include: Conservative, Moderate, Growth and Aggressive Growth. During a bull market the tactical portfolios will be invested in mutual funds and/or ETF's. In an attempt to mitigate drawdown risk during a correction and bear market the tactical portfolios will move entirely to a U.S. Treasury fund (or cash). AWM uses a proprietary rules-based Quantitative Algorithm to determine the signal of whether each portfolio is fully invested or in U.S. Treasury funds (or cash). In an attempt to minimize the effects of whipsaw experienced in volatile markets when moving into and out of a portfolio; AWM will attempt to execute the trades on the last trading day of the month (reducing the frequency of trading) provided the signal still indicates the change. Tactical Portfolio management may not ensure a profit and may not protect against a loss.

AWM monitors portfolios daily and strategically reviews the Tactical Asset Allocation Portfolio's each quarter with its Investment Policy Committee. Periodic client account reviews and investment performance reports are provided at least semi-annually as determined in conjunction with client needs.

In order to facilitate the management of the Tactical Asset Allocation Portfolios, AWM uses an Advisor as Portfolio Manager ("APM") account administered by Envestnet Asset Management, Inc. ("Envestnet") a Registered Investment Adviser with the SEC.

Envestnet provides administrative services that include proposal generation, risk tolerance assessment, asset aggregation, billing and performance reporting. In the APM platform, AWM has the responsibility of creating Asset Allocation Portfolios, selection of individual securities and submission of all trades, disbursements, rebalancing and allocating deposits. AWM will require discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Client authorizes discretion in the completed Investment Advisory Contract ("IAC"). Envestnet does not exercise investment discretion.

Selection of Other Advisers

AWM has discretion to choose "third-party investment advisers" whom we may recommend to manage all or a portion of the client's assets. Before selecting other un-affiliated advisers for client accounts, AWM will verify they are properly licensed as a Registered Investment Advisor and conduct due diligence on each third-party investment adviser. Due diligence may involve one or more of the following: phone calls, meetings, review of the third-party adviser's investment strategy and performance. We will continuously monitor the performance of any accounts managed by third-party advisers and will assume discretionary authority to hire or fire the third-party investment adviser where such action is deemed appropriate and in the best interest of the client. Clients should refer to the selected third-party investment advisers Firm Brochure or other disclosure documents for a full description of the services offered.

Currently there are two third-party advisers used in client portfolios. There is an equity manager and a high yield fixed income manager. The portfolios constructed for client accounts are allocated either 70/30, 60/40 or 50/50 equity manager to bond manager ratio. Both third-party advisers use independent tactical management strategies to signal when to be fully invested in their respective strategy or in Treasuries (or cash equivalent).

The equity manager uses quantitative analysis to determine when to be fully invested in 50 of the highest dividend yielding stocks of the S&P 500 evenly weighted across ten sectors.

The high yield fixed income manager uses a rules-based trend following system to identify the critical turning points in the high yield bond market to indicate when to allocate to high yield bond funds.

AWM conducts periodic account reviews and provides investment performance reports at least semi-annually as determined in conjunction with client needs.

In order to facilitate the management of third-party investment advisers; AWM uses a Unified Managed Account ("UMA") administered by Envestnet. Envestnet provides portfolio overlay management services, proposal generation, risk tolerance assessment, asset aggregation, billing, roster of available third-party advisers and performance reporting. AWM has the responsibility of selecting and monitoring the third-party

advisers within each client's UMA. Envestnet is responsible for submitting all trades to the custodian, allocating deposits, withdrawals and rebalancing. AWM and Envestnet will require discretionary authority as authorized by the client in the IAC and Envestnet Statement of Investment Selection ("SIS").

403b Retirement Plan Participants

AWM provides investment selection, asset allocation and periodic performance review to plan participants of Non-ERISA 403b Retirement Plans (K-12). We provide advisory services on a discretionary basis. Under no circumstances does AWM hold custody of client assets. AWM charges an Advisory fee for services as outlined in Item 5A below.

Financial Planning

Financial plans and financial planning may include, but are not limited to: investment planning; life insurance; tax concerns; retirement planning; college planning; and debt/credit planning. AWM will charge a fixed fee and/or hourly fee for these services. AWM does not currently have any Financial Planning clients for a fixed or hourly fee.

Services Limited to Specific Types of Investments

AWM generally limits its investment advice to equities, mutual funds, fixed income securities, real estate funds (including REITs), ETFs (including ETFs in the gold and precious metal sectors), Third-Party Asset Management, Advisory Fee only Fixed Annuities and Investment only Variable Annuities. Exposure to commodities will be solely through ETFs or sub-advisers. A minority of clients will have direct access to equities. AWM may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

AWM offers individual tailored services to clients as identified in Item 4B above. Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent AWM from properly servicing the client account, or if the restrictions would require AWM to deviate from its standard suite of services, AWM reserves the right to end the relationship.

D. Wrap Fee Programs

A Wrap Fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. AWM does not participate in a Wrap Fee Program. The financial planning strategy is not a wrap fee program.

E. Assets Under Management

AWM has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$6,040,335.00	\$0	March 2018

Item 5: Fees and Compensation

A. Fee Schedule

AWM is compensated for its advisory services based on a composite Asset Based Fee percentage according to the following schedules. AWM's fees are generally negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract.

Portfolio Management Services Fees

For traditional portfolio management services offered by AWM as described in Item 4A above the following advisory fee schedule applies:

Total Assets Under Management	Annualized Fee
\$0 - \$500,000	1.55%
\$500,001 - \$1,000,000	1.25%
\$1,000,001 - \$2,000,000	1.00%
\$2,000,001 and up	.75%

Tactical Asset Allocation Portfolios

For its Tactical Asset Allocation Portfolio services offered by AWM as described in Item 4A above the following fee schedule applies:

Total Assets Under Management	Total Annual Fee	AWM Fee	Custodial Fee	APM Fee
\$0 - \$500,000	1.82%	1.55%	.22%	.05%
\$501,000 - \$1,000,000	1.52%	1.25%	.12%	.05%
\$1,000,001 - \$2,000,000	1.27%	1.00%	.08%	.05%
\$2,000,001 and up	1.02%	.75%	.06%	.05%
Minimum Annual Account Fee			\$200	\$100

Investnet deducts an asset based fee for the APM platform. A Minimum Annual Account Fee or actual fees (whichever is greater) will be imposed by the Custodian and Investnet for the APM platform.

Third-Party Investment Adviser Fee

AWM advises and Client understands and agrees that third-party advisers, Investnet UMA and custodian charge a separate fee which is in addition to AWM Advisory Fee. The following fee schedule applies:

Total Assets Under Management	Total "Annual" Fee	Third-Party Fee	AWM Fee	Custodial Fee	UMA Fee
\$0 - \$500,000	2.39 – 2.77%	.50 - .88%	1.55%	.22%	.12%
\$501,000 - \$1,000,000	1.99 – 2.37%	.50 - .88%	1.25%	.12%	.12%
\$1,000,001 - \$2,000,000	1.70 – 2.08%	.50 - .88%	1.00%	.08%	.12%
\$2,000,001 and up	1.43 – 1.81%	.50 - .88%	.75%	.06%	.12%
Minimum Annual Account Fee				\$200	\$150

The third-party adviser fee is .50% for the equity manager and .88% for the fixed income manager calculated only on the assets managed by each manager. A Minimum Annual Account Fee or actual fees (whichever is greater) will be imposed by the Custodian and Investnet for the UMA platform.

403b Retirement Plan Services Fees

Advisory fees for services as described in Item 4B are individually negotiated with each client depending upon the needs of the client and the scope of services provided. Advisory fees are based on a percentage of assets under management and are based on the fair market value of the account as of the last business day concluding each quarterly billing period. Advisory fees for a quarter are payable on the day following the end of the quarter. Advisory fees are pro-rated for additions or withdrawals during a quarterly billing period. Advisory fees are deducted from client accounts by the custodian and forwarded to AWM. Advisory fees as a percentage of assets under management will not exceed 1.55% per year.

Financial Planning Fees

Clients may terminate the agreement without penalty for a full refund of AWM's fees within five business days of signing the Financial Planning Agreement. Thereafter, clients may terminate the Financial Planning Agreement generally upon written notice.

Fixed Fees

The negotiated fixed rate for creating client financial plans is between \$1,000 and \$10,000. Fees are charged in arrears upon completion.

Hourly Fees

The negotiated hourly fee for these services is between \$200 and \$500. Fees are charged in arrears upon completion.

B. Payment of Fees

Payment of AWM's Advisory Fee

Advisory fees are deducted from client assets on a quarterly basis in advance. If the account is opened during the quarter fees will be deducted pro rata calculated on the date the account is funded to the end of the billed quarter. Client gives AWM written authorization for deduction of fees from account.

Payment of Envestnet's APM Fee

Fees for the APM platform are deducted directly from the client's account by Envestnet. Fees are paid quarterly in advance.

Payment of Selection of Other Advisers Fees

Fees for third-party advisers and Investnet's UMA platform are deducted as one combined fee directly from the client's account by Investnet. Fees are paid quarterly in advance.

Payment of Financial Planning Fees

Financial planning fees are paid via check.

Fixed financial planning fees are paid in arrears upon completion.

Hourly financial planning fees are paid in arrears upon completion.

C. Client Responsibility For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees charged by AWM. Please see Item 12 of this brochure regarding broker/custodian. Financial planning clients are responsible for the payment of all third party fees (i.e. Third-Party Investment Adviser Fees, custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees charged by AWM.

D. Prepayment of Fees

AWM collects advisory fees in advance. Clients may terminate the Investment Advisory Contract without penalty for a full refund of AWM's fees within five business days of signing the contract. Thereafter, clients may terminate the Investment Advisory Contract and receive a prorated refund of AWM's advanced advisory fees. The fee refunded will be the balance of the fees collected in advance minus the daily rate* times the number of days in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.) The refund will be returned within fourteen days to the client via check, or return deposit back into the client's account.

Investnet collects APM, UMA and third-part adviser fees in advance. If the client terminates their agreement before the end of a billing cycle, all fees that were charged in advance will be refunded on a prorated basis, based on the number of days remaining in the quarter at the point of termination.

E. Outside Compensation For the Sale of Securities to Clients

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

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

AWM 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

AWM generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ 403b Retirement Plan Participants

Minimum Account Size for Portfolio Management

There is an account minimum of \$250,000, which may be waived by AWM in its discretion.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

AWM's methods of analysis include charting analysis, fundamental analysis, technical analysis, quantitative analysis and modern portfolio theory.

Charting analysis involves the use of patterns in performance charts. AWM uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

Investment Strategies

AWM uses long term trading, short term trading and third-party advisers who employ a tactical strategy in an attempt to minimize drawdown risk and/or improve performance within the stated objective.

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

B. Material Risks Involved

Methods of Analysis

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Quantitative Model Risk: Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Modern Portfolio Theory assumes that investors are risk adverse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability, and inflation, in addition to the long term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Selection of Other Advisers: Although AWM will seek to select only third-party advisers who will invest clients' assets with the highest level of integrity, AWM's selection process cannot ensure that money managers will perform as desired and AWM will have no control over the day-to-day operations of any of its selected money managers. AWM would not necessarily be aware of certain activities at the underlying money manager level, including without limitation a money manager's engaging in unreported risks, investment "style drift" or even regulator breach or fraud.

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

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature (mentioned below).

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Real Estate funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance. Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; the impact of present or future environmental legislation and compliance with environmental laws.

Annuities are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet

retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

Non-U.S. securities present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.

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

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

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

Neither AWM nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

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

Neither AWM nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator or Commodity Trading Advisor or an associated person of the foregoing entities.

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

Shannon Scott Carson is a licensed insurance agent with the state of Texas (Lic#794936). Mr. Carson receives renewal commissions on an existing annuity book of business that is several years old. Mr. Carson no longer prospects for clients in his outside business; however, from time to time may offer clients advice on those products and clients should be aware that these services may involve a conflict of interest. To help mitigate the conflict of interest, AWM always acts in the best interest of the client consistent with its fiduciary duty and clients are in no way required to use the services of any representative of AWM in connection with such individual's activities outside of AWM.

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

AWM has discretion to choose third-party investment advisers to manage all or a portion of the client's assets. Clients will pay AWM its standard fee in addition to the standard fee for the advisers to which it directs those clients. This relationship will be memorialized in each contract between AWM and each third-party advisor. The fees will not exceed any limit imposed by any regulatory agency. AWM will always act in the best interests of the client, including when determining which third-party investment adviser to recommend to clients. AWM will ensure that all recommended advisers are licensed or notice filed in the states in which AWM is recommending them to clients.

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

A. Code of Ethics

AWM has 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. AWM's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

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

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of AWM may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of AWM to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. AWM will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

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

From time to time, representatives of AWM may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of AWM to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, AWM will never engage in trading that operates to the client's disadvantage if representatives of AWM buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

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

Custodians/broker-dealers will be recommended based on AWM's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and AWM may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in AWM's research efforts. AWM will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

AWM will require clients to use TD Ameritrade Institutional, a division of TD Ameritrade, Inc. Member FINRA/SIPC/NFA.

1. Research and Other Soft-Dollar Benefits

While AWM has no formal soft dollars program in which soft dollars are used to pay for third party services, AWM may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions (“soft dollar benefits”). AWM may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client’s transactions paid for it, and AWM does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. AWM benefits by not having to produce or pay for the research, products or services, and AWM will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that AWM’s acceptance of soft dollar benefits may result in higher commissions charged to the client.

2. Brokerage for Client Referrals

AWM 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

AWM will require clients to use a specific broker-dealer to execute transactions. Not all investment advisers require their clients to direct brokerage. By requiring clients to use our specific custodian, AWM may be unable to achieve the most favorable execution of client transactions and this may cost clients’ money over using a lower-cost custodian.

B. Aggregating (Block) Trading for Multiple Client Accounts

AWM does not aggregate or bunch the securities to be purchased or sold for multiple clients. This may result in less favorable prices, particularly for illiquid securities or during volatile market conditions.

Item 13: Reviews of Accounts

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

All client accounts for AWM's advisory services provided on an ongoing basis are reviewed at least annually by Shannon S Carson, President, with regard to clients’ respective investment policies and risk tolerance levels. All accounts at AWM are assigned to this reviewer.

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Shannon S Carson, President. There is only one level of review for financial planning, and that is the total review conducted to create the financial plan.

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

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

With respect to financial plans, AWM's services will generally conclude upon delivery of the financial plan.

C. Content and Frequency of Regular Reports Provided to Clients

Each client of AWM's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

Each client will receive the financial plan upon completion.

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)

AWM does not receive a fee split from advisers to which it allocates client assets and does not otherwise receive any economic benefit, directly or indirectly from any third party for advice rendered to AWM's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

AWM does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

When advisory fees are deducted directly from client accounts at client's custodian, AWM will be deemed to have limited custody of client's assets and must have written authorization from

the client to do so. Clients will receive account statements directly from the custodian on at least a quarterly basis showing all transactions within the account during the reporting period. These statements will be sent to the email or postal address the client provided to the custodian. It is important for clients to carefully review those statements for accuracy.

Item 16: Investment Discretion

AWM provides discretionary and nondiscretionary services to clients. The Investment Advisory Contract (“IAC”) established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, AWM generally manages the client’s account and makes investment decisions (and manager selection decision) without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought or sold, what securities to buy or sell, or the price per share. In some instances, AWM’s discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to AWM).

Item 17: Voting Client Securities (Proxy Voting)

AWM 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

AWM neither requires nor solicits prepayment of more than \$500 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

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

Neither AWM nor its management has any financial condition that is likely to reasonably impair AWM’s ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

AWM has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

AWM currently has only one management person: Shannon Scott Carson. Education and business background can be found on the individual's Form ADV Part 2B brochure supplement.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Other business activities for each relevant individual can be found on the Form ADV Part 2B brochure supplement for each such individual.

C. How Performance-based Fees are Calculated and Degree of Risk to Clients

AWM 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.

D. Material Disciplinary Disclosures for Management Persons of this Firm

There are no civil, self-regulatory organizations or arbitration proceedings to report under this section.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

See Item 10.C and 11.B.