

ITEM 1 - THE FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

THE FRANCHISOR

The name of the franchisor is LA Boxing Franchise Corporation. In this Franchise Offering Circular, LA Boxing Franchise Corporation is referred to as "we", "us", "our", or "LA Boxing." In this Offering Circular, the Franchisee is referred to as "you", "your", or the person or legal entity [includes a corporation, partnership, LLC or other legal entity (collectively "legal entity") and their owners, officers and directors] who is buying the LA Boxing franchise. We do business under the name "LA Boxing." We do not do business under any other name. We maintain our principal business address at 3195-H Redhill Avenue, Costa Mesa, CA 92626. We are a California corporation formed on February 27, 2004.

OUR EXPERIENCE

The officers, directors, and other executives of LA Boxing have continuously conducted a business of the type that you will operate since December 1, 1992. We began selling franchises in April 2004. We are not in any other line of business, except for the ownership, operation and sale of the type of franchise offered under this Franchise Offering Circular.

OUR BUSINESS

We were formed for the purpose of offering and selling LA Boxing Franchises, and servicing, supporting and administering all functions inherent in operating the System. We derive our right to use and to license others to use the trademark "LA Boxing" from a trademark assignment agreement with LA Boxing Aliso Viejo, Inc. dated March 29, 2004 (see ITEM 13).

OUR OTHER BUSINESS ACTIVITIES

We do not have any other business activities.

OUR PREDECESSORS

We have no Predecessor.

OUR AFFILIATES

We have no affiliates that are selling franchises or that will provide products or services to you.

All capitalized terms not specifically defined in this Franchise Offering Circular have the same meaning as the terms defined in ARTICLE 19 (Definitions) of the LA Boxing Franchise Agreement attached as Exhibit C to this Franchise Offering Circular.

OUR AGENTS FOR SERVICE OF PROCESS

Our agents for service of process in all states are listed on Exhibit A.

DESCRIPTION OF THE LA BOXING FRANCHISE

The business you must conduct as an LA Boxing Franchise is a membership physical fitness system consisting of unique boxing and kickboxing training regimens, utilizing a system and products that are proprietary to LA Boxing. We authorize you to offer memberships to promote training and instruction programs that include cardio boxing, cardio kick boxing, Jui Jitsu, Muay Thai boxing, utilizing a weight room, and a professional boxing ring and other equipment with unique construction and design features.