



2011 ANNUAL REPORT

ATLAS TECHNOLOGY GROUP, INC.

DATED: March 30, 2012

CUSIP NUMBER: 283284107

Part A General Company Information

Item 1: The exact name of the issuer and its predecessor (if any)

The Company's name is Atlas Technology Group, Inc. The issuer's predecessor name was Tribeworks, Inc. The Company changed its name from Tribeworks, Inc. to its current name in August, 2007. The company was incorporated as Pan World Corp.

Item 2: The address of the issuer's principal executive offices

38 Fieldstone Drive
Dover, NH 03820
Office: 603-285-0015
www.racinglimosamerica.com
Investor Relations Contact: James J. Albion
Phone: 603-285-0015
Mailing Address: PO Box 487
Dover, NH 03821
Email: Investwithus@racinglimosamerica.com

Item 3: The jurisdiction(s) and date of the issuers' incorporation or organization

The Company was organized under the laws of the State of Nevada on August 19, 1996. In November 1999, the Company changed its State of Incorporation from Nevada to Delaware.

Part B Share Structure

Item 4: The exact title and class of securities outstanding

The Company has two classes of capital stock consisting of 850,000,000 shares of Common Stock and 1 share of Preferred Stock. The Company's trading symbol is ATYG and CUSIP number is 049432107.

Item 5: Par or stated value and description of the security

The Common Stock has a par value of \$.0004 and the Preferred Stock has no par value. The Common Stock has a one share one vote right with no other rights. The Preferred stock consists of a single share which equals 61% of the voting rights of the common stock.

There are no provisions in the articles of incorporation, articles of amendment, or bylaws which would delay or prevent a change of control.

Item 6: **The number of shares or total amount of the securities outstanding for each class of securities authorized.**

As of the fiscal year ended December 31, 2011:

Common Stock Authorized: 850,000,000

Common Stock Outstanding: 693,425,856

Public Float: 175,559,265

Preferred Stock Authorized: 1

Preferred Stock Outstanding: 1

Number of Shareholders of Record: 126

As of the fiscal year ended December 31, 2010:

Common Stock Authorized: 200,000,000

Common Stock Outstanding: 160,000,000

Public Float: 100,000,000

Preferred Stock Authorized: 1

Preferred Stock Outstanding: 1

Number of Shareholders of Record: 159

Part C **Business Information**

Item 7: **The name and address of the transfer agent**

Signature Stock Transfer Inc.

2632 Coachlight Court

Plano, TX, 75093

Telephone: 972-612-4120

Our transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

Item 8: **The nature of the issuer's business**

A. Business Development. Atlas Technology Group, Inc. is a holding company. It's primary asset is Racing Limos America, Inc. Racing Limos America is currently in operations and is a company which franchises race car themed stretch limousines and specializes in unique marketing partnerships, featuring advertising on the limos similar to race cars.

1. The form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.);

The organizational form of the issuer is a Corporation.

2. The year the issuer (or any predecessor) was organized

The issuer was organized in 1996.

3. The issuer's fiscal year end date

The issuers' fiscal year end date is 12/31.

4. Whether the issuer has been in bankruptcy, receivership or any similar proceeding

The issuer has never been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets

The Company acquired Atlas Technology Group Holdings Ltd, a Malta Corporation that was established in September 2004, to provide external Information Technology (" IT ") application support services for organizations with IT functions, as a wholly owned subsidiary on January 20, 2006. The services previously offered by the Company that were transferred into the Tribeworks Development Corporation (" TDC ") were sold on September 14, 2006.

On January 26, 2007, the Company acquired all of the assets and customers of BLive Networks, Inc., further expanding the Company's capability of delivering high quality outsourced support into the annual IT Support market.

At the annual general meeting of the Company on July 12, 2007, the name of the Company was changed from Tribeworks, Inc. to Atlas Technology Group, Inc.

On November 10, 2010, the Company acquired all of the assets and customers of Racing Limos, Inc., further expanding the Company into the mobile marketing sector.

Following the acquisition of Racing Limos America on November 10, 2010, the services performed by Racing Limos America have been considered our new operating business and the company will no longer focus on the IT Support market.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangements requiring the issuers to make payments

There has not been any default of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments. You may want to consider disclosing

7. Any change of control

In November 2010, James J. Albion was appointed CEO and sole Director of the Company. Prior to that, Jose Lithario was CEO from May 2009 to November 2010 and Frank Meuse was CEO from July 2008 to April 2009. During each one of these changes in CEO position, more than 50% of voting stock changed hands.

8. Any increase of 10% or more of the same class of outstanding equity securities?

No.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization

The Company was originally organized as a Nevada corporation on August 19, 1996 under the name Pan World Corp.

In June 1999, shares increased by a 2 for 1 split.

In November 1999, the Company changed its State of Incorporation from Nevada changed to Delaware.

The Company changed its name in December, 1999 to Tribeworks, Inc.

In June 2004, shares decreased by a 1 for 4 split

In September 2005, shares decreased by a 1 for 3 split.

The Company changed its name in August, 2007 to Atlas Technology Group, Inc.

The Company has no anticipated stock splits, stock dividends, recapitalizations, mergers, acquisitions, spin-off's, or reorganizations.

10. Any delisting of the issuers securities by any securities exchange or deletion from the OTC Bulletin Board

On November 12, 2010, The Company filed SEC Form 15-12g "Certification and notice of termination of registration under section 12(g) of the Securities Exchange Act of 1934 or suspension of duty to file reports under sections 13 and 15(d) of the Securities Exchange Act of 1934".

There has not been any delisting of the issuers securities by any securities exchange.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal's parties, the nature and current status of the matter, and the amounts involved

There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator.

B. Business of Issuer.

Racing Limos America is a franchise business of race car themed stretch limousines with mobile advertising. The Company has and will continue to sell franchise locations throughout the U.S. The Company's objective for the future of this company is to create more emphasis on the advertising and mobile marketing partnerships. At this time we have 2 full time employees and our primary SIC code is 6719.

The Company is not and has never been a shell.

The legal name of the Corporation is Atlas Technology Group, Inc., Inc. a Delaware Corporation, and is traded on the pink sheets.com, stock Symbol, "ATYG". The Company is also doing business under the name "Racing Limos America" which is its current focus.

Item 9: **The nature of the products and services offered**

Our primary products & services encompass advertising revenue from our wholly owned Racing Limo Businesses as well as franchise fees from our franchisees.

Our Advertising Fees are currently as follows:

Full Vehicle Wrap: \$35,000.00 per month

Our Franchise Fees are currently as follows:

PRIME DMA (Direct Market Area) (i.e. Atlanta, NYC, Dallas, LA); includes 4 limos to start, largest promotional and branding packages, etc. \$1,000,000

SECONDARY DMA (i.e. Dayton, Oakland, South Bend IN); includes 3 limos to start, mid-size promo package, etc. \$ 675,000

TERTIARY DMA (i.e. Biloxi MS, Laredo TX, Erie PA); Includes 2 limo to start, mid-size promo package, etc. \$ 350,000

OTHER DMA (more suburban and rural areas, below top 300); Includes 1 limo to start, starter promo package, etc. \$ 200,000

The Company plans to put aside about 50% of the fee for complete set up and first year training and support (typically, first year is the highest costs).

Item 10: **The nature and Extent of the Issuer's Facilities**

The business is based in Dover, New Hampshire and is operated from an office located at 38 Fieldstone Drive. The office is approximately 1,598 square feet. The Company pays \$1,750 per month for the office and the term of the lease is 3 years ending in November 2013.

Part D **Management Structure and Financial Information**

Item 11: **A. The name of the chief executive officer, members of the board of directors, as well as control persons**

James Albion – Chief Executive Officer and Chairman of the Board of the Directors.

James Albion has been an entrepreneur most of his adult life. He comes from a family of entrepreneurs, and was raised with the philosophy that the American dream is all

about taking control of your own destiny, that thinking outside the box is the way to success, and to pursue what you love and the money will follow.

Albion started his own ad agency, ZMJ Advertising, in 1992, and has owned and operated it ever since. ZMJ Advertising's belief in transparency has made it the only ad agency in the region which offers an "open auditing" policy.

Mr. Albion often heard complaints from prospective clients about their experiences in being double-billed or over-billed and decided on the "open audit policy" because his philosophy is "the truth comes out 100% of the time, so be fair with your clients, and they will be fair with you".

Albion's persistence shone brightly when his agency was one of only two local area marketing agencies to survive after 9/11. Not only did ZMJ survive, but also increased its revenues upwards of 468% in the 18 months following 9/11.

In 2008, he was introduced to Racing Limos when he won the bid to build a website for Racing Limos of NH. The current management was struggling with the franchise, and was about to close, when Albion considered buying into the business.

The opportunity spurred serendipity when Mr. Albion realized he could utilize his current contacts within the industry to expand the scope of the Racing Limos brand.

After purchasing Racing Limos of NH, he soon thereafter purchased the Fort Myers, FL and Boston territories as well.

By mid 2010, and was encouraged to consider purchasing the entire franchise system, which he did in mid 2010.

Mr. Albion, with his wife and four children, own a combined 215,660,000 shares of common stock of Atlas Technology Group, Inc. (30.7% of the total issued and outstanding of Atlas Technology Group, Inc.) and 1 share of preferred stock of Atlas Technology Group, Inc. (100% of total issued and outstanding preferred stock) James Albion's compensation is \$120,000 per year.

Atlas Technology Group, Inc.
38 Fieldstone Drive
Dover, NH 03820

B. Legal/Disciplinary History.

None of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

There are no family relationships in the company and there have been no related party transactions.

Item 12: Financial information for the issuer's most recent fiscal year

The financial statements for the year ended December 31, 2011 is posted www.otcmarkets.com as of the date of this report.

Item 13: Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

The financial statements for the years ended December 31, 2010 & December 31, 2009 were uploaded to www.otcmarkets.com on April 7, 2011.

Item 14: Beneficial Owners

There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Common Stock. There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Preferred Stock, other than James Albion, Chief Executive Officer and Chairman of the Board of Directors, who owns 100% of the total outstanding Preferred stock.

Item 15: **The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure.**

Counsel – Jonathan D. Leinwand, Esq.
 20801 Biscayne Blvd. #403
 Aventura, FL 33180
 (954) 903-7856

Accountant – Pink Accounting
 478 Albany Avenue
 Brooklyn, NY 11203
 Telephone (212) 994-9644

Investor Relations – James J. Albion
 P.O. Box 487
 Dover, NH 03821
 (603)-285-0015

Item 16: **Management’s Discussion and Analysis of Financial Condition and Results of Operations**

From 12/31/10 to 12/31/11 total assets decreased approximately \$4k or less than 1%. This decrease is primarily attributable to a decrease in cash and accounts receivable.

From 12/31/10 to 12/31/11 Net Loss decreased approximately \$496k from (\$648,639) to (\$152,792). This is primarily attributable to an increase in revenue of \$107k and a decrease in consulting fees of approximately \$380k.

The Company has no Off Balance Sheet Arrangements.

Item 17: **List of securities offerings and shares issued for services in the past two years**

NONE

Item 18: **Material Contracts**

The Company has no material contracts that will be required of or performed by them that are not in the normal course of business.

Item 19: **Articles of Incorporation and Bylaws**

The Articles of Incorporation & Bylaws for Atlas Technology Group, Inc. were uploaded to www.otcmarkets.com on April 7, 2011.

Item 20: Purchase of Equity Securities by the Issuer and Affiliated Purchasers

Neither the Company nor any “Affiliated Purchasers” made any purchases of the Company’s equity securities aside from James Albion, CEO, who purchased 2,500 shares of the Company’s common stock.

Item 21: Issuers Certifications

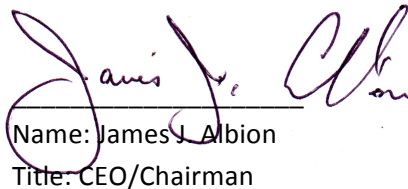
I, James J. Albion, certify that:

1. I have reviewed this Amended Issuer Information and Disclosure Statement of Atlas Technology Group, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: March 30, 2012



Name: James J. Albion
Title: CEO/Chairman

Atlas Technology Group, Inc.
Consolidated Balance Sheet
As of December 31, 2011
UNAUDITED

ASSETS

Current assets	
Cash & equivalents	\$ 125
Accounts receivable	21,600
Total current assets	<u>21,725</u>
Property and equipment-net	3,386
Other assets	
Intangible assets	4,000,000
Other assets	7,500
Total other assets	<u>4,007,500</u>
Total assets	<u>\$ 4,032,611</u>

LIABILITIES & STOCKHOLDERS' EQUITY

Current liabilities	
Accounts payable	\$ 80,509
Accrued salary expense	191,454
Reserve-termination fees	386,782
Other current liabilities	17,533
Total current liabilities	<u>676,278</u>
Long term debt	
Notes payable	811,392
Total long term debt	<u>811,392</u>
Total liabilities	<u>1,487,670</u>
Stockholders' equity	2,544,941
Total stockholders' equity	<u>2,544,941</u>
Total liabilities & stockholders' equity	<u>\$ 4,032,611</u>

Atlas Technology Group, Inc.
Consolidated Statement of Cash Flows
For the year ended December 31, 2011
UNAUDITED

CASH FLOWS PROVIDED BY (USED FOR) OPERATING ACTIVITIES

Net (Loss)	\$ (152,792)
Adjustments to reconcile net loss to net cash used in operations	
Depreciation	592
Decrease in accounts payable	(72,598)
Increase in due to related parties	<u>26,001</u>
NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES	<u>(198,797)</u>

CASH FLOWS PROVIDED BY (USED FOR) INVESTING ACTIVITIES

Purchase of computer hardware	<u>(1,636)</u>
NET CASH USED FOR INVESTING ACTIVITIES	<u>(1,636)</u>

CASH FLOWS PROVIDED BY (USED FOR) FINANCING ACTIVITIES

Payments of notes payable	(29,378)
Proceeds from notes payable	107,434
Proceeds from issuance of stock	<u>(226,000)</u>
NET CASH PROVIDED BY FINANCING ACTIVITIES	<u>196,622</u>

NET INCREASE (DECREASE) IN CASH RESOURCES	(2,175)
BEGINNING CASH BALANCE	<u>2,300</u>
ENDING CASH BALANCE	<u><u>\$ 125</u></u>

Atlas Technology Group, Inc.
Consolidated Statement of Operations
For the year ended December 31, 2011
UNAUDITED

Revenues	\$ 106,857
Expenses	
Payroll	68,252
Rent expense	18,850
Office supplies	1,592
Depreciation expense	592
Phone & internet	1,512
Professional fees	14,850
Administrative fees	7,701
Travel & entertainment	4,040
Consulting fees	120,000
Bank service charges	1,238
Vehicle leases	13,816
Advertising	2,904
Miscellaneous	4,302
Total expenses	<u>259,649</u>
Net loss	<u><u>\$ (152,792)</u></u>

Atlas Technology Group, Inc.
Consolidated Statement of Changes in Shareholders' Equity
For the year ended December 31, 2011
UNAUDITED

Beginning Balance	\$ 3,290,212
Less: Decreases to Shareholders' Equity	(592,479)
Less: Net Loss	<u>(152,792)</u>
Ending Balance	<u><u>\$ 2,544,941</u></u>

ATLAS TECHNOLOGY GROUP, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011
UNAUDITED

1. SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION

Nature of Business

Atlas is a holding company, holding its primary asset, Racing Limos America, Inc. Racing Limos America is a company of franchises made up of stretch limousines with a race car theme, specializing in marketing partnerships, featuring advertising on the limos (like race cars). Marketing packages include marketing & advertising on the internet, in social media, and other conventional shared advertising. The Company is organized in the state of Delaware and is a publically traded pink sheets, company traded under the symbol ATYG.PK.

Significant Accounting Policies

Intangible Assets

Intangible Assets are carried on the books at fair market value and tested for impairment on a quarterly basis.

Property and equipment

Property and equipment are stated at cost less accumulated depreciation. Depreciation is recorded at rates designed to depreciate the cost of capital assets over their estimated useful lives.

2. CASH & EQUIVALENTS

Cash & Equivalents consists of cash which is currently sitting in the company checking account and petty cash. There are currently no money market accounts however the Company is considering opening a money market account to earn more interest on its cash.

3. PROPERTY AND EQUIPMENT

Property and equipment consist of desks, office furniture and computer equipment. For book purposes, The Company depreciates these assets over a useful life of 5 years.

4. INTANGIBLE ASSETS

Intangible Assets consists of patents, trademarks, and goodwill pertaining to the Racing Limos America brand.

ATLAS TECHNOLOGY GROUP, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011
UNAUDITED

5. ACCOUNTS PAYABLE

Accounts Payable are monies owed by the company to third parties. There are currently no finance charges or interest associated with these amounts.

6. ACCRUED SALARY EXPENSE

Accrued Salary Expense consists of executive salary owed by the company to the CEO and is calculated based on an annual salary of \$120,000.

7. RESERVE-TERMINATION FEES

Reserve-Termination Fees consists of a potential liability which the company could incur in the event any existing franchises are terminated. The Company entered in to termination agreements whereby half of the original franchise fee would be returned to the franchisee, should any respective franchises be resold.

8. LONG-TERM DEBT

The Notes Payable under long term debt pertain to consulting fees incurred by the Company.