



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2012

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c)(d)) is subject to a penalty fee of \$25.00.

| | | | | | |
|--|-------------|---|---|--------------|-----------|
| 1. Corporate ID No. 000153386 | | 2. Name of Corporation Plus One Holding, Inc | | | |
| 3. Street Address Principal Business Office 75 Maiden Lane Suite 801 | | | City New York | State Ny | |
| 4. Business Phone No. 646-312-6209 | | 5. State of Incorporation DE | | | |
| 6. Brief Description of the Character of Business Conducted in Rhode Island Management of Fitness & Therapy Services | | | | | |
| 7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS | | | | | |
| President Name Chris Ciatto | | | Vice President Name | | |
| Street Address 75 Maiden Lane Suite 801 | | | Street Address | | |
| City New York | State Ny | Zip 10038 | City | State | |
| Secretary Name LISA Fierstein | | | Treasurer Name LISA Fierstein | | |
| Street Address 75 Maiden Lane Suite 801 | | | Street Address 75 Maiden Lane Suite 801 | | |
| City New York | State NY | Zip 10038 | City New York | State NY | |
| 8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS | | | | | |
| Director Name Don Hoffman | | | Director Name Rodney Eshelman | | |
| Street Address 111 Durnell Road Suite 102 | | | Street Address 111 Durnell Rd Suite 102 | | |
| City Maplewood | State NJ | Zip 07040 | City Maplewood | State NJ | |
| Director Name Michael Motte | | | Director Name Don Scullis | | |
| Street Address 75 Maiden Lane Suite 801 | | | Street Address 75 Maiden Lane Suite 801 | | |
| City New York | State NY | Zip 10038 | City New York | State NY | |
| 9. SHARES AUTHORIZED 1,000,000 - PWP ; 2,000,000 - CWP | | | 10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> | | |
| ISSUED SHARES — THIS SECTION MUST BE COMPLETED | | | | | |
| This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet. | | | Number of Shares | Class/Series | Par Value |
| | | | 860671 | PWP | .01 |
| | | | 1568396 | CWP | .01 |

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

FILED

File Date FEB 10 2012
 Check No. By MNC
 By: 2408
 FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature Lisa Fierstein Date 2/2/12
 Print or Type Name LISA Fierstein
 Title CFO