



**QUARTERLY REPORT AMENDED
ISSUER INFORMATION AND DISCLOSURE STATEMENT PURSUANT
TO
RULE 15c2-11**

SECURITIES EXCHANGE ACT OF 1934

ATLAS TECHNOLOGY GROUP, INC.

DATED: May 14, 2012

CUSIP NUMBER: 049432107

ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF ATLAS TECHNOLOGY GROUP, INC. ("COMPANY") IN ACCORDANCE WITH RULE 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.

NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.

DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT

INFORMATION AND DISCLOSURE STATEMENT

All information in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended. The enumerated items and captions contained herein correspond to the format as set forth in that rule.

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 Address of its 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

SHARE STRUCTURE

Item 2: 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.

For the period ending March 31, 2012:

Common Authorized:	850,000,000
Common Outstanding:	693,425,856
Common Float:	175,559,265
Preferred Authorized:	1
Preferred Outstanding:	1
Number of Shareholders on Record	126

Item 3: Interim Financial Statements

The financial statements for the first quarter ended March 31, 2012 are attached hereto and incorporated in this disclosure statement in attachment A.

Item 4: Management's Discussion and Analysis of Financial Condition and Results of Operations

From 12/31/11 to 3/31/12 total assets increased \$367 or less than 1%. This increase is attributable to an increase in cash of \$367.

Gross Revenues increased approximately 900% from \$4,405 in Q1 2011 to \$39,271 in Q1 2012. Net loss decreased significantly from (\$149,451) to (\$20,117). This is primarily attributable to an increase in the company's franchise business with the addition of the Miami franchise and increased advertising revenue.

Item 5: Legal Proceedings

NA

Item 6: Defaults Upon Senior Securities

NA

Item 7: Other Information

NA

Item 8: Exhibits

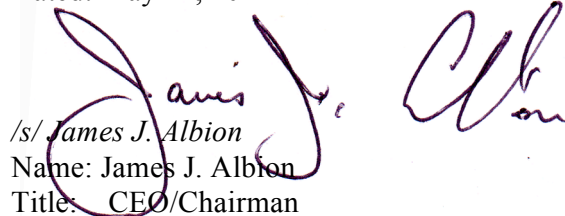
NA

Item 9: Certification

I, James J. Albion, certify that:

1. I have reviewed this Quarterly Issuer Information and Disclosure Statement of Atlas Technology Group, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statements of material fact or omit to state a material fact necessary to make the statements made, in the light of the 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, cash flows of the issuer as of, and for, the periods presented in the disclosure statement.

Dated: May 14, 2012


/s/ James J. Albion
Name: James J. Albion
Title: CEO/Chairman

Attachment A

March 31, 2012
Quarterly Report
Unaudited

Atlas Technology Group, Inc.
Consolidated Balance Sheet
As of March 31, 2012
UNAUDITED

ASSETS

Current assets	
Cash & equivalents	\$ 492
Accounts receivable	21,600
Total current assets	<u>22,092</u>
 Property and equipment-net	 3,238
 Other assets	
Intangible assets	4,000,000
Other assets	7,500
Total other assets	<u>4,007,500</u>
 Total assets	 <u><u>\$ 4,032,830</u></u>

LIABILITIES & STOCKHOLDERS' EQUITY

Current liabilities	
Accounts payable	\$ 61,980
Accrued salary expense	205,397
Reserve-termination fees	386,782
Other current liabilities	13,498
Total current liabilities	<u>667,657</u>
 Long term debt	
Notes payable	999,086
Total long term debt	<u>999,086</u>
 Total liabilities	 <u>1,666,743</u>
 Stockholders' equity	 2,366,087
Total stockholders' equity	<u>2,366,087</u>
 Total liabilities & stockholders' equity	 <u><u>\$ 4,032,830</u></u>

Atlas Technology Group, Inc.
Consolidated Statement of Operations
For the three months ended March 31, 2012
UNAUDITED

Revenues	\$ 39,271
Expenses	
Payroll	13,557
Rent expense	4,500
Depreciation expense	148
Professional fees	4,750
Administrative fees	215
Travel & entertainment	1,196
Consulting fees	30,000
Bank service charges	500
Advertising	3,398
Miscellaneous	1,124
Total expenses	<u>59,388</u>
Net loss	<u><u>\$ (20,117)</u></u>

Atlas Technology Group, Inc.
Consolidated Statement of Cash Flows
For the three months ended March 31, 2012
UNAUDITED

CASH FLOWS PROVIDED BY (USED FOR) OPERATING ACTIVITIES

Net (Loss)	\$ (20,117)
Adjustments to reconcile net loss to net cash used in operations	
Depreciation	148
Decrease in accounts payable	(18,529)
Increase in due to related parties	<u>13,943</u>
NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES	<u>(24,555)</u>

CASH FLOWS PROVIDED BY (USED FOR) INVESTING ACTIVITIES

NET CASH USED FOR INVESTING ACTIVITIES	<u>-</u>
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CASH FLOWS PROVIDED BY (USED FOR) FINANCING ACTIVITIES

Payments of notes payable	(4,035)
Proceeds from notes payable	(153,379)
Reclass of accounts payable for issuance of common stock	<u>182,336</u>
NET CASH PROVIDED BY FINANCING ACTIVITIES	<u>24,922</u>

NET INCREASE (DECREASE) IN CASH RESOURCES	367
BEGINNING CASH BALANCE	<u>125</u>
ENDING CASH BALANCE	<u><u>\$ 492</u></u>

Atlas Technology Group, Inc.
Consolidated Statement of Changes in Shareholders' Equity
For the three months ended March 31, 2012
UNAUDITED

Beginning Balance	\$ 2,544,941
Less: Adjustment to Shareholders' Equity	(158,737)
Less: Net Loss	<u>(20,117)</u>
Ending Balance	<u><u>\$ 2,366,087</u></u>

ATLAS TECHNOLOGY GROUP, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED
MARCH 31, 2012
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.

Furniture & Fixtures

Furniture & Fixtures 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 & CASH EQUIVALENTS

Cash & 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. FURNITURE & FIXTURES

Furniture & Fixtures consist of desks and office furniture. 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.

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 two of its executives at \$75,000 and \$35,000 per year.

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.