



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

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

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.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000546582

2. Name of Corporation Shape Up, Inc.

3. Street Address Principal Business Office:

No. and Street: C/O CORPORATION SERVICE COMPANY
2711 CENTERVILLE ROAD, SUITE 400

City or Town: CITY OF WILMINGTON

State: DE Zip: 19808 Country: USA

4. Business Phone No.

401-680-5924

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

PROVIDING EMPLOYEE HEALTH PROGRAMS POWERED BY AN ELECTRONIC SOCIAL NETWORK

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	MICHAEL ZANI	1304 ANTHONY ROAD PORTSMOUTH, RI 02871 USA
CEO	RAJIV KUMAR MR	111 CHESTNUT ST PROVIDENCE, RI 02903 USA
CFO	JOHN D MCGUINNESS MR.	72 GATEWAY RD NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	ANTHONY TJAN MR	ONE FANEUIL HALL, SUITE 700 BOSTON, MA 02109 USA
DIRECTOR	JUAN ENRIQUEZ MR	800 BOYLSTON ST, SUITE 1588 BOSTON, MA 02199 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.0010	21,000,000.00	11834087
PWP	A	\$0.0010	6,260,445.00	6260445

9. 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.

Signed this 9 Day of July, 2012 at 11:37:41 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By JOHN D. MCGUINNESS
Signature of Authorized Representative of the Corporation

CFO
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07