

Founded in 2008 by a seasoned team of leading fitness industry visionaries, dotFIT™ is rapidly becoming the worldwide leader in personalized holistic health, nutrition and fitness solutions. Delivered to consumers via fitness clubs and companies with loyal memberships, we provide the proven essentials needed for people to eat better, live better and feel better. Whether they're moms looking to lose a few pounds, busy executives trying to stay in shape, or athletes training for their next competition, we have the integrated solution to ensure success.

Driven by our innovative Fitness Intelligence Technology platform we provide a wealth of customized online digital assets, real-time monitoring and progress capabilities, exercise and nutrition programs, nutrition products and access to coaches certified by the National Academy of Sports Medicine™ (NASM). No other organization brings together the expertise, the knowledge, the resources and the science to help people achieve their health and fitness goals.

We connect the dots ... from clubs or businesses to their customers, resulting in expanded markets, increased membership, longer commitments, higher margins and profitability and enhanced customer loyalty. Our integrated offering includes...

**1. Nutrition**—With the dotFIT Me Program, users can personalize their nutrition plan, set and track weight targets, and customize menus based on the foods they like to eat.

**2. Supplements**—For the ultimate in health, weight-loss, longevity, energy and performance our supplements deliver the right nutrients to the body at the right time for optimal results—backed by rigorous scientific research—delivered right to their door.

**3. Exercise**—Get fit fast—and stay that way for life—with dotFIT's proven combination of cardiovascular and strength training. With the dotFIT Me Program, users have access to our extensive library of hundreds of online videos, animations, and personalized programs so they can learn to exercise more efficiently.

**4. Coaching**—100,000 NASM-certified coaches and trainers are here to help people with their personal goals. Using time-tested scientific methods that work, our army of personal instructors is available online, by phone or at their door.

**5. Community**—Members are never alone in their quest for health and fitness. The dotFIT community connects them with the support system needed to stay on track, including online support, chat rooms, video feeds, product reviews and a great social networking site to interact with thousands of like-minded people.

dotFIT is the online fitness and nutrition authority. Our partnership with the National Academy of Sports Medicine is central to our approach of providing best-in-class information and resources to our clients. NASM has been a leader in personal trainer certification, continuing education, solutions and tools for health, fitness, sports performance and sports medicine professionals since 1987.

Today, NASM's sports medicine and personal trainer certification programs serve more than 100,000 members in 80 countries.

In addition to its evidence-based NCCA-accredited Certified Personal Trainer (CPT) certification, NASM also offers a progressive career track with access to Advanced Specializations, Continuing Education courses, and accredited Bachelor and Master Degree programs.

NASM is dedicated to helping health and fitness professionals enhance their careers while empowering their clients to live healthier lives. With a purpose to deliver evidence-based health and fitness solutions that truly educate, motivate and inspire, NASM is an invaluable dotFIT Worldwide partner.

Our management team has opened and operated hundreds of fitness centers in around the globe, founding some of the biggest and most well known companies in the industry. We've also created numerous products including the revolutionary bodybugg® calorie management system, developed vitamins, supplements and energy bar products, and founded the world's leading association for sports medicine. Our credentials are unsurpassed, our expertise unparalleled.



**Neal Spruce,**  
**Founder & CEO, dotFIT Worldwide**

Neal Spruce is chairman of the board for the prestigious National Academy of Sports Medicine (NASM) and founder of dotFIT Worldwide. Neal is a fitness specialist, author, licensed teacher, researcher, bodybuilding champion, personal fitness consultant and speaker.

Prior to creating dotFIT, Spruce founded Apex Fitness, a research and development company that eventually became part of Fitness Holdings World Wide, the parent company of 24 Hour Fitness USA, Inc. While with Apex, Spruce and his team developed fitness programs used in over 1500 fitness facilities worldwide, currently serving over 500,000 new participants annually. Spruce also created the revolutionary bodybugg® calorie management system in collaboration with BodyMedia, Inc., which in 2005 received the "Best of What's New in Personal Health" award from *Popular Science* and was featured on NBC's hit television show, "The Biggest Loser."



**Odd Haugen, President & Chief Operating Officer, dotFIT Worldwide**

Odd Haugen is a business executive with a passion for strength and fitness as well as a competing strongman who mentors up and coming strength athletes. Prior to his current role, Haugen was VP of Operations for Apex Fitness Group (now owned by 24 Hour Fitness).

Haugen held various roles within 24 Hour Fitness, including CEO of operating entities in Europe with nearly 140 clubs. He joined 24 Hour Fitness via the merger with Gym Masters, Inc. (GMI) in early 1996. As a principal shareholder and founder of GMI, Mr. Haugen grew the company from a single club in Richmond, California, to a chain of clubs with gross revenue of \$10,000,000 plus per year. Prior

to merging with 24 Hour Fitness, Inc. GMI was honored three years in a row as one of Inc. 500's fastest growing companies in the nation. Haugen was featured on the June 1993 cover of *Club Industry*.



**Craig Pepin-Donat,**  
**CMO of dotFIT Worldwide**

Rising to the top of his profession, Craig led several high profile fitness organizations as president and also served as executive vice president of sales and marketing for the world's largest fitness organization, 24 Hour Fitness.

With over a quarter century of experience, he has operated more than 450 health and fitness clubs in 11 countries and has visited over 30 countries while studying health and fitness trends worldwide. He has researched and purchased millions of dollars worth of fitness equipment, dietary supplements and other health-and fitness-related products.

From this unique experience, he has developed a keen understanding of the physiology that triggers health and fitness buying decisions and the real world issues that prevent people from attaining lasting results. Author of two ground breaking health and fitness books, Craig has dedicated his life to helping people through health and fitness education.



**Micheal Clark, President & CEO, National Academy of Sports Medicine (NASM)**

Dr. Micheal Clark, DPT, MS, PT, CES, PES, CPT, joined NASM as president, chief executive officer and partner in March 2000. An industry visionary, he is the creator of NASM's exclusive Optimum Performance Training™ (OPT) method used by thousands of health and fitness professionals worldwide.

Clark's innovation and leadership have redefined NASM as a global leader and authority in education for fitness, performance and sports medicine professionals, which empowers individuals to live active and healthy lives.

Recognized as one of the top physical therapists in the industry, Clark has rehabilitated, reconditioned and trained hundreds of professional and amateur elite athletes. His list of athlete-clients includes a MLB Cy Young award winner, world champion figure skaters, NBA All-Stars, NBA Rookies of the Year, NBA Most Valuable Players, NFL All-Pros, The World's Strongest Man, national champions, Olympic gold medalists and hall of fame athletes.

## ADVISORY TEAM

### Nutrition, dietetics and weight control

Jill Fairweather, MS, RD

Gay Riley, MS, RD, CCN

Alan Titchenal, PhD

Kathleen Barefield, MS, RD, PES, NASM-CPT

### Exercise science, physical therapy and performance enhancement

Richard Stewart, MS, NASM-CPT, PES

National Academy of Sports Medicine

### Nutrition and exercise instructors

Scott Pullen MS, CES, PES

National Academy of Sports Medicine staff

### Medical science, pharmaceuticals and dietary supplements

Jim Starr-Kalafat

Timothy Ziegenfuss, PhD, CSCS, EPC

Michael Oviedo, MS, PES, CSCS

### Osteopathy and anti-aging medicine

Bob Goldman, PhD, DO

### Institutional relationships and advisory resources

University of North Carolina

Arizona School of Health Sciences

Texas Women's University

University of Hawaii

### National Academy of Sports Medicine

Dr. Micheal A. Clark, DPT, MS, PT, PES

Dr. Darin Padua, PhD, ATC

Dr. Kevin Guskiewicz, PhD, ATC

Dr. Steve Marshall, PhD

### Bakery Barn, Inc

<http://www.bakery-barn.com/>

### Command Nutritionals

<http://www.commandnutritionals.com/>

### Phoenix Labs Rising Laboratories

<http://phxlabs.com/>

### What is the background of dotFIT Worldwide?

Our management team has opened and operated hundreds of fitness centers around the globe, founding some of the biggest and most well known companies in the industry. We've also launched numerous products including the revolutionary bodybugg® calorie management system. We've developed vitamins, supplements and energy bar products and built the world's leading association for sports medicine certifications. Our credentials are unsurpassed, our expertise unparalleled.

### What does dotFIT offer?

We provide the only personalized online holistic health, fitness and nutrition resource. Results-driven fitness programs, supplements, meal replacements, and coaching, delivered to consumers via fitness clubs and companies with loyal memberships. Members go to a club or brand website to join, and through a seamless integration with dotFIT.com they'll gain access to our online fitness and nutrition programs, meal plans, fitness videos, fitness equipment, community, thousands of articles, FAQs, free tools, recipes and more. dotFIT.com is the first all-inclusive, web 2.0 platform in the fitness space.

### Who can use dotFIT products and programs?

Literally anyone. From basic nutrition to joint pain relief to youth athletic performance, dotFIT has a product that can help. Our comprehensive, easy-to-use programs help anyone seeking to lose weight, improve performance, gain muscle, maintain weight loss, or make a major lifestyle change.

### How does dotFIT help its members?

With dotFIT, members have access to fitness and nutrition programming, supplements, coaching and more—all designed by industry experts (including certified personal trainers and registered dietitians). The dotFIT approach to fitness is straightforward and hype-free, which means programs are written to educate and empower users, all provided through the NASM alliance to ensure the highest level of science-based training methods.

### What gives dotFIT a competitive advantage?

In addition to the leadership of our seasoned team of fitness industry visionaries and our world-class advisory board, the Fitness Intelligence Technology Platform provides the foundation for our unique, completely integrated offering, which no other organization can provide. Here are a few highlights:

- All exercise programs are written by the exercise experts at the National Academy of Sports Medicine™ (NASM), the world leader in personal trainer certification, continuing education, solutions and tools for health, fitness, sports performance and sports medicine professionals.
- All menus are written by registered dietitians, and the 50,000 item food database used in the dotFIT Me Program is powered by industry-leader CalorieKing™.
- dotFIT supplements and meal replacement powders are manufactured by an FDA-registered facility using Good Manufacturing Practices.
- All supplement ingredients are backed by published, evidence-based research.
- The dotFIT Research & Development team and Advisory Board has over a century of combined experience in the industry.
- dotFIT offers an online social community that ensures a level of personal interaction members need to succeed in their health and fitness goals. With coaching, chatting, blogs, message boards, product reviews, videos, home delivery and more, dotFIT is a lifestyle, not a product.

### Why do you choose an FDA laboratory to produce the products?

We do this for your assurance as well as ours. The biggest complaint about supplement use is the lack of industry regulation to ensure product purity and potency. Manufacturers that work under a Pharmaceutical License and are registered with the FDA are required to follow Good Manufacturing Practices (GMPs). These GMPs guarantee the purity and accuracy of the products produced, which ensures safety and efficacy. Manufacturing in an FDA-registered facility also means that our dietary supplements have undergone the same stringent quality control measures that pharmaceutical drugs must endure, from raw materials to the finished products. If it's on our label, it's in the bottle, and it's been tested and validated.

### Who makes sure that your products are safe?

All our products undergo rigorous legal and scientific review from the dotFIT Worldwide Advisory Board. When we consider making a product, we subject all possibilities to strict development criteria, determining if it is a safe, effective formula. Prior to becoming a dotFIT supplement the following conditions are met:

- Assemble all current research supporting use
- Safety & efficacy validation
  - Long-term info including empirical data
  - Proper dosage and forms

- Customized delivery systems based on amounts needed and target tissues
- Employ an FDA-registered GMP pharmaceutical manufacturer
  - Testing for purity, potency & delivery from raw materials to finished product
- Synergistic formulas incorporated into a program
  - Maintain safe and optimal ranges
- Ongoing feedback and product updates as science evolves

### How does dotFIT certify trainers to provide nutritional advice or to recommend certain products or supplements?

Through our strategic partner, National Academy of Sports Medicine (NASM), all trainers will become dotFIT certified to provide general nutritional advice and product suggestions based on the client's goals and the results from the PAR-Q and medical questionnaire.

The curriculum is written and/or overseen by registered dietitians and covers basic nutrition and dietary support for healthy populations. The dotFIT Me Program, also written and overseen by registered dietitians, has complex logic that eliminates guesswork and provides individual guidelines for fitness professionals. Our certification course and program are not intended to treat any medical condition or disease, which is important to discern and may be part of the reason for this question. NASM/dotFIT will provide the necessary education classes online (and in person if necessary) for trainers to become certified to administer a general weight control, nutrition and fitness program.

Our position is that supplements should only be used to support specific goals. After we understand the individual's medical history and goals, specific products may be recommended to the individual in an effort to maximum results. Our patented delivery system ensures the proper amounts of the right ingredients are utilized by the body at the right times. The combination of the dotFIT platform and products helps people "connect the dots" with their fitness goals.

dotFIT Worldwide has assembled the most powerful combination of health, fitness, nutrition and technology resources available anywhere. Please review the credentials, achievements and successes of our partners and see why we are proud to be affiliated with such world-class organizations.

### National Academy of Sports Medicine™

NASM has been a leader in personal trainer certification, continuing education, solutions and tools for health, fitness, sports performance and sports medicine professionals since 1987. Today, NASM's sports medicine and personal trainer certification programs serve more than 100,000 members in 80 countries.

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### CalorieKing™

CalorieKing has always been about one thing, helping people learn to manage calories-in and calories-out effectively. A person with a fundamental understanding of the calories he or she consumes from food and burns through activity and exercise, is a person armed to control their weight. A National Institutes of Health study published in the *New England Journal of Medicine* (February 26, 2009) concluded, "Reduced-calorie diets result in clinically meaningful weight loss regardless of which macronutrients they emphasize." This study, CalorieKing's reputation among healthcare professionals, and our own experience support our choice of CalorieKing as our partner. dotFIT Me Program users will have access to food data, publications and other insights gained from CalorieKing's years of focus on the fundamentals.

CalorieKing is America's leading provider of calorie-centric education tools for weight control and may be best known for the perennially best-selling book, *The CalorieKing® Calorie, Fat & Carbohydrate Counter*, by Allan Borushek, the company's founder. The CalorieKing Food Database and other CalorieKing content and tools have set the bar for programs that seek to reconcile short-term weight loss to lifelong weight control.

### BodyMedia, Inc.

BodyMedia, Inc. provides dotFIT members with access to innovative calorie management systems designed to help people lose weight, improve performance and live healthier lifestyles. Patented multi-sensor technology found in their signature GoWear® armband tracks total calories burned, steps taken, physical activity and sleep duration and efficiency. BodyMedia provides the technology that allows the armband data to be uploaded to the dotFIT Me Program. This allows individuals to monitor how their activity levels fit within their overall fitness plan.

### Boomerang Management

Through the support of Boomerang Management, dotFIT's Fitness Intelligence Technology platform can be fully branded for gyms, insurance companies and other interested organizations.

Boomerang Management offers fully supported solutions branded specifically to the needs of its customers:

- Fully branded turnkey solutions that require neither platform re-configuration nor programming
- Fully branded email and Web support
- Low capital investment through product licensing



### 1987

Built and delivered the health club industry's first nutrition/weight control program and launched in over 300 Gold's Gym locations.

### 1993

Formed Apex Research & Development to expand to entire health club industry. Installed over 1500 fitness facilities with 500,00 new users annually. Certified 8000 fitness professionals per year.

### 1997

Acquired The National Academy of Sports Medicine (NASM) to complete the fitness equation.

### 2001

24HF acquired the Apex side of business to gain competitive advantage. Rolled out into all clubs and now delivers \$300 million in annual revenue.

### 2003

NASM became the world's largest sport & fitness certification/education organization with 20,000 annual certifications. Network of 100,000 credentialed fitness professionals worldwide.

### 2005

Apex launched online, subscription-based nutrition/weight control program that's both client- and trainer-centric. Also offered optional body sensing device, bodybugg®, which allowed health clubs to go "beyond their walls" and maintain consumer contact and results. Subscription renewal rate of armband users: 55%.

### 2005-07

bodybugg won numerous awards, including "Best of What's New" in health & fitness in *Popular Science*, and is featured on hit TV show "The Biggest Loser".

### 2008

Apex team left 24HF and joined forces with NASM to create the complete fitness platform that is now dotFIT.

