

BrokerCheck Report

CONSTELLATION WEALTH ADVISORS LLC

CRD# 142502

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When communicating online or investing with any professional, make sure you know who you're dealing with. [Imposters](#) might link to sites like BrokerCheck from [phishing](#) or similar scam websites, or through [social media](#), trying to steal your personal information or your money.

Please contact FINRA with any concerns.

About BrokerCheck®



BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.

- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

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Thank you for using FINRA BrokerCheck.



Using this site/information means that you accept the FINRA BrokerCheck Terms and Conditions. A complete list of Terms and Conditions can be found at brokercheck.finra.org



For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources. [For more information about FINRA, visit www.finra.org.](http://www.finra.org)



CONSTELLATION WEALTH
ADVISORS LLC

CRD# 142502

SEC# 8-67471

Main Office Location

505 FIFTH AVE
19TH FLOOR
NEW YORK, NY 10017

Mailing Address

505 FIFTH AVE
19TH FLOOR
NEW YORK, NY 10017

Business Telephone Number

212.697.2500

This firm is a brokerage firm and an investment adviser firm. For more information about investment adviser firms, visit the SEC's Investment Adviser Public Disclosure website at: <https://www.adviserinfo.sec.gov>

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a limited liability company.
This firm was formed in Delaware on 04/17/2006.
Its fiscal year ends in December.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations

This brokerage firm is no longer registered with FINRA or a national securities exchange.

Disclosure Events

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm?

Yes

The following types of disclosures have been reported:

| Type | Count |
|------------------|-------|
| Regulatory Event | 1 |

Registration Withdrawal Information

This section provides information relating to the date the brokerage firm ceased doing business and the firm's financial obligations to customers or other brokerage firms.



Date firm ceased business: 09/30/2015

Does this brokerage firm owe any money or securities to any customer or brokerage firm? No



Firm Profile

This firm is classified as a limited liability company.

This firm was formed in Delaware on 04/17/2006.

Its fiscal year ends in December.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

CONSTELLATION WEALTH ADVISORS LLC

Doing business as CONSTELLATION WEALTH ADVISORS LLC

CRD# 142502

SEC# 8-67471

Main Office Location

505 FIFTH AVE
19TH FLOOR
NEW YORK, NY 10017

Mailing Address

505 FIFTH AVE
19TH FLOOR
NEW YORK, NY 10017

Business Telephone Number

212.697.2500



Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any): CWA HOLDINGS, LLC

Is this a domestic or foreign entity or an individual? Domestic Entity

Position MEMBER

Position Start Date 01/2008

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): GOLDSTEIN, JON MICHAEL

2163575

Is this a domestic or foreign entity or an individual? Individual

Position CO-CEO

Position Start Date 02/2011

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): GORCZAKOWSKI, ROBERT MICHAEL

2518262

Is this a domestic or foreign entity or an individual? Individual

Position CFO AND FINOP

Position Start Date 07/2009

Firm Profile



Direct Owners and Executive Officers (continued)

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? No

Is this a public reporting company? No

Legal Name & CRD# (if any): GORCZAKOWSKI, ROBERT MICHAEL
2518262

Is this a domestic or foreign entity or an individual? Individual

Position CHIEF COMPLIANCE OFFICER

Position Start Date 01/2015

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? No

Is this a public reporting company? No

Legal Name & CRD# (if any): TRAMONTANO, PAUL ERIC
1248719

Is this a domestic or foreign entity or an individual? Individual

Position CO-CEO

Position Start Date 01/2008

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No



Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

| | |
|---|-----------------------------------|
| Legal Name & CRD# (if any): | GOLDSTEIN, JON MICHAEL 2163575 |
| Is this a domestic or foreign entity or an individual? | Individual |
| Company through which indirect ownership is established | CWA HOLDINGS LLC |
| Relationship to Direct Owner | MEMBER |
| Relationship Established | 02/2011 |
| Percentage of Ownership | Other General Partners |
| Does this owner direct the management or policies of the firm? | Yes |
| Is this a public reporting company? | No |

| | |
|---|----------------------------------|
| Legal Name & CRD# (if any): | TRAMONTANO, PAUL ERIC 1248719 |
| Is this a domestic or foreign entity or an individual? | Individual |
| Company through which indirect ownership is established | CWA HOLDINGS, LLC |
| Relationship to Direct Owner | MEMBER |
| Relationship Established | 01/2008 |
| Percentage of Ownership | Other General Partners |
| Does this owner direct the management or policies of the firm? | Yes |
| Is this a public reporting company? | No |

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.



Firm Operations



Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is no longer registered.

The firm's registration was from 02/08/2007 to 12/07/2015.



Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 12 types of businesses.

Types of Business

| |
|--|
| Broker or dealer retailing corporate equity securities over-the-counter |
| Broker or dealer selling corporate debt securities |
| Mutual fund retailer |
| U S. government securities broker |
| Municipal securities broker |
| Broker or dealer selling variable life insurance or annuities |
| Put and call broker or dealer or option writer |
| Investment advisory services |
| Non-exchange member arranging for transactions in listed securities by exchange member |
| Private placements of securities |
| Broker or dealer selling interests in mortgages or other receivables |
| Other - THE FIRM WILL EFFECT TRANSACTIONS IN EXCHANGE TRADED FUNDS, FOREIGN EXCHANGE-LISTED SECURITIES, AMERICAN DEPOSITORY RECEIPTS AND UNIT INVESTMENT TRUSTS AND PROVIDE STRUCTURING AND BUSINESS ADVISORY SERVICES. IT WILL ALSO OFFER AND SELL SECTION 529 COLLEGE SAVINGS PLANS. |

Other Types of Business

This firm does not effect transactions in commodities, commodity futures, or commodity options.

This firm does not engage in other non-securities business.

Non-Securities Business Description:

Firm Operations



Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does not refer or introduce customers to other brokers and dealers.

Firm Operations

Industry Arrangements



This firm does have books or records maintained by a third party.

Name: PERSHING LLC

CRD #: 7560

Business Address: ONE PERSHING PLAZA
JERSEY CITY, NJ 07399

Effective Date: 02/07/2007

Description: THE APPLICANT HAS ENTERED INTO A CLEARING AGREEMENT WITH PERSHING LLC("PERSHING") TO CLEAR AND CARRY ALL TRANSACTIONS FOR APPLICANT AND ITS CUSTOMERS ON A FULLY-DISCLOSED BASIS. CONSEQUENTLY,PERSHING WILL KEEP AND MAINTAIN CERTAIN BOOKS AND RECORDS OF THE APPLICANT AND WILL HOLD AND MAINTAIN FUNDS,AND SECURITIES OF THE APPLICANT AND ITS CUSTOMERS AS ARE CUSTOMARILY MAINTAINED BY CLEARING FIRMS.

This firm does have accounts, funds, or securities maintained by a third party.

Name: PERSHING LLC

CRD #: 7560

Business Address: ONE PERSHING PLAZA
JERSEY CITY, NJ 07399

Effective Date: 02/07/2007

Description: THE APPLICANT HAS ENTERED INTO A CLEARING AGREEMENT WITH PERSHING LLC("PERSHING") TO CLEAR AND CARRY ALL TRANSACTIONS FOR APPLICANT AND ITS CUSTOMERS ON A FULLY-DISCLOSED BASIS. CONSEQUENTLY,PERSHING WILL KEEP AND MAINTAIN CERTAIN BOOKS AND RECORDS OF THE APPLICANT AND WILL HOLD AND MAINTAIN FUNDS,AND SECURITIES OF THE APPLICANT AND ITS CUSTOMERS AS ARE CUSTOMARILY MAINTAINED BY CLEARING FIRMS.

This firm does have customer accounts, funds, or securities maintained by a third party.

Name: PERSHING LLC

CRD #: 7560

Business Address: ONE PERSHING PLAZA
JERSEY CITY, NJ 07399

Firm Operations



Industry Arrangements (continued)

Effective Date: 02/07/2007

Description: THE APPLICANT HAS ENTERED INTO A CLEARING AGREEMENT WITH PERSHING LLC("PERSHING") TO CLEAR AND CARRY ALL TRANSACTIONS FOR APPLICANT AND ITS CUSTOMERS ON A FULLY-DISCLOSED BASIS. CONSEQUENTLY,PERSHING WILL KEEP AND MAINTAIN CERTAIN BOOKS AND RECORDS OF THE APPLICANT AND WILL HOLD AND MAINTAIN FUNDS,AND SECURITIES OF THE APPLICANT AND ITS CUSTOMERS AS ARE CUSTOMARILY MAINTAINED BY CLEARING FIRMS.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.



Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is not, directly or indirectly:

- in control of
 - controlled by
 - or under common control with
- the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.**

This firm is not directly or indirectly, controlled by the following:

- bank holding company
- national bank
- state member bank of the Federal Reserve System
- state non-member bank
- savings bank or association
- credit union
- or foreign bank



Disclosure Events

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

| | Pending | Final | On Appeal |
|------------------|---------|-------|-----------|
| Regulatory Event | 0 | 1 | 0 |

Disclosure Event Details

What you should know about reported disclosure events:

1. **BrokerCheck provides details for any disclosure event that was reported in CRD. It also includes summary information regarding FINRA arbitration awards in cases where the brokerage firm was named as a respondent.**
2. **Certain thresholds must be met before an event is reported to CRD, for example:**
 - A law enforcement agency must file formal charges before a brokerage firm is required to disclose a particular criminal event.
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - Disclosure events for this brokerage firm were reported by the firm and/or regulators. When the firm and a regulator report information for the same event, both versions of the event will appear in the BrokerCheck report. The different versions will be separated by a solid line with the reporting source labeled.
4. **There are different statuses and dispositions for disclosure events:**
 - A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" event involves allegations that have not been proven or formally adjudicated.
 - An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" event has been concluded and its resolution is not subject to change.
 - A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - A "resolved" matter usually involves no payment to the customer and no finding of wrongdoing on the part of the individual broker. Such matters generally involve customer disputes.
5. **You may wish to contact the brokerage firm to obtain further information regarding any of the disclosure events contained in this BrokerCheck report.**

Regulatory - Final

This type of disclosure event involves (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the U.S. Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of the authority of a brokerage firm or its control affiliate to act as an attorney, accountant or federal contractor.

Disclosure 1 of 1

Reporting Source: Regulator

Current Status: Final

**Allegations:**

IA RELEASE 40-4505 / AUGUST 25, 2016: THE SECURITIES AND EXCHANGE COMMISSION ("COMMISSION") DEEMS IT APPROPRIATE THAT CEASE-AND-DESIST PROCEEDINGS BE, AND HEREBY ARE, INSTITUTED PURSUANT TO SECTION 203(K) OF THE INVESTMENT ADVISERS ACT OF 1940 ("ADVISERS ACT") AGAINST RESPONDENT.

ON THE BASIS OF THIS ORDER AND RESPONDENT'S OFFER, THE COMMISSION FINDS THAT THIS MATTER ARISES FROM MISSTATEMENTS MADE BY THE RESPONDENT, A FORMERLY REGISTERED INVESTMENT ADVISER, TO CERTAIN OF ITS ADVISORY CLIENTS, INCLUDING CLIENTS WITH SEPARATELY MANAGED ACCOUNTS INVESTED IN A STRATEGY OFFERED BY F-SQUARED INVESTMENTS, INC. ("F-SQUARED"). THE RESPONDENT ADVERTISED THE STRATEGY BY NEGLIGENTLY RELYING ON F-SQUARED'S MATERIALLY INFLATED, AND HYPOTHETICAL AND BACK-TESTED, PERFORMANCE TRACK RECORD THAT F-SQUARED MISREPRESENTED.

ALPHASECTOR IS A SECTOR ROTATION STRATEGY BASED ON AN ALGORITHM THAT YIELDS A SIGNAL INDICATING WHETHER TO BUY OR SELL NINE INDUSTRY EXCHANGE-TRADED FUNDS ("ETFs") THAT TOGETHER MADE UP THE INDUSTRIES IN THE S&P 500 INDEX. BETWEEN SEPTEMBER 2011 AND MAY 2014, THE RESPONDENT OFFERED THE ALPHASECTOR STRATEGY TO ITS CLIENTS.

FROM SEPTEMBER 2011 TO OCTOBER 1, 2013, IN RELIANCE ON F-SQUARED'S FALSE STATEMENTS, CONSTELLATION'S ALPHASECTOR ADVERTISEMENTS FALSELY STATED THAT: (A) ASSETS HAD BEEN INVESTED IN THE ALPHASECTOR STRATEGY FROM APRIL 2001 TO SEPTEMBER 2008; AND (B) THE TRACK RECORD HAD SIGNIFICANTLY OUTPERFORMED THE S&P 500 INDEX FROM APRIL 2001 TO SEPTEMBER 2008. IN FACT, NO CLIENT ASSETS HAD TRACKED THE STRATEGY FROM APRIL 2001 THROUGH SEPTEMBER 2008. IN ADDITION, F-SQUARED MISCALCULATED THE HISTORICAL PERFORMANCE OF ALPHASECTOR FROM APRIL 2001 TO SEPTEMBER 2008 BY INCORRECTLY IMPLEMENTING SIGNALS IN ADVANCE OF WHEN SUCH SIGNALS ACTUALLY COULD HAVE OCCURRED. CONSTELLATION TOOK INSUFFICIENT STEPS TO CONFIRM THE ACCURACY OF F-SQUARED'S HISTORICAL DATA AND OTHER INFORMATION CONTAINED IN THE MATERIALS. IN ADDITION, CONSTELLATION DID NOT OBTAIN SUFFICIENT DOCUMENTATION THAT SUBSTANTIATED F-SQUARED'S ADVERTISING CLAIMS IN THE MATERIALS. AS A RESULT OF THIS INACCURATE COMPILATION OF HISTORICAL DATA BY F-SQUARED, CONSTELLATION ADVERTISED THE ALPHASECTOR STRATEGY BY USING HYPOTHETICAL AND BACK-TESTED HISTORICAL PERFORMANCE THAT WAS INFLATED SUBSTANTIALLY OVER WHAT PERFORMANCE WOULD HAVE BEEN IF F-SQUARED HAD APPLIED THE SIGNALS ACCURATELY.



AS A RESULT, THE RESPONDENT VIOLATED SECTION 206(4) OF THE ADVISERS ACT AND RULE 206(4)-1(A)(5) THEREUNDER. THE RESPONDENT ALSO VIOLATED SECTION 204(A) OF THE ADVISERS ACT AND RULE 204-2(A)(16) THEREUNDER.

| | |
|---|--|
| Initiated By: | UNITED STATES SECURITIES AND EXCHANGE COMMISSION |
| Date Initiated: | 08/25/2016 |
| Docket/Case Number: | 3-17501 |
| Principal Product Type: | Other |
| Other Product Type(s): | EXCHANGE-TRADED FUNDS |
| Principal Sanction(s)/Relief Sought: | Cease and Desist |
| Other Sanction(s)/Relief Sought: | |
| Resolution: | Order |
| Resolution Date: | 08/25/2016 |
| Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? | No |
| Sanctions Ordered: | Monetary/Fine \$100,000.00 Cease and Desist/Injunction |
| Other Sanctions Ordered: | |
| Sanction Details: | RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 204(A) AND 206(4) OF THE ADVISERS ACT AND RULES 204-2(A)(16), AND 206(4)-1(A)(5) THEREUNDER. RESPONDENT SHALL, WITHIN 10 DAYS OF THE ENTRY OF THIS ORDER, PAY A CIVIL MONEY PENALTY OF \$100,000 TO THE SECURITIES AND EXCHANGE COMMISSION FOR TRANSFER TO THE GENERAL FUND OF THE UNITED STATES TREASURY. |
| Regulator Statement | IN ANTICIPATION OF THE INSTITUTION OF THESE PROCEEDINGS, RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT (THE "OFFER") WHICH THE COMMISSION HAS DETERMINED TO ACCEPT. SOLELY FOR THE PURPOSE OF THESE PROCEEDINGS AND ANY OTHER PROCEEDINGS BROUGHT BY OR ON BEHALF OF THE COMMISSION, OR TO WHICH THE |



COMMISSION IS A PARTY, AND WITHOUT ADMITTING OR DENYING THE FINDINGS HEREIN, EXCEPT AS TO THE COMMISSION'S JURISDICTION OVER RESPONDENT AND THE SUBJECT MATTER OF THESE PROCEEDINGS, WHICH ARE ADMITTED, RESPONDENT CONSENTS TO THE ENTRY OF THIS ORDER INSTITUTING CEASE-AND-DESIST PROCEEDINGS PURSUANT TO SECTION 203(K) OF THE INVESTMENT ADVISERS ACT OF 1940, MAKING FINDINGS, AND IMPOSING A CEASE-AND-DESIST ORDER. IN VIEW OF THE FOREGOING, THE COMMISSION DEEMS IT APPROPRIATE TO IMPOSE THE SANCTIONS AGREED TO IN RESPONDENT'S OFFER. ACCORDINGLY, IT IS HEREBY ORDERED THAT: PURSUANT TO SECTION 203(K) OF THE ADVISERS ACT, RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 204(A) AND 206(4) OF THE ADVISERS ACT AND RULES 204-2(A)(16), AND 206(4)-1(A)(5) THEREUNDER. RESPONDENT SHALL, WITHIN 10 DAYS OF THE ENTRY OF THIS ORDER, PAY A CIVIL MONEY PENALTY OF \$100,000 TO THE SECURITIES AND EXCHANGE COMMISSION FOR TRANSFER TO THE GENERAL FUND OF THE UNITED STATES TREASURY.

End of Report



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