

Fill in this information to identify the case:

Debtor 1 Gold's Holding Corp.

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas, Dallas Division

Case number 20-31320-hdh11

E-Filed on 07/30/2020
Claim # 198

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	
<u>Tractorbeam LP</u> Name of the current creditor (the person or entity to be paid for this claim)	
Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?
	Where should payments to the creditor be sent? (if different)
	<u>Denise Mays</u> Name
	<u>1526 S. Good Latimer Expy</u> Number Street
	<u>Dallas TX 75226</u> City State ZIP Code
	Contact phone <u>(214) 747-5400</u>
	Contact email <u>accounting@tractorbeam.com</u>
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____
4. Does this claim amend one already filed?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____	
Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☒ No
☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

7. How much is the claim? \$ 20,288.75. Does this amount include interest or other charges?
☒ No
☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.

Services Performed

9. Is all or part of the claim secured? ☒ No
☐ Yes. The claim is secured by a lien on property.
Nature of property:
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ Other. Describe: _____

Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)

Amount necessary to cure any default as of the date of the petition: \$ _____

Annual Interest Rate (when case was filed) _____ %
☐ Fixed
☐ Variable

10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ 0.00

11. Is this claim subject to a right of setoff? ☒ No
☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☒ No

☐ Yes. Check one:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ 0.00

☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ 0.00

☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ 0.00

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ 0.00

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ 0.00

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ 0.00

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☒ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 07/30/2020
MM / DD / YYYY

Peter Benanti

Signature

Print the name of the person who is completing and signing this claim:

Name Peter Benanti
First name Middle name Last name

Title Partner/Founder/Owner

Company Tractorbeam
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address
Number Street

City State ZIP Code

Contact phone Email

Attachment 1 - Support Doc 1 of 6_Tractorbeam_ELMT79_Proposal_01242020.pdf

Description - Proposal & Scope Description

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 1 of 6

Proposal & Scope Description

Debtor: Gold's Holding Corp.

Claim Number: s664

Scheduled Amount: \$20,288.75



ELMT 79

Digital Marketing Proposal

REV: 1/24/20
ATTN: CAROLINE WEIR

The approved scope of work is
represented by the items
highlighted in YELLOW only.

Intro

We understand storytelling. We understand that a sale is emotional before it is rational, that people instinctively respond to an opportunity before they can understand it.

We are industry agnostic, from fitness to cookies to film. We know the channels that will make our clients successful. We are relentless about data and giving our clients the strategies to help their business.

Why Tractorbeam? Our experience with multi-family, hotels and resorts, fitness, retail, and restaurants gives us the unique ability to execute digital marketing campaigns for the overarching brand, as well as each business added to the portfolio. We have worked with every booking engine, reservation system, and ERP on the market. Our digital marketing campaigns aim to understand the unique customer for each entity and continue to reach them at every phase of the conversion funnel.

Overview

ELMT 79 is a tailored fitness experience that translates the state of your body to deliver the most effective, customized workouts and recovery services.

Tractorbeam has developed a digital marketing strategy to establish and grow the ELMT 79 brand awareness, evolve the brand positioning, and increase leads. The primary goal is to create a digital marketing mix that targets potential members at every part of the conversion cycle through the following campaigns: SEO, paid search, programmatic ads, retargeting ads, and social media management and marketing.

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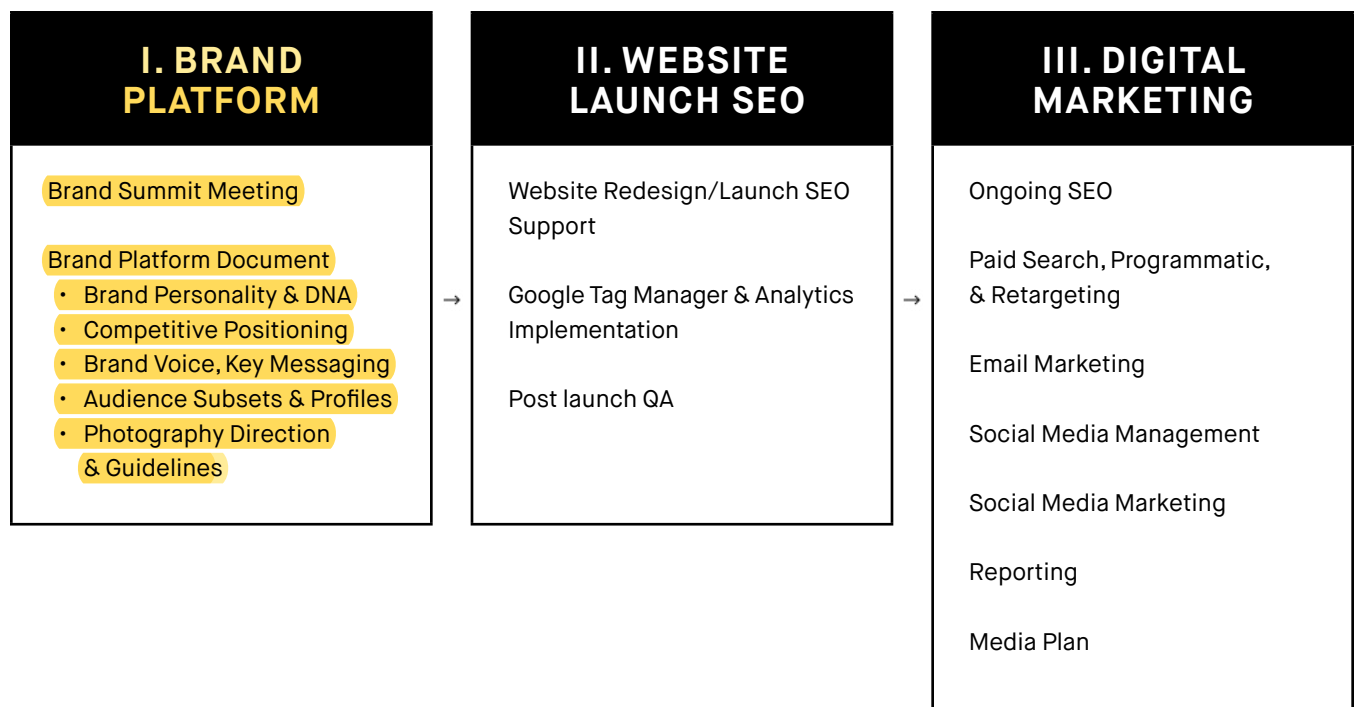
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Approach & Scope

Approach & Scope

Overview



I. Brand Platform

DELIVERABLES:

- Brand Summit Meeting
- Brand Platform Document
 - Brand Personality & DNA
 - Competitive Landscape & Positioning
 - Brand Voice & Key Messaging
 - Audience Subsets & Customer Profiles
 - Photography Direction & Guidelines for Social Media, PR, Marketing Channels

BRAND PLATFORM

The brand development process begins with a Brand Summit meeting, including all key brand stakeholders and advisors to define a consensus vision for the brand. These findings, combined with external research, will drive the development of a strategic Brand Platform. This platform will define the brand's personality, distinctives, and marketplace positioning, informing branding applications and marketing outreach.

The visual inspiration established in this phase will be used to drive outward facing creative elements and internal elements where necessary. This phase serves as an important discovery period for the Tractorbeam team, and as an anchor of consensus as the brand is developed.

II. Website Launch SEO

DELIVERABLES:

- Website Redesign/Launch SEO Support
 - Keyword Research
 - Website Hierarchy
 - Content Optimization
 - Meta data, open graph creation
 - Schema QA
 - Prelaunch site click through analysis
- Google Tag Manager & Analytics Implementation
- Post launch QA

WEBSITE REDESIGN APPROACH

Tractorbeam partners with the web designers to ensure that SEO is considered during every phase of design and development. We generally begin with a kickoff between the brand stakeholders, web design and development, and marketing teams with the ultimate goal of developing a unified vision for the website. We will discuss website requirements, wire framing, and project planning.

Tractorbeam will review industry best practices, analyze customer behavior, and review organizational goals for promotions and sales strategies.

As part of the website strategy, Tractorbeam will conduct general and category-level keyword research to set the keyword strategy, create the website's sitemap, develop an optimized URL strategy, create keyword-rich meta titles, alt text, H1 and H2 tags, and develop an internal linking strategy with keyword rich anchor text.

Once all content has been entered into the website, Tractorbeam will test every page on the website to prepare for website launch.

II. Digital Marketing

SERVICES:

- A. Ongoing SEO
- B. Paid Search, Programmatic, & Retargeting
- C. Email Marketing
- D. Social Media Management
- E. Social Media Marketing
- F. Reporting
- G. Media Plan

A. ONGOING SEO

On-Page Optimization

Tractorbeam conducts on-page optimizations that begin and end with data analysis. Page-level keyword research is expanded, which cross-references the most valued keywords to the particular page. We use tools to understand what keywords have the most search volume and the best opportunity to gain rankings based on competition difficulty.

During ongoing on-page optimizations, Tractorbeam will conduct ongoing page optimizations that will analyze website structure and highlight critical elements for various earned media channels (open graph, Twitter cards, rich pins, schema). This allows the brand to control the appearance of website content across social media channels to promote a strong brand image.

Algorithm Monitoring

Tractorbeam conducts all search engine optimization to support the core principles of Google. In most cases, this limits any potential exposure to negative effects of algorithm changes for all Tractorbeam clients. These principles are:

- Create well-written, customer-focused content
- Earn high-quality inbound links

Search engines continually evolve algorithms to provide the most relevant information to searchers. We work to keep ahead of the curve and anticipate changes. Algorithm changes are consistently happening, and oftentimes go unpublished. However, large changes such as Panda, Penguin, Hummingbird, Bert, and core updates can be anticipated. Tractorbeam uses a third-party service to monitor algorithm changes and benchmark performance before, during, and after the algorithm change.

B. PAID SEARCH, PROGRAMMATIC, & RETARGETING

Tractorbeam will systematically build Google Ads and display campaigns to build brand awareness and drive memberships. Campaigns will be structured to reach potential members during all phases of the conversion funnel – research, comparison, and purchase.

Paid Search Ads

Google Ads campaigns will use branded, general, and long-tail keywords. Campaigns will be managed to immediately gain website traffic and drive leads. In addition to Google search, Youtube ads will be managed inside of the Google Ads account.

Our philosophy for managing Paid Search is to use what we call Match Type Mirrors. We create parallel exact and broad ad groups using the same keywords. For example, we create an exact ad group surrounding [leather handbag] keywords and a broad match modified campaign for +leather +handbag. Next, we do an exact negative keyword for leather handbag in the broad match modified

exact campaign for the [leather handbag] search query and then allows us to use the broad match modified ad group for research. We are then able to prevent showing up for non-relevant or non-converting keywords, as mentioned.

Through this method, we are also able to control CPCs and impression shares significantly better. This strategy allows us to add only quality keywords to the exact campaigns, as non-performing keywords are more easily identified and removed.

**Client owns the account, and it is managed through Tractorbeam's agency MCC. Client is responsible for placing credit card information within the Ads account.*

Ongoing Paid Search Management

Tractorbeam creates Google Ads and Bing Ads campaigns based on well-researched keywords and best practices to achieve the desired return on ad spend (ROAS). While each account is unique and has its own set of daily tasks, in general, Tractorbeam has a daily and weekly checklist of tasks that must be completed. Many of the tasks often lead to further optimizations and analysis. Our checklist sets the baseline for our account management tasks.

Daily Management includes:

- Review account performance to ensure budgets are on pace
- Examine keywords with low quality score, click-through rates, or low search volume
- Evaluate traffic from keywords, and determine whether there is a high bounce rate, low time on-site, or low conversion rates via Google Analytics
- Monitor the search query report to uncover new keywords and remove poorly performing keywords
- Test new ad copy and landing pages, update bids, and add new keywords
- Ensure any new holiday promotions are running, sitelinks are updated, and call outs are live, as well as ensure holiday promotions are removed at the agreed time.

Monthly Management includes:

- Pause poor performing ads with low CTR and poor on site engagement, and new ad copy is rotated to replace paused ads
- Perform analytics deep dive to remove keywords with low performing conversions, low time on-site, and high bounce rate
- Test new ad copy, landing pages, update bids, track goal performance, add new keywords
- Execute month-to-date search query reports to add, and/or exclude actual searches conducted resulting in impressions
- Review auction insight reports to understand impression share
- Use third-party competitor research tools to discover what keywords competitors are bidding

Programmatic & Retargeting

Tractorbeam uses programmatic ads to target our desired audience across the web. We use consumer data to find the right personas to target. With programmatic ads, we are prospecting new customers. In addition, these ads are broader reaching and passive in nature. Because of this, programmatic ads have lower conversion rates and generally lower onsite KPI metrics. However, they do kick start conversion funnels and introduce new customers to the brand. The overall goal of programmatic advertising is to build brand awareness and exposure to new audiences.

Tractorbeam will work with ELMT 79 to ensure that ads feature updated products and are merchandised to reflect the website.

Tractorbeam will retarget visitors to the website who do not convert into customers. We will set parameters to narrow the retargeting pool, such as cart abandonment, product page viewed, time on site, pages visited, and email addresses collected in the database.

Steps in Display and Retargeting account creation are:

1. Identify ad placement opportunities to reach the desired audience
2. Create display ads in each size with identifiable calls to action, with assets from the branding agency
3. Build ad campaigns through DoubleClick
4. Launch
5. Optimize placements

C. EMAIL MARKETING

Tractorbeam will manage the strategy and execution of ELMT79's email marketing program. The scope will include, but not be limited to the following:

- Email Marketing Strategy
- Customer Segmentation
- Campaign Scheduling
- ESP and Deliverability Health Checks
- Efficacy Weekly and Monthly Reporting

Strategy and Setup

Tractorbeam will work with ELMT 79 to uncover the method to plan, produce, schedule, and deliver email marketing campaigns.

Ongoing

Working with ELMT 79, current and future promotions and creative will be developed either in-house, or through the creative team at Tractorbeam (priced separately, per hour or retainer basis). After the correct copy and creative is procured, Tractorbeam will then code the template, segment the email list, and deliver the campaign.

Automated Campaigns

Tractorbeam will uncover new opportunities to automate pre-purchase, cart abandonment, post-purchase, and promo campaigns to deliver the appropriate messaging to customers in the purchase cycle.

D. SOCIAL MEDIA MANAGEMENT

Tractorbeam will manage the social media networks, engage with followers and members, as well as monitor brand conversations on behalf of ELMT 79. Tractorbeam We will create the social media calendar and will work with the branding agency for creative to publish across the channels.

Our goal will be to grow the brand's following, engage the community, and post shareable content.

Social Media Platforms include, but are not limited to:

- Facebook
- Instagram
- Twitter

As part of the social media management engagement, Tractorbeam will execute:

- Monthly content calendar
- Posting on three main platforms
- 2-3 blog posts per month
- Community Management
- Outreach/social listening

Tractorbeam will work closely with the ELMT 79 and the branding team for content, such as images and videos.

E. SOCIAL MEDIA MARKETING

Facebook & Instagram

Facebook and Instagram have an unparalleled ability to target people based on profile information, pages they like and interact with, and their social media friends.

Tractorbeam creates multiple audiences and targets demographic campaigns. We choose images and write compelling ad copy to direct people to the website to purchase.

While all paid advertisements allow for targeting demographics, Facebook allows us to create very specific audiences based on their interests, affinities, and behaviors.

Ads will be shown across devices on desktop, tablet, and mobile, and will be a mix of static image, carousel, and video ads. Ads will follow the ELMT 79 brand standards and use assets delivered by the branding agency.

Tractorbeam will conduct daily optimizations, as well as A/B test ads on Facebook and Instagram to the identified personas to determine the most effective means to drive new members.

We will continuously monitor ad conversations and respond accordingly to keep the community engaged.

Ads will be split to drive potential members to the website, as well as growing followers on the social media channels.

F. REPORTING

Tractorbeam uses a dashboard that integrates with Google Analytics, Google Ads, Bing Ads, Facebook Insights, Instagram Insights, Mailchimp, and display for reporting.

Weekly reporting will be delivered every Wednesday. Monthly reporting will be delivered no later than the 10th business day of the following month.

ELMT 79 will have a dedicated account manager, supported by a team of digital marketers. Calls to review reporting and performance will be conducted biweekly at a time to be determined.

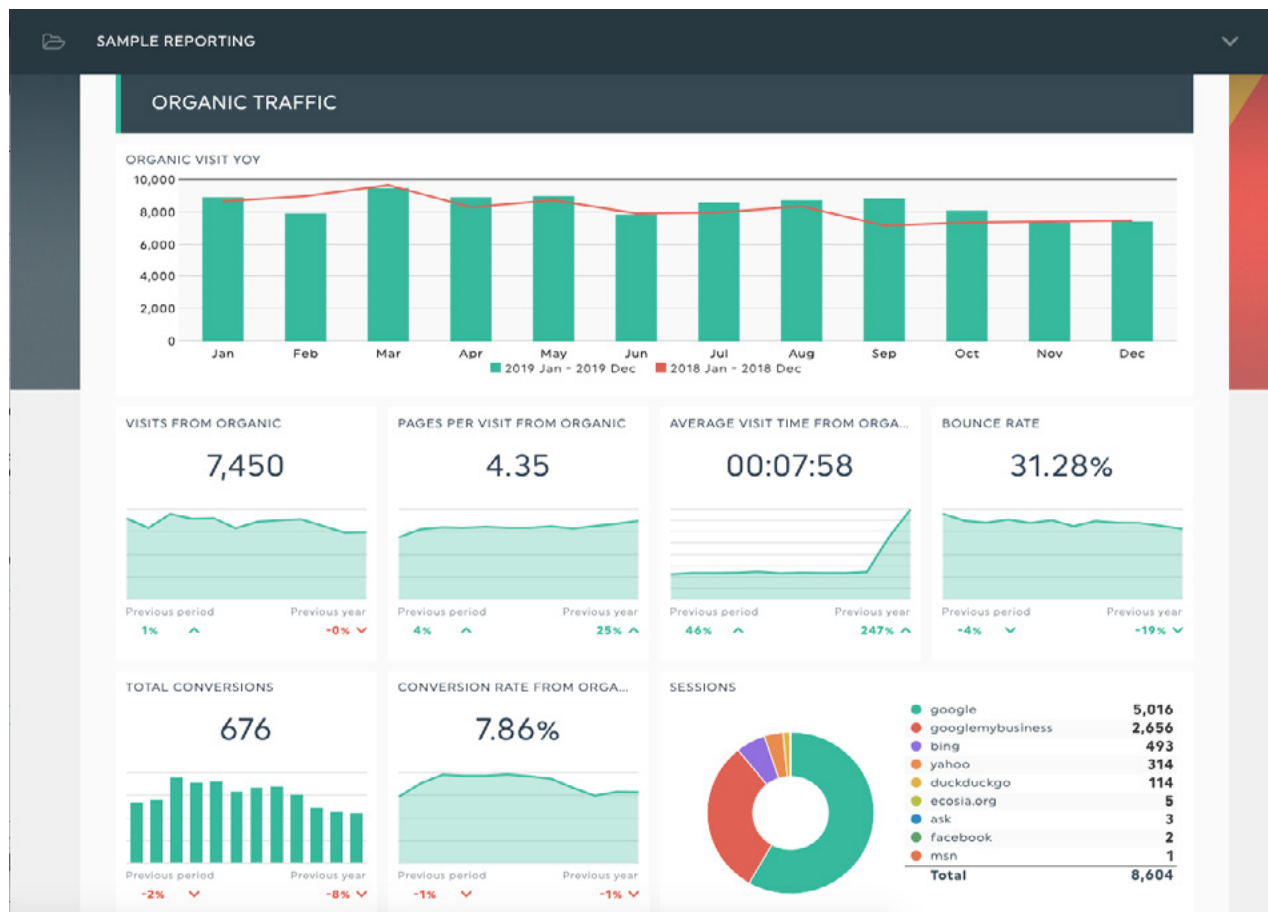
Tractorbeam provides reporting on each campaign, which includes:

- Total campaign, ad group, and keyword level reporting for paid search
- Total campaign, ad level, and creative level reporting for display ads
- Impressions
- Clicks
- Click-through rate
- Average position (paid search only)
- Cost per click
- Leads
- Total cost
- Cost per lead

Sample Report

[Click Here](#)

By clicking on SAMPLE REPORT at the top-left corner of the dashboard, you will find Organic, Paid, and Social sample reports. Some data has been omitted to remove client information.



G. MEDIA PLAN - RECOMMENDATION

Monthly Fees	Media Fees	MGMT Fees	Total to ELMT 79
Ongoing SEO	-	\$3,000	\$3,000*
Google Ads	\$3,000	\$450	\$4,600
Social Media MKTG	\$2,500	\$375	\$2,875
Programmatic	\$1,500	\$225	\$2,300
Retargeting	\$1,000	\$150	\$1,725
Social Media MGMT	-	\$3,000	\$3,000*
Email Marketing	-	\$2,000	\$2,000*
Totals	\$8,000	\$9,200	\$17,200

*Denotes static pricing; Does not change as new locations open.

MEDIA PLAN INSIGHTS

Website Launch - SEO

Billed outside the monthly media plan at \$5,000 total.

Ongoing SEO

The cost for ongoing SEO is based on anticipated hours/month at \$200/hr. Tractorbeam has a Gantt chart of monthly activities that is shared with ELMT 79 for transparency.

Google Ads & Bing Ads

We conducted high level keyword research to determine search volume (approx 33m impressions/month) and average CPCs (approx \$1.57/click) on an average of 4% CTR to determine cost. Keywords included gyms near me, fitness clubs in san antonio, luxury gym in san antonio, fitness gym in san antonio, among many others. Bing Ads receives approximately 30% of the volume as Google, therefore budget is set accordingly.

Facebook & Instagram

Based on a reach of 228,825 people seeing the ad at least once, narrowed down to 10mi around San Antonio residents between the ages of 32-50, with interests in physical fitness and physical exercise. The budget would net an estimated 949,982 impressions.

Programmatic

Based on 2mm impressions per month.

Retargeting

Retargeting is the most difficult budget to predict, as it is dependent on website traffic. The more traffic, the more people that are placed into the retargeting pool. Therefore, the retargeting budget is subject to change.

Social Media Mgmt

Based on 15 hours per month at \$200/hour.

Email Marketing

Based on 10 hours per month at \$200/hour.

Pricing Summary

Pricing Summary

I. Brand Platform:

\$20,000

This proposal does not cover costs associated with creative, photography, or travel. An estimate for these can be provided upon client request.

II. Website Launch SEO:

\$5,000

These figures represent estimates for the services outlined and based upon our experience with similar client work scopes. Actual budgets will be established with the client upon project on-boarding and will require further understanding of client's ongoing demands.

III. Digital Marketing:

A. Ongoing SEO

\$3,000/month

B. Paid Search, Programmatic, & Retargeting

15% of spend

D. Social Media Marketing

15% of spend

E. Social Media Management

\$3,000/month

D. Email Marketing

\$2,000/month

F. Reporting

Included

About Tractorbeam

About Tractorbeam

Tractorbeam was founded in 1997 to serve clients in fashion, retail, hospitality, and technology spaces. Based in Dallas, TX, we've worked with clients around the globe, including PepsiCo, The Limited Brands, Samsung, Justin Boots, Vera Wang, and Wyndham Hotels and Resorts. We provide strategy, design, and marketing services that support all phases of the brand life cycle, including brand strategy, product development, print and web design, and digital marketing.

We are a collection of diverse brand strategists whose singular goal is to build your business. Tractorbeam exists to help businesses in any stage of life to maximize their sales potential. Whether launching a new product line, revitalizing an old one, or penetrating additional markets, the recipe remains the same: strong product, strong strategy, strong brand. Tractorbeam is composed of 22 full-time employees, based in our Dallas offices, including brand consultants, strategic writers, visual designers, and digital marketing specialists.

Services

STRATEGY

Taking a new product to market? Need help connecting with a target market, identifying a manufacturing partner, or getting in front of the right buyer? We can help. Tractorbeam boasts extensive experience in retail, hospitality, and real estate. We partner with clients to help them make their product right and their story seamless before any creative development begins.

Strategic services include: go-to-market strategy, product design, manufacturing consulting, brand positioning, brand & product naming, outreach strategy, financial modeling, and more.

- Brand Consulting
- Product Consulting
- Growth Strategies
- Competitive Audit
- Research and Analysis
- Strategic Partnership Consulting

DESIGN

Design with purpose. At Tractorbeam, we're about more than just pretty pictures. Our designers develop a deep understanding of your product, customer, and brand, translating these ideas into visual identity, web, signage, print, motion, and every brand touchpoint under the sun. Our expertise lies in building brands that last, grow, and thrive.

Design services include: brand identity, web design, environmental signage, print collateral, video, event materials, ad campaigns, apparel design, and more.

- Corporate Identity
- Brand Communications
- Content Development
- Product Design and Merchandising
- Manufacturing
- Interactive Design
- Photography art direction
- Advertising
- Motion Graphics
- Video Production

DIGITAL MARKETING

Tractorbeam's digital marketing team concentrates on delivering data-driven digital marketing campaigns. The digital marketing and branding teams work closely to understand our client's target customers to create campaigns that drive brand recognition and conversions.

Using our superior background in analytics, we focus on delivering digital marketing strategies focused in paid search, SEO, display, email, and social media.

- Website Design
- SEO/SEM
- Paid Search
- Analytics
- Display Advertising
- Email Marketing
- Reporting

Team Bios



PETER BENANTI **PARTNER**

Before founding Tractorbeam in 1997, Peter spent 8 years as EVP of HH Brown Shoe Company a \$350 million dollar division of Berkshire Hathaway. He was responsible for inventory, product development, sourcing, sales and marketing for four of their brands and the retail catalog business. HH Brown sells to over 11,000 retail outlets. He then served as the Senior Vice President of Marketing for Fossil Inc., during which the company grew from \$56M to \$300M in worldwide sales. In that position, he was responsible for brand and product development, retail promotions, packaging, point of sale and store design.



ERIC BENANTI **PARTNER**

After graduating with a degree in marketing from the University of Texas, Eric began his career in media planning. Since joining Tractorbeam, he has worked with numerous retail and hospitality accounts, ranging from boutique to big box, including Limited Brands, Crow Holdings, Mappin & Webb, and Hilton Hotels. His expertise lies in brand architecture, competitive positioning, and key messaging. He provides oversight to all accounts, ensuring consistency between the strategic, visual and verbal aspects of the brand development process.



CHRIS MILLER **HEAD OF DIGITAL MARKETING**

Christopher Miller is the head of digital marketing at Tractorbeam. He is responsible for developing digital strategies for Tractorbeam's clients with a focus on content marketing, paid media, social media and search engine optimization. His expertise is centered on the retail and hospitality industries, as he's overseen digital marketing for companies such as Miraval Resort and Spa, Karisma Resorts, Art Series Hotels, Soccer.com, Cost Plus World Market and others. Prior to Tractorbeam, he served as VP of Client Services and Business Development at Standing Dog where he lead the client services team to ensure the agency remained on the forefront of digital marketing and consistently surpassed client metrics.



RYAN OWENS **DIRECTOR OF SEARCH MARKETING**

Ryan Owens oversees client's paid search, display, and social media marketing campaigns, ensuring clients are exceeding their goals and key performance indicators. With more than 10 years managing paid search campaigns, Ryan has worked with companies such as Omni Resorts and Hotels, Aqua Resorts and Hotels, Event Cinemas, and Greystar, to name a few. Prior to Tractorbeam, Ryan spent four years as Director of Paid Search at WPromote, where he grew the team from four employees to fifteen. In addition to being a paid marketing authority, Ryan is a well-known whiskey connoisseur, having canvassed across the globe to consult on the intricacies of the spirit.



MACY FACKRELL **SR. DIGITAL MARKETING MANAGER**

Macy Fackrell works closely with Tractorbeam's key accounts to develop and execute both digital and traditional marketing campaigns. Prior to joining Tractorbeam, Macy was an SEO Manager for OBU Interactive and Red Door Interactive. As an SEO Manager, Macy was responsible for strategizing client's content marketing initiatives, organic growth strategies, and technical website audits. Macy carries a Bachelor of Science in Marketing from the W.P. Carey School of Business at Arizona State University, where she graduated Summa Cum Laude. In addition, Macy made the Dean's List from 2009 - 2013. Macy is known as a leader and inspiration in the community, as she is involved in numerous charitable organizations, as well as serving as a board member for the Young Friends of Wilkinson Center.



NATASHA SCHETTINI **DIGITAL MARKETING MANAGER**

Natasha Schettini manages Tractorbeam's digital marketing clients across a number of verticals, including hospitality, auto, real estate, and restaurants. With an eye toward analytics, she manages all digital marketing channels, including paid search, SEO, display, and social media marketing. As a graduate of Elon University with a Bachelor of Arts in Strategic Communications, Natasha hails from Charleston, South Carolina by way of Colombia. Having executed digital marketing campaigns since 2015, Natasha brought her expertise in developing successful marketing campaigns for her clients. When Natasha isn't working, you can usually find her vacationing in South Africa, Cuba, or visiting family back in Colombia.



GRACIE SINGER **DIGITAL MARKETING MANAGER**

Gracie joined Tractorbeam as a digital marketing manager after 2 years of running marketing at Blu Creative. Gracie oversaw digital marketing for retail and restaurant clients in her time at Blu Creative. At Tractorbeam, Gracie is responsible for managing Tractorbeam's key digital marketing clients, with an emphasis on paid marketing and search engine optimization. As a graduate of Southern Methodist University with a double major in Communications and Public Relations, and a minor in Dance Performance, Gracie is able to manage multiple projects with ease. Gracie has a passion for travel, having spent time studying and working in London. She is also very involved in the community, working and supporting non-profits such as CASA and the Akola Project



MICHELLE NGUYEN **SOCIAL MEDIA MANAGER**

Michelle Nguyen joined Tractorbeam after spending the last three years in LA becoming a social media marketing expert. While at Tractorbeam she has been instrumental in helping clients implement social media strategies designed to grow their brand and engage their fans. Michelle has a gift of executing event activation, influencer partnerships, content creation, and community management. As a yoga instructor outside of Tractorbeam, you can always find Michelle in any and all fitness studios like boxing, MMA, and crossfit.

Client List

Client List

Fossil

Samsung

[Dallas Arts District](#)

[Studio Movie Grill](#)

D&M Leasing

[Texas De Brazil](#)

Kimpton Hotels

[Hilton Head Health](#)

[Casa de Campo](#)

[Mohonk Mountain House](#)

[Neighborhood Goods](#)

[Radley London](#)

[Belmont Hotel](#)

[Peacock Alley](#)

[Dallas Stars](#)

[The House](#)

[Crockett Row](#)

Al Coker & Associates

[Fatboy](#)

Front Burner Concepts
([Ida Claire](#), [Sixty Vines](#),
Legacy Hall)

The Fine Print

The Fine Print:

Terms & Conditions

This estimate is based on the project as we understand it, and the scope outlined in this proposal. Any alterations to the scope of this project or may result in a new proposal and/or additional fees.

Contract Length

The contract length is for two years. The contract will auto-renew at the conclusion of the first two years. After the first year, either party may terminate with a 60-day notice.

Digital Marketing & SEO Payment Terms

Ongoing and retainer services will be invoiced at the conclusion of each month. Ongoing Digital marketing services will also be billed at the conclusion of each month based on media spend and fees, and are payable NET 30. Failure to pay the invoice on time will result in a work stoppage. Wire info will be sent upon execution of the contract.

Brand Platform Payment Terms

A payment for 50% of the Brand Platform professional fees will be required to initiate the project. The remaining 50% of fees will be billed upon conclusion of the first 30-day period.

Media Buy Terms

This proposal serves as authorization for Tractorbeam to negotiate and place media schedules on behalf of client. Upon client's signed authorization of a media schedule, Tractorbeam will have the authority to secure placement for client.

Tractorbeam is responsible for the payment of all media invoices. However, client is ultimately liable for media payment on authorized media buys until client has made full payment to Tractorbeam. At that time, and not before, Tractorbeam assumes full liability for payment.

Termination

Either party may terminate the agreement with a 60-day notice, after the first year. All remaining retainers and third-party costs will be due upon receipt based on the final day of management. During the escape clause period all billing and marketing activities will remain in effect.

Signature
Page

Signature Page

This signature confirms agreement to the scope of work and payment schedule as written within this proposal.

ELMT79
Job No. EL 0121.300

Payment Schedule
\$10,000 will be due to initiate Brand Platform
\$10,000 will be due at end of first 30-day period

Monthly fees for Digital Marketing/SEO services will be invoiced following the close of each month.

*Client Authorization Signature**

Name

Date

Title

Company

Address

Attachment 2 - Support Doc 3 of 6_Invoice from Tractorbeam.pdf

Description - Invoice

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 3 of 6


Invoice

Debtor: Gold's Holding Corp.

Claim Number: s664

Scheduled Amount: \$20,288.75



From: TractorBeam LP quickbooks@notification.intuit.com 
Subject: Invoice from TractorBeam LP
Date: February 4, 2020 at 4:42 PM
To: tory.hale@goldsgym.com, caroline.weir@elmt79.com, lindsey@tractorbeam.com
Cc: accounting@tractorbeam.com

TL

TractorBeam LP

Dear Client,

Your invoice is attached!

Thank you for your business - we appreciate it very much!

Sincerely,

TractorBeam LP

1526 S. Good Latimer Expy., Suite 130

Dallas, TX 75226

INVOICE 10688

DUE 01/31/2020

\$20,288.75

Review and pay

Powered by QuickBooks

TractorBeam LP

1526 S. Good Latimer Expy, Suite 130 Dallas, TX 75226 US

(214)747-5400 accounting@tractorbeam.com

If you receive an email that seems fraudulent, please check with the business owner before paying.



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TractorBeam LP
1526 S. Good Latimer Expy, Suite
130
Dallas, TX 75226 US
(214)747-5400
accounting@tractorbeam.com

BILL TO
Gold's Gym
4001 Maple Ave., Suite 200
Dallas, TX 75219

INVOICE 10688

DATE 01/31/2020 **TERMS** Due Upon Receipt

DUE DATE 01/31/2020

DESCRIPTION	QTY	RATE	AMOUNT
ELMT 79 Brand Platform Invoice 1 of 1			0.00
Concepting - Non-Taxable	1	16,500.00	16,500.00
Design - Taxable	1	3,500.00	3,500.00T

PLEASE NOTE our new address!

You can also make a payment by using the Bank Transfer option!

SUBTOTAL	20,000.00
TAX	288.75
TOTAL	20,288.75

TOTAL DUE	\$20,288.75
------------------	--------------------

Thank your for your business!

Attachment 3 - Support Doc 4 of 6_Proof of Execution_Tractorbeam_ELMT 79 Brand Platform.pdf

Description - Proof of Execution and client feedback

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 4 of 6

Proof of Execution

Debtor: Gold's Holding Corp.

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Brand
DNA

ELMT 79



TABLE OF CONTENTS

- 1 Landscape
- 2 Our Customer
- 3 Brand DNA
- 4 Core Brand
- 5 Brand Flex
- 6 What It Means For...





TABLE OF CONTENTS

- 1 Landscape
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ONE

Landscape

**BOUTIQUE &
CONCEPT****WHAT THEY SAY**

Make 'em do a double take
It's not fitness. It's life.
We bring the heat like nobody else.
Your Power is pure magic

EXAMPLES

Barry's
Orange Theory
SoulCycle
Equinox
TruFusion

GENERAL TRENDS

- + High energy, positivity, and sense of motivation
- + Expression of confidence as a brand, instilling confidence in audience
- + Community-centric, create a sense of belonging
- + Clear philosophy, approachable brand voice, not condescending
- + Branding/merchandising of classes implies a sense of credibility
- Disingenuous "balance/holistic" messaging
- Science-based claims are muddy, contrived, or "gimmicky"
- True differentiators are unclear or buried under "high-octane" messaging and claims
- Exclusive "Our way or the highway" mentality, cult-like attitude

**BOUTIQUE &
CONCEPT****KEY TAKEAWAYS***Have Your Act Together*

Establish clear conventions for the way we (corporate, franchisees, trainers, staff) present the value proposition across all brand touch points. Consistency in approach communicates an important message: We know who we are, and we know exactly what we do.

Get People Excited

Be motivating and uplifting, but not aggressive. Share positive energy through genuine encouragement, and inspire with motivational posters a human voice.

**WELLNESS &
"HOLISTIC"****WHAT THEY SAY**

We believe that working together is the key to success. Together anything is possible.
Master your breath. Master your mood.
It's all about balance.

EXAMPLES

AMP
ThirdSpace
KXU
FitAthletic
Performix

GENERAL TRENDS

- + Inclusive, celebratory of diversity and individuality
- + Coaches positioned as heroes
- + Heavy focus on personal attention and individual needs
- + Progressive ideas and programming;
- + Effective in answering the "why" behind philosophy
- "Recovery" and non-training programming still seems to be an afterthought
- Many membership and pricing models feel purely transactional: class packages vs. a full-time program with expert guidance



WELLNESS & "HOLISTIC"

KEY TAKEAWAYS

See the Whole Person

Our members are first, and foremost, fellow humans. The ELMT 79 brand should demonstrate empathy, awareness, and respect for the unseen hesitations, motivations, and challenges that our members carry with them.

Embrace Alternative Ideas

There's more to the wellness journey than muscle failure and ice baths. As a brand, stay curious and open: experiment with emerging methods and alternative practices as a way of tuning in to our bodies. Be market-ready: consider a corporate-operated "test kitchen".

**SPORT TECH &
PERFORMANCE
TRACKING****WHAT THEY SAY**

World's Most Powerful Fitness Membership
The world's most powerful recovery and training tool
Train Your Mind
Inject some me-time into your day, every day

EXAMPLES

Fitbit
WHOOP
Peloton
CORE

GENERAL TRENDS

- + Focus on comprehensive engagement via app, not just hardware purchases
- + Emphasis on self-care, stress, sleep, and mental health
- + Message of self-empowerment through data insights
- + Integration of lifestyle messaging and vibe
- + Thought-leadership and editorial content support to authoritative positioning
- "Community" attempts often feel forced or competitive
- Mass appeal and "everything to everyone" waters down the value proposition
- Lacking distinct perspective
- A lot of industry noise - all making similar claims about health stats



SPORT TECH &
PERFORMANCE
TRACKING

KEY TAKEAWAYS

Be the Experts

Demonstrate expertise by example and action. Educate in the context of practice and with consistency across your coaching staff. Create opportunities for advanced education among membership and staff.

Don't BS

The fitness and wellness industries are congested with always- and never-new technology, big claims, and "the science" behind them. Rule of thumb: if you have to sell it, it's not science. Be clear, be honest, be reasonable.



SPORT TECH &
PERFORMANCE
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TWO

Our Customer



PRIMARY MUSE

Laura

35

Real Estate
Sales

\$100k—
\$120k

Married with
a dog

Laura is ambitious, and her life is a series of intentional decisions marked by thoughtful research. She’s a left-brainer who relies on her wearable for just about everything, and her no-fuss capsule wardrobe is the envy of office sartorialists.

Looking for a mental-health detox, she and the husband spent a few weeks last year at an eco-resort in Costa Rica for meditation and a little luxe R&R. After seeing a video on Instagram, Laura’s curiosity led her to the trial week at ELMT 79.

The personalized coaching and Recovery classes were the exactly the gym routine shake-up she never knew she needed.

INTERESTS

Leon Bridges, podcasts, healthy cooking, holistic wellness practices, travel

BRANDS

O.V., Lululemon, Goop, Sunbasket, True Food, Defined Dish, Everlane, Audi



PRIMARY MUSE

KEY TAKEAWAYS

Lead with Lifestyle

The offering is about more than just "fitness" and the brand narrative should follow. Integrate with the rest of her affinities in a seamless way.

Build Community

She wants to go where her friends go. Uncover ways to attract members in pairs and small groups so that they stay sticky and engaged.



SECONDARY
MARKET
SEGMENTS

The Loyalist

You know the loyalist when you see them, or hear them. They're vocal about their affinities (Crossfit, anyone?) and their "fitness membership" is an important component of their identity. They like to see and be seen, and share accomplishments and milestones on social media. For the Loyalist, ELMT 79 provides a sense of belonging and emboldens their sense of self.

Feed Their Devotion

Supply them with brand energy and give them the "insider" scoop: Early access to branded merch, a first trial on new equipment, and firstname basis with staff. If there's a diamond status or VIP add-ons, they'll eat it up.

**SECONDARY
MARKET
SEGMENTS***The Novice*

Maybe they've never joined a gym before. Maybe they've been misguided by past efforts or discouraged by "failed attempts". Maybe they played collegiate soccer fifteen years ago and now at 34, she's still operating under the principle that if you're not dead or injured, you didn't work hard enough. Regardless of their history or experience, the Novice has genuine desire to make reasonable and positive changes but lacks the know-how.

Make it Possible

Education is key, but start with the fundamentals and be sure to explain the WHY. Address them with respect and without condescension. Their early interactions with the brand should be quickly disarming, and consistently validating (you're already doing it!).

**SECONDARY
MARKET
SEGMENTS***The Analyst*

For this customer, technology and performance tracking have been central themes in their fitness journey. They're attracted to ELMT 79 because it allows them to quantify and assess their progress to an advanced level of detail. This ability to monitor their body's feedback is a strong motivational factor for their pursuit of wellness. They're well-versed in modern wearables and likely have a brief collection of outdated fitbits and retired pedometers at home.

Give them Access

Though they understand the science (especially as it relates to their gadgets), their hunger for more information is insatiable. The data gives them a sense of control over their progress, so equip their daily obsession with in-depth and individualized insights, data visualization, and quick access to their most pertinent stats.



THREE

Brand DNA

Grounded

What it Means

We view technology as a natural extension of what your body is already telling you. We're grounded in simple scientific principles, rather than marketing jargon disguised as expertise.

How to Bring it to Life

Educate consistently, but always in the context of practice. Routinely hit the high points to reinforce core ideas (recovery, breathing), but allow members to understand in greater detail when desired.

How to Say It

Based in science, informed by your body.

DNA

Complete

What it Means

You're only at the studio a few hours a week. We're looking at the whole person, not just a number on a scale or a tape measure. Being in your element sometimes means taking a day off, taking a deep breath, or taking it to the limit.

How to Bring it to Life

Programming and content that goes beyond the expected from a fitness studio. Think pieces, workshops, non-traditional wellness integration.

How to Say It

Take a deep breath.



Narrative

What it Means

Everyone's element is different. Some of us are grounded, stable, and predictable, while others are a bit more... volatile. ELMT 79's approach is based on the understanding that while we are in this together, we are only competing against ourselves.

How to Bring it to Life

Storytelling to demonstrate the variety of engagement with the offering, how different training levels positively impact different bodies and lifestyles.

How to Say It

Real people make better models.

Unvarnished

What it Means

There is a lot of talk in the fitness space, but most of it is just that: talk. ELMT 79 tells it like it is. We keep it simple, keep it real, and keep it fun... and then we leave it at that.

How to Bring it to Life

Don't shy away from sharing an opinion about the industry or calling out a parroted misconception about fitness. We'll capture attention by failing to adhere to expectations.

How to Say It

Less talk. More action.

Driven

What it Means

Cheerleaders tell you you're the greatest, no matter what the reality says. Our coaches get to know your particular strengths (and weaknesses) so they can bring out your best, even if that means giving it a rest.

How to Bring it to Life

Performance tracking that takes the long view. Individualized feedback and training programs that meld technology with a more subjective human touch.

How to Say It

Not a bootcamp. Not a cheer class.



FOUR

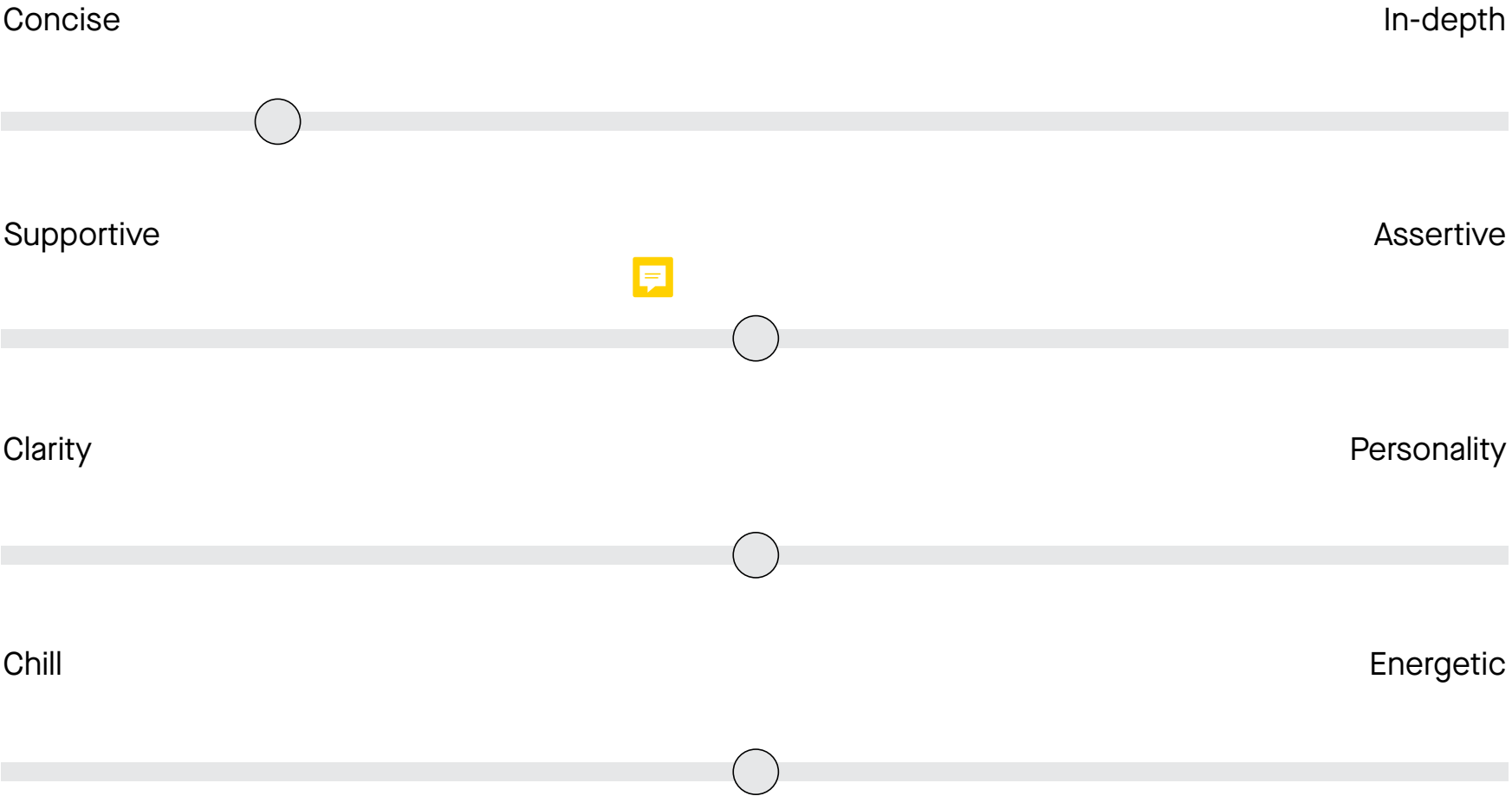
Core Brand

MASTER BRAND VOICE

The brand voice is assured and straightforward, without being condescending or simplistic. It is human-centric and humor-forward, without being soft, cynical, or corny. It is optimistic and growth-oriented, without being naïve or aggressive.

BOTTOM LINE

Tell the truth, in all its many colors. Cut the BS and have some fun.

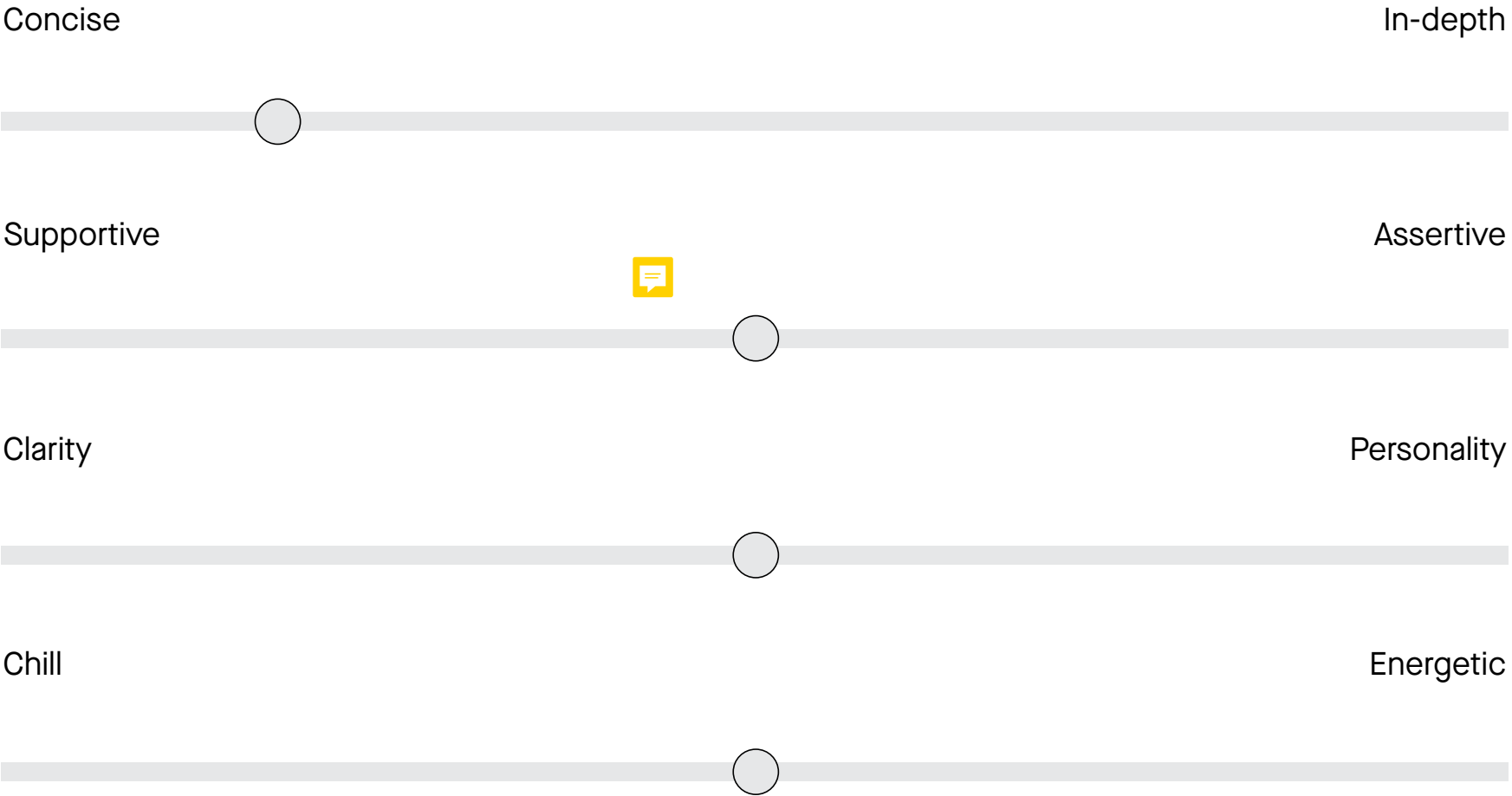


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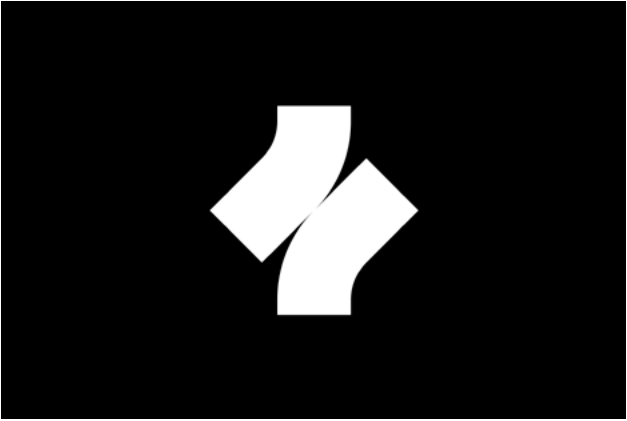
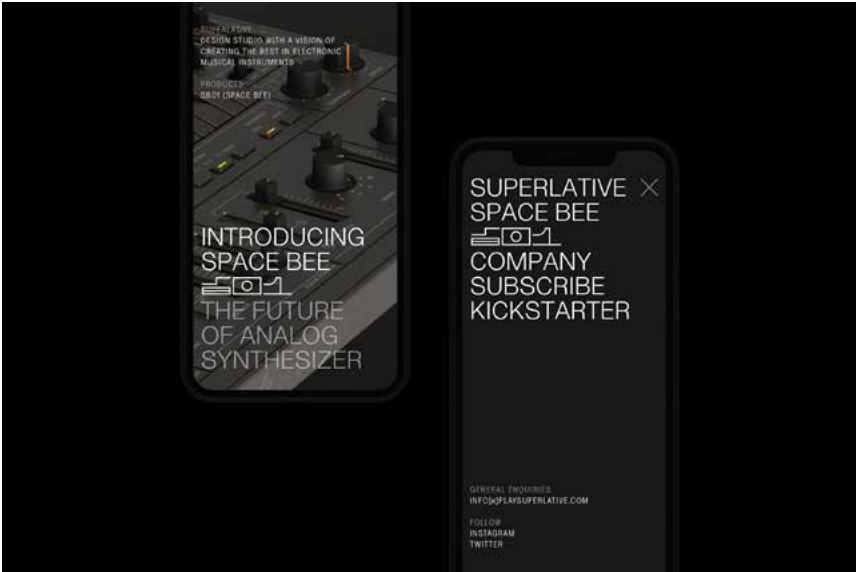
Tell the truth, in all its many colors. Cut the BS and have some fun.





CORE BRAND
GRAPHIC LANGUAGE

The core brand uses restrained sans-serifs and a monochromatic palette with friendly authority. Warm hues nod to Gold's heritage when appropriate.



CORE BRAND APPLICATION

Our narrative should be about sharing the journey of our customer's trials and successes. The outward-facing brand doesn't shy away from telling a story.

Now wait just a gosh darn minute who, exactly, is average? And the answer came back ringing loud and clear over the top of that chin-up bar: Nobody.

You're not average because average is a lie. You're not average because average means stuck and you're not stuck, you're moving and becoming and trying and you're climbing over every bit of fear or opinion or "no you can't do that" you've ever heard.


So you scoff at average. You laugh. You guffaw. And you run and you play and you move and the more you tell your body that it is a well-oiled machine the more it starts to believe you.

And then one night you have the craziest dream.


You're in the middle of your old gym. Your P.E. teacher is standing there. She is grinning. There is a rope before you. So you climb it. You climb the living heck out of it. You reach the top. And there is absolutely no place to go but up.

Just do it.

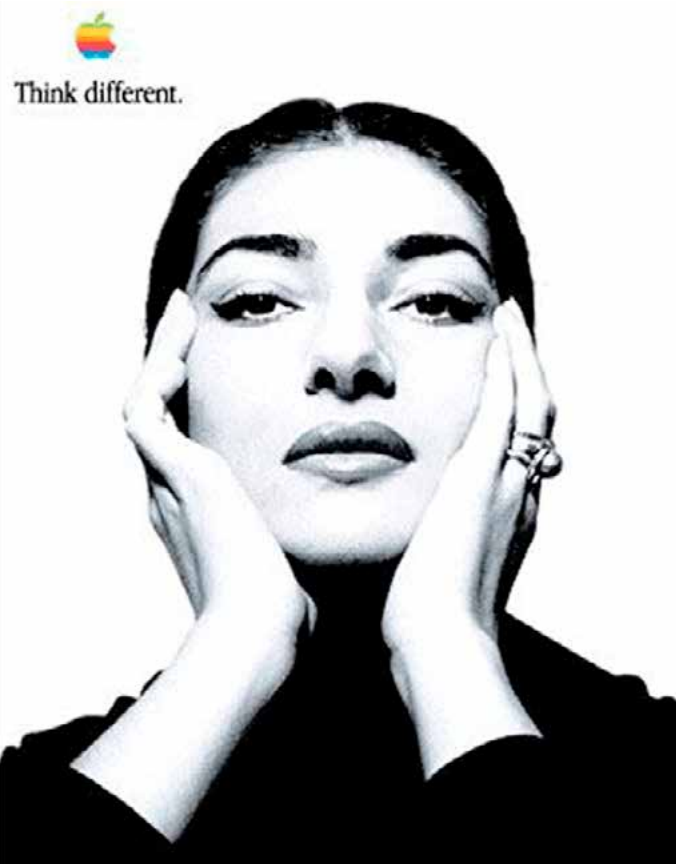
For more information about Nike Women's Products, visit [nike.com/women](#)



YOU DIDN'T GO TO THE PROM.
YOU WENT TO THE PROM WITH THE WRONG PERSON.
YOU SPENT HOURS ON THE TELEPHONE.
YOU FELL IN LOVE.
YOU FELL IN LOVE.
YOU FELL IN LOVE.
YOU LOST YOUR BEST FRIEND.
YOU LOST YOUR OTHER BEST FRIEND.
YOU REALLY FELL IN LOVE.
YOU BECAME A STEADY GIRLFRIEND.
YOU BECAME A SIGNIFICANT OTHER.



Air Cross Trainer™ Low



Think different.

**YOUR FAST
WAITS FOR
NO ONE**




NIKE TRACK & FIELD

**TODAY SPEED
WILL BE REVEALED.**



NIKE TRACK & FIELD

SOMEHOW WE'VE COME TO BELIEVE THAT GREATNESS IS ONLY FOR THE CHOSEN FEW, FOR THE SUPERSTARS. THE TRUTH IS, GREATNESS IS FOR US ALL. THIS IS NOT ABOUT LOWERING EXPECTATIONS; IT'S ABOUT RAISING THEM FOR EVERY LAST ONE OF US. GREATNESS IS NOT IN ONE SPECIAL PLACE, AND IT'S NOT IN ONE SPECIAL PERSON. GREATNESS IS WHEREVER SOMEBODY IS TRYING TO FIND IT.



DON'T MAKE A RESOLUTION

It's time to stop making lists and start making strides. It's time to make "I will for" "I did and I loved every minute of it."

Time to abandon your old resolutions and jump into the revolution. Your life is actively up to you. Make your body. Make your life.

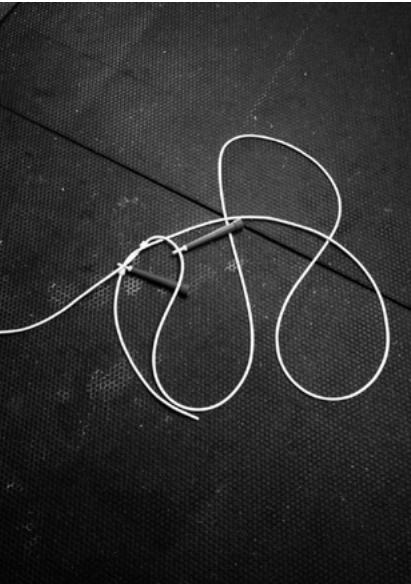
MAKE YOURSELF

NIKE



CORE BRAND PHOTOGRAPHY

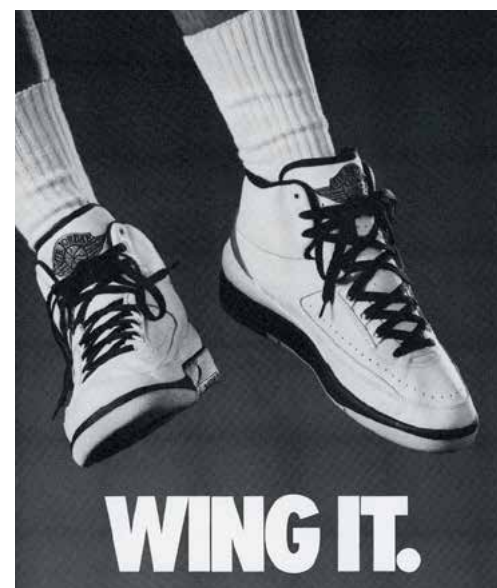
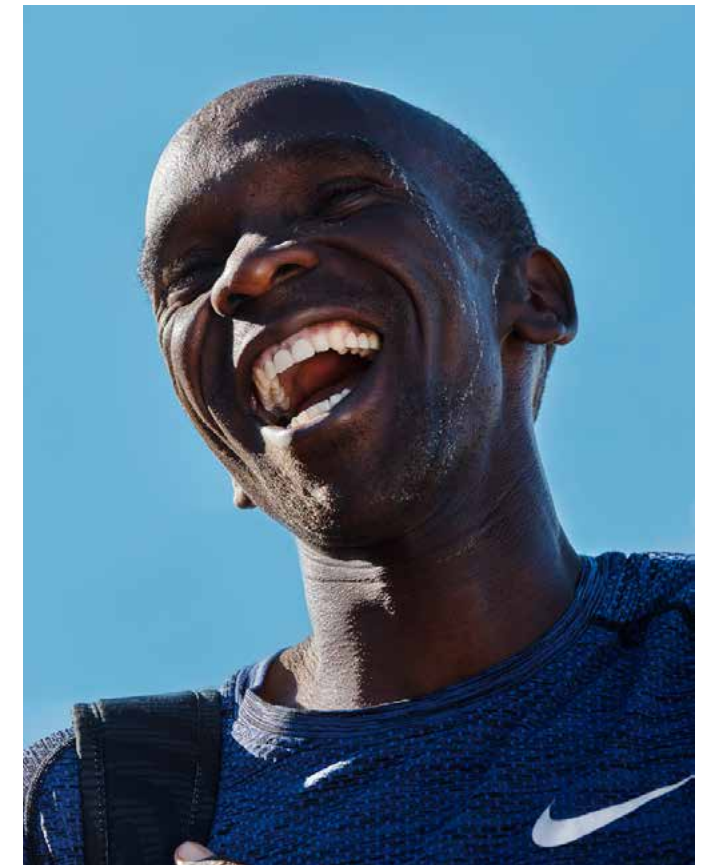
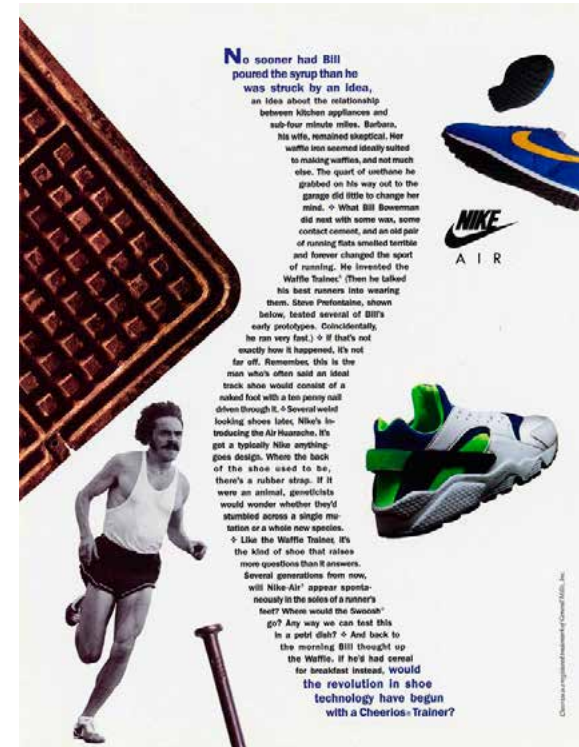
Brand photography focuses on the details: the motivated bodies, inspired faces, proper forms, and dutiful equipment.



CORE BRAND PHOTOGRAPHY APPLICATION

In use, photography works to showcase multiple angles, whether of a body or a success story.

"STAYING RELAXED MOST OF THE RACE ALLOWS ME TO HAVE THAT EXTRA GEAR HEADING INTO THE FINAL TURN"





FIVE

Brand Flex

I.
Education &
Technology

II.
Self-Care &
Humanity

III.
Achievement &
Advancement

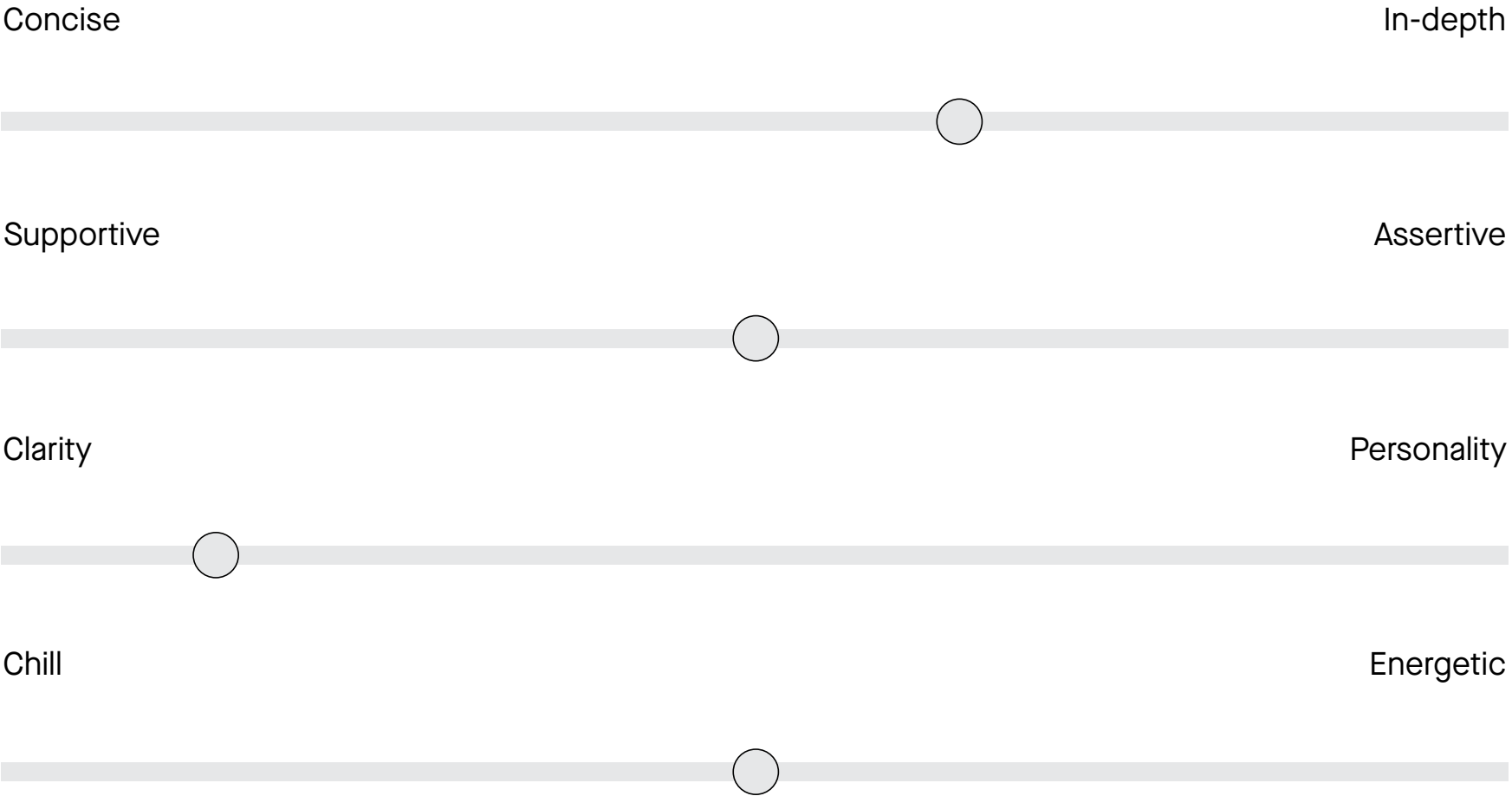




BRAND VOICE:
EDUCATION &
TECHNOLOGY

When we talk about the ideas that undergird our philosophy we want to remain confident without complicating. The technology and principles aren't groundbreaking. What we do with that data and how we bring it to life is what will keep clients engaged and coming back.

BOTTOM LINE
Tell the science like it is,
not to impress people.





BRAND VOICE:
EDUCATION &
TECHNOLOGY

An Element⁷⁹ of Success.

In order for repair and recovery of the muscles to take place, your body must move into a parasympathetic state, also known as “rest and digest”. Not allowing ample recovery time means your muscles never get stronger, and we can actually end up doing worse damage to them.

It’s the healthy balance of these two systems that allows stress and damage to take place, followed by repair and recovery.

To find out more about how Element79 approaches fitness and wellness visit www.element79.com

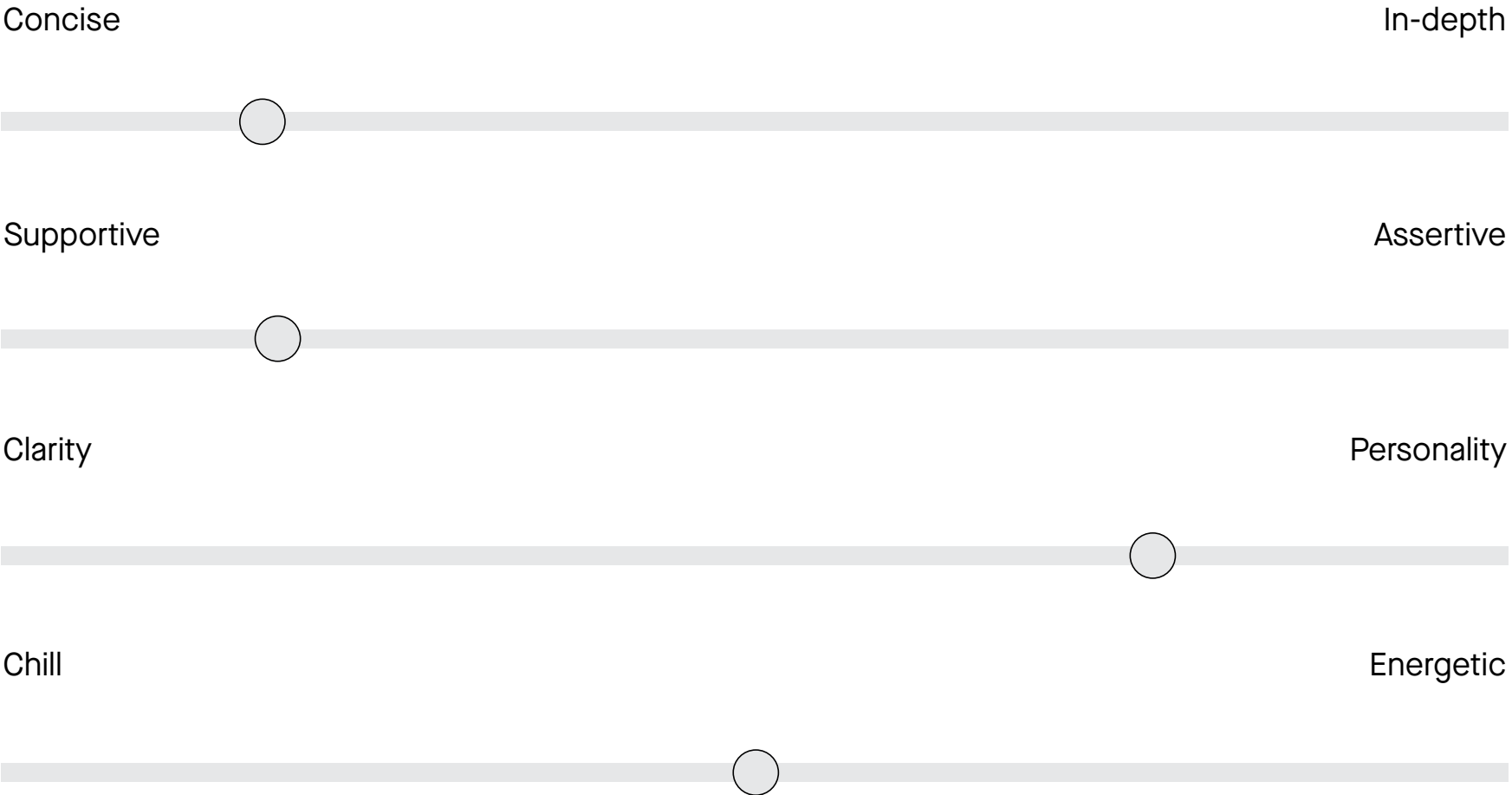




BRAND VOICE:
SELF-CARE &
HUMANITY

Fitness is part of the broader self-care puzzle. Humans are complex creatures, operating at turns in solitude and community, often within the same hour. The brand voice should understand this complexity, in all of its apparent contradiction. It is here that we can use humor to paint a picture of the human condition, with an equal dose of compassion.

BOTTOM LINE
Tell stories that paint a diverse picture from a singular perspective.





BRAND VOICE:
SELF-CARE &
HUMANITY

GET YOUR ELEMENT.



ELMT 79

At ELMT79, we recognize the intrinsic need for reward and motivation, and pair that with intentional recovery based classes and exercises, as well as a dedicated recovery space, all of which help feed into an optimal RCVY state each day, and weekly WLNS score. Exercise doesn't always have to cause stress on the body, but can be anti-stressful by flushing the body of toxins, opening up lines of tissue, feeding more blood flow, and in turn, boosting recovery of torn and tired muscles.



BRAND VOICE:
ACHIEVEMENT &
ADVANCEMENT

WE DON'T WANT TO YELL AT PEOPLE. Motivate without patronizing or cajoling. Set aspirational goals tempered with realistic expectations. Keep the message simple and straightforward, not preachy and hash-taggy.

BOTTOM LINE
Achievement isn't a straight line.





BRAND VOICE:
ACHIEVEMENT &
ADVANCEMENT

TRAIN

HARD

Recovery is how we get stronger. Recovery is the counter to HIIT training. Yet, this type of training has not been incentivized, nor associated with progress, which is where a big miss in the fitness industry lies. There are point systems and rewards systems for pushing for more calories, more points, and more sweat, but not for more recovery.

REST

EASY.





SIX

What it Means For...

- I. Collateral
- II. Interiors
- III. Social

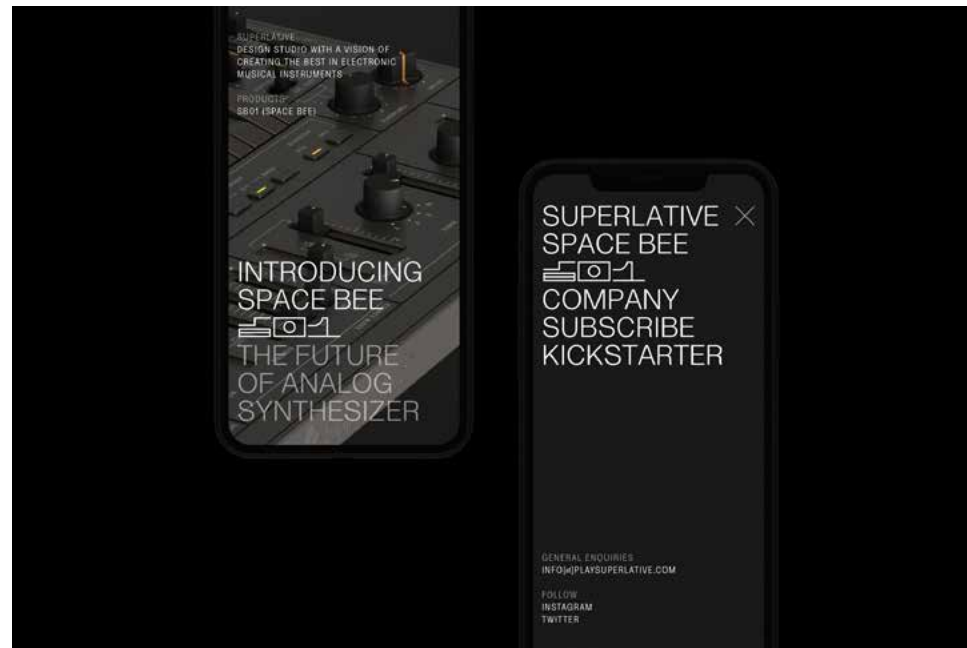


WHAT IT
MEANS FOR...

Collateral

COLLATERAL

Like the brand, stays monochromatic with warm touches. Legibility is all-but-guaranteed with oversized elements.



Highly legible type for digital interfaces



Minimalist branding on wearables



Alternating dark and light fills for various pieces



A strong grid system that supports both iconography and type



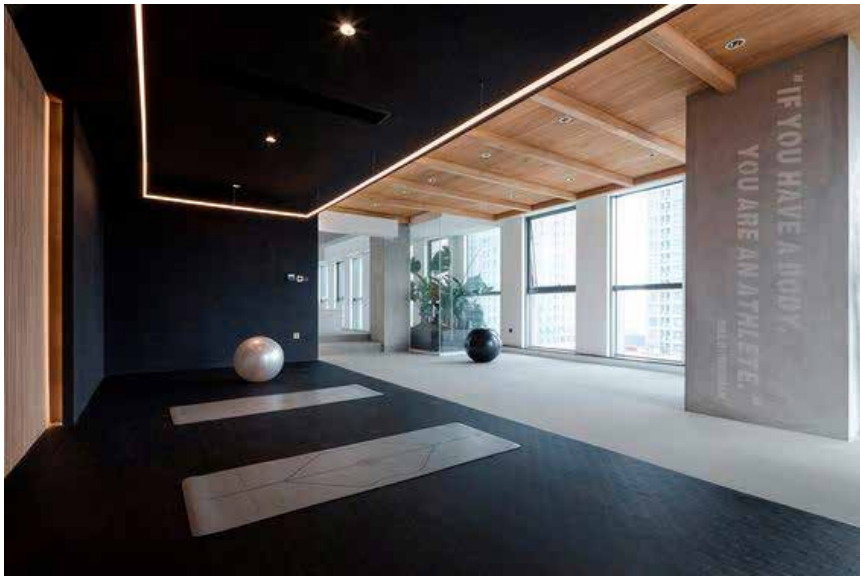
WHAT IT
MEANS FOR...

Interiors



INTERIOR

High-end finishes doesn't have to mean mahogany and brass. Keep things warm and inviting, accessible and easy.

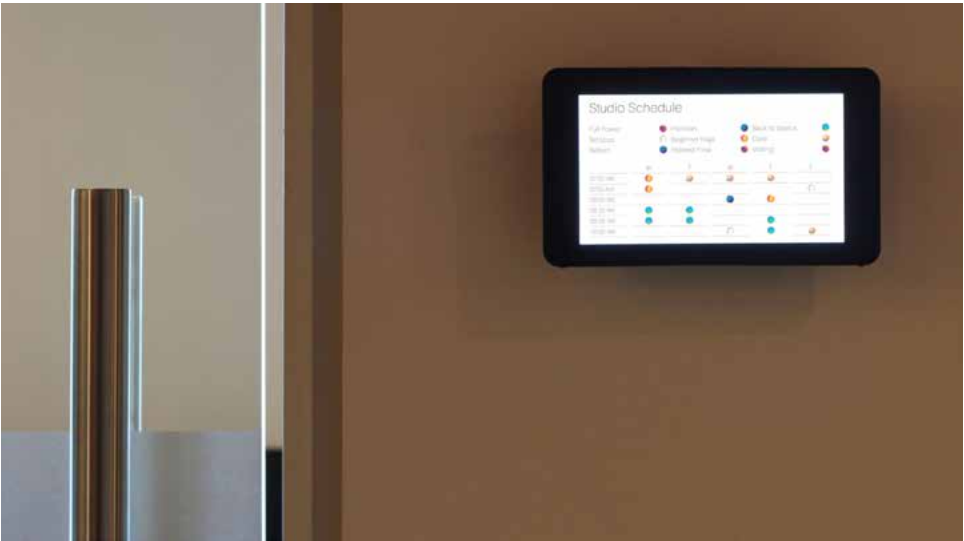


Material-driven colors: rich wood tones and concrete keep things luxurious but functional



Keep things organized. Care about your body and your equipment

Attention to doorways, both private and warmly inviting



Smart wayfinding and accessible schedules

Restrained color for equipment: no purple machines, no color-coded bumper plates





WHAT IT
MEANS FOR...


Social



SOCIAL MEDIA

Posts here should favor impactful photography, user journeys, class schedules, and the rewards of a job well done.

ELMT 79



AIR SQUAT:

Place your feet just outside shoulder-width, angled slightly outward. Keep weight evenly distributed throughout the exercise.

Begin to descend by breaching your hips slightly back.

Your knees should track slightly outward over your second toe and forward as you descend while keeping your core braced to avoid rounding your spine.



Descend to a depth that allows your spine to remain neutral before extending your hips and knees to the starting position.

5 SETS:

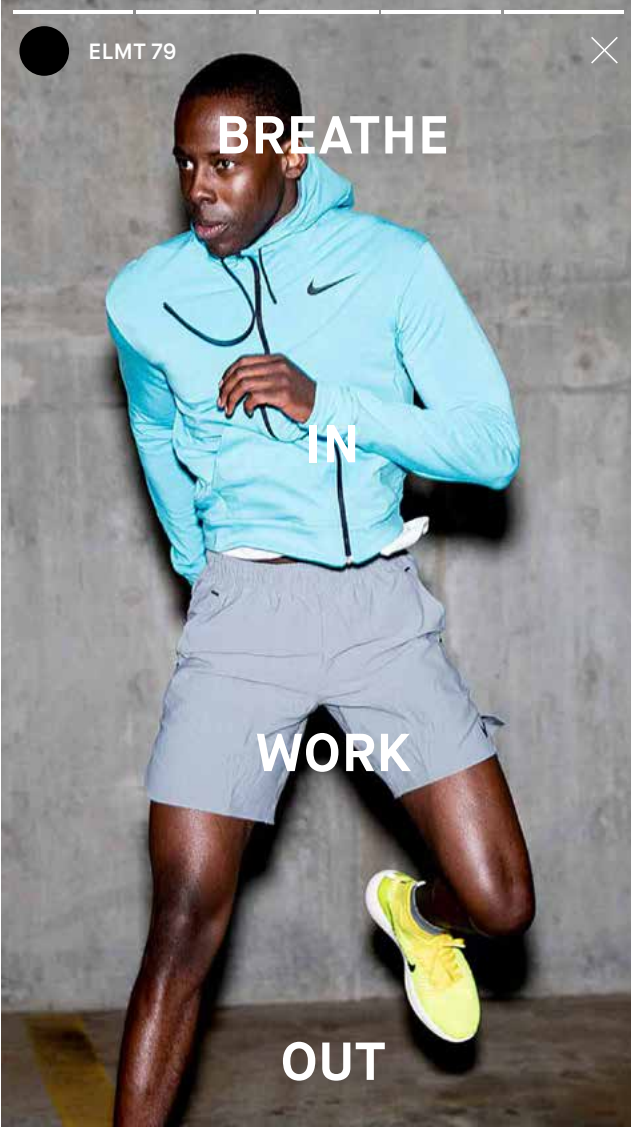
15 Reps / Add weight as required

Rest up to 1 minute between sets



Send Message



ELMT 79



Send Message



ELMT 79



Send Message




ELMT 79



Send Message



The End

From: Caroline Weir Caroline.Weir@elmt79.com 
Subject: RE: [External]Re: Addtl feedback from Adam
Date: March 13, 2020 at 9:57 AM
To: Michelle Parsons michelle@tractorbeam.com
Cc: Lindsey Fleming lindsey@tractorbeam.com, Tory Hale Tory.Hale@goldsgym.com

CW

Thanks, Michelle. Looking forward to Monday. Have a great weekend as well!



**CHANGE IS
STRONG**

CAROLINE WEIR
DIRECTOR OF MARKETING, STUDIO STANDALONE DIVISION

GOLD'S GYM
4001 Maple Ave., Suite 200
Dallas, TX 75219
T (214) 296-5098
C (214) 478-2190
www.GoldsGym.com

From: Michelle Parsons <michelle@tractorbeam.com>
Sent: Friday, March 13, 2020 9:46 AM
To: Caroline Weir <Caroline.Weir@elmt79.com>
Cc: Lindsey Fleming <lindsey@tractorbeam.com>; Tory Hale <Tory.Hale@goldsgym.com>
Subject: [External]Re: Addtl feedback from Adam

Hi Caroline,

Thanks so much for sending this additional feedback over to us. Received and heard! We will be showing several examples of how messaging and personality will play out that will address these requests and clarify our recommendations in more literal detail. If we have any additional questions between now and our Monday morning meeting, I'll be sure to reach out.

In the meantime, happy almost weekend!

On Thu, Mar 12, 2020 at 1:53 PM Caroline Weir <Caroline.Weir@elmt79.com> wrote:

Hi Lindsey and Michelle,

We just got an update from Adam after he dove into the presentation deck again.

He really likes the direction but is "very literal" and he wants to see more of how the brand characteristics and personality would actually come to life.

It feels like right now we could swap in Nike or Equinox, and we would believe it to be those brands vs ELMT 79. Of course we must use existing photography, and I imagine this next round with answering our questions about being unique and showing personality with help.

I recognize that we have only engaged you for the brand personality, but inclusion of a more literal logo/brand brainstorm would help Adam more clearly connect with the adjusted creative direction and vision.

I am happy to hop on a call to discuss further anytime this afternoon or tomorrow.

Caroline



CAROLINE WEIR
DIRECTOR OF MARKETING, STUDIO STANDALONE DIVISION

GOLD'S GYM
4001 Maple Ave., Suite 200
Dallas, TX 75219
T (214) 296-5098
C (214) 478-2190
www.GoldsGym.com

--

Michelle Parsons
Senior Project Manager

Tractorbeam
1526 S. Good Latimer Expy.
Suite 130
Dallas, TX 75226
(o) [214 747 5400](tel:2147475400) ext. 127
(m) [214 215 2659](tel:2142152659)

CAUTION: Gold's IT would like to advise that this is an EXTERNAL email. Do not click links or open attachments unless you recognize the sender and know the content is safe.



Brand
DNA

ELMT 79

Round 2
Campaign Visuals



CONTENTS

- 1 DNA Recap
- 2 Campaigns
- 3 Internal Communication



One

DNA Recap



INTRO

Element 79 is a fitness and recovery studio that is grounded in science and informed by your body. Our program is built around the fact that your body will tell you what it needs each day: Just as it's not always leg day, it's not always HIIT day either. In order to maintain optimum fitness, you need an optimum balance of rest and recovery, reps, and resistance.

Train hard, rest easy. Get in your element.



DNA TAKEAWAYS

Grounded

Based on science, informed by your body.

Complete

Train hard, rest easy.

Narrative

Real people make better models.

Unvarnished

Less talk. More action.

Driven

It's not a boot camp, it's a mindset.

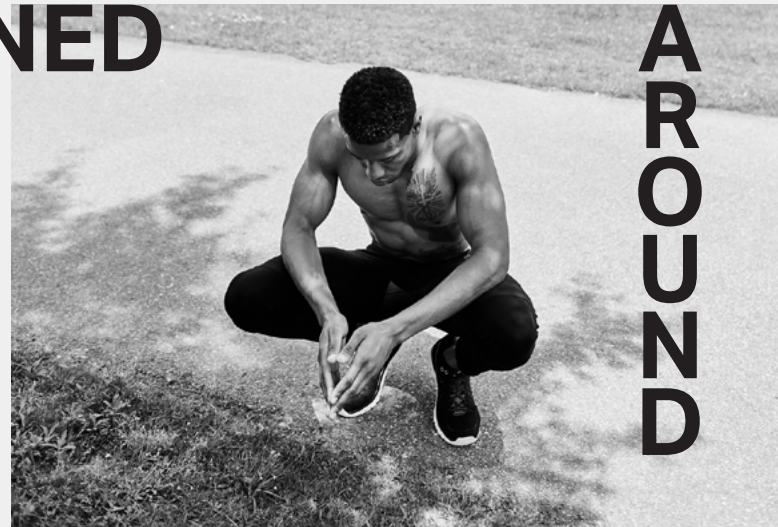


Two

Campaigns

Brand Level

**FITNESS
DESIGNED**



**A
R
O
U
N
D**

**YOUR
BODY**

ELMT 79



WWW.ELMT79.COM

FITNESS

designed

BY YOUR
BODY

ELMT79

802 Impact Boulevard
San Antonio, TX

www.ELMT79.com



**FITNESS
DESIGNED
BY
Your
BODY**

www.ELMT79.com

ELMT 79

**GROUND
ED**



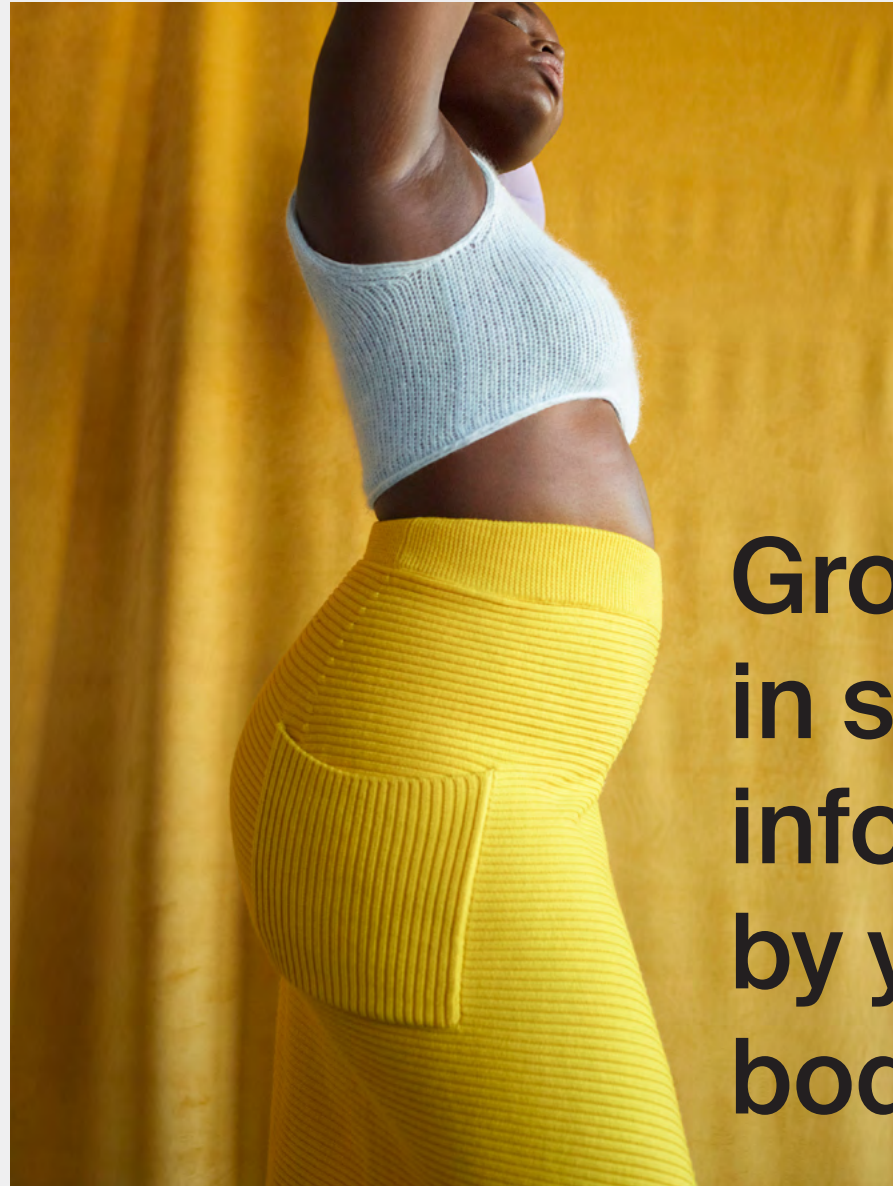
SCIENCE

INFORMED BY

ELMT 79

Your **BODY**

www.ELMT79.com



ELMT 79

Grounded
in science,
informed
by your
body

802 Impact Boulevard
San Antonio, TX

www.ELMT79.com

ELMT 79



ELMT 79

Grounded in science, informed by your body

To find out more about how Element79
approaches fitness and wellness visit
www.element79.com

802 Impact Boulevard
San Antonio, TX



ELMT 79

TRAIN HARD

In order for repair and recovery of the muscles to take place, your body must move into a parasympathetic state, also known as "rest and digest". Not allowing ample recovery time means your muscles never get stronger, and we can actually end up doing worse damage to them.

To find out more about how Element79 approaches fitness and wellness visit www.element79.com

802 Impact Boulevard
San Antonio, TX



Rest Easy

ELMT 79



TRAIN

and

RECOVER



IN YOUR
ELEMENT

802 Impact Boulevard
San Antonio, TX

www.ELMT79.com

ELMT 79

LEARN
WORKOUT
LIVE
STRETCH
RUN
TRAIN
RECOVER IN YOUR ELEMENT
THRIVE
GROW
SWEAT
CHILL
RELAX

www.ELMT79.com



To find out more about how
Element79 approaches fitness and
wellness visit www.element79.com

802 Impact Boulevard
San Antonio, TX



Recover

**IN
YOUR
ELEMENT**

ELMT 79

www.ELMT79.com



TRAIN

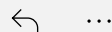
**IN
YOUR
ELEMENT**

ELMT 79

www.ELMT79.com



Element 79 Mar 12
to me ▾



ELMT 79

GET IN YOUR ELEMENT.



Not allowing ample recovery time means your muscles never get stronger, and we can actually end up doing worse damage to them.

[DISCOVER YOUR ELEMENT](#)

TRAIN HARD.

HIIT Element

HIIT Element

HIIT Element

REST EASY.

LIIT Element

Recovery Something

LIIT Element

[ELEMENT79.COM](#)



Element 79 Mar 12
to me ▾



ELMT 79



GET IN YOUR ELEMENT

Not allowing ample recovery time means your muscles never get stronger, and we can actually end up doing worse damage to them.

TRAIN HARD.

HIIT Element

HIIT Element

HIIT Element

REST EASY.

LIIT Element

Recovery Something

LIIT Element

[ELEMENT79.COM](#)

REPS RECOVERY REST *Repeat*



Built on science,
informed by your body

In order for repair and recovery of the muscles to take place, your body must move into a parasympathetic state, also known as “rest and digest”. Not allowing ample recovery time means your muscles never get stronger, and we can actually end up doing worse damage to them.

It’s the healthy balance of these two systems that allows stress and damage to take place, followed by repair and recovery.

To find out more about how Element79 approaches fitness and wellness visit www.element79.com

ELMT 79

GET

IN

Your

ELEMENT

ELMT 79

WWW.ELMT79.COM

RECOVER

IN

Your

ELEMENT

ELMT 79

WWW.ELMT79.COM

TRAIN

IN

Your

ELEMENT

ELMT 79

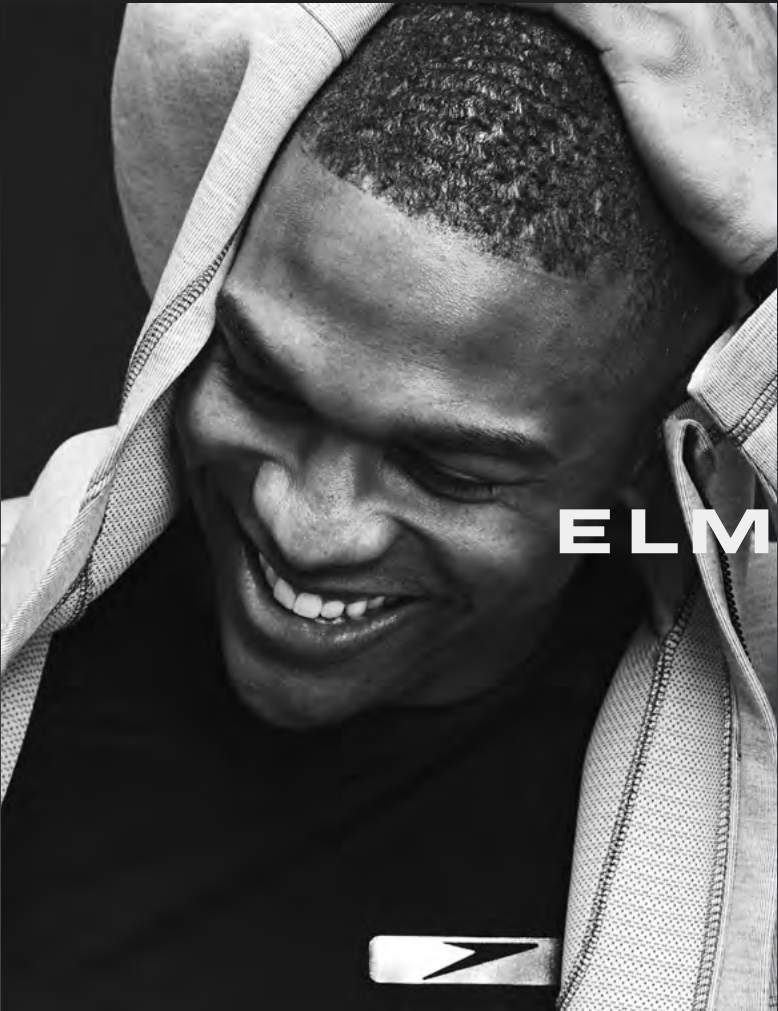
WWW.ELMT79.COM

REPS

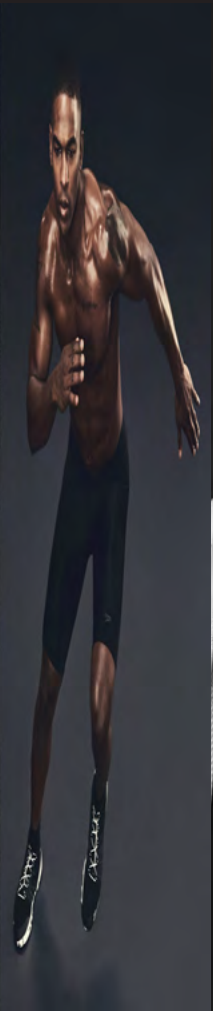
RECOVERY

REST

REPEAT



ELMT 79





REPS



RECOVERY

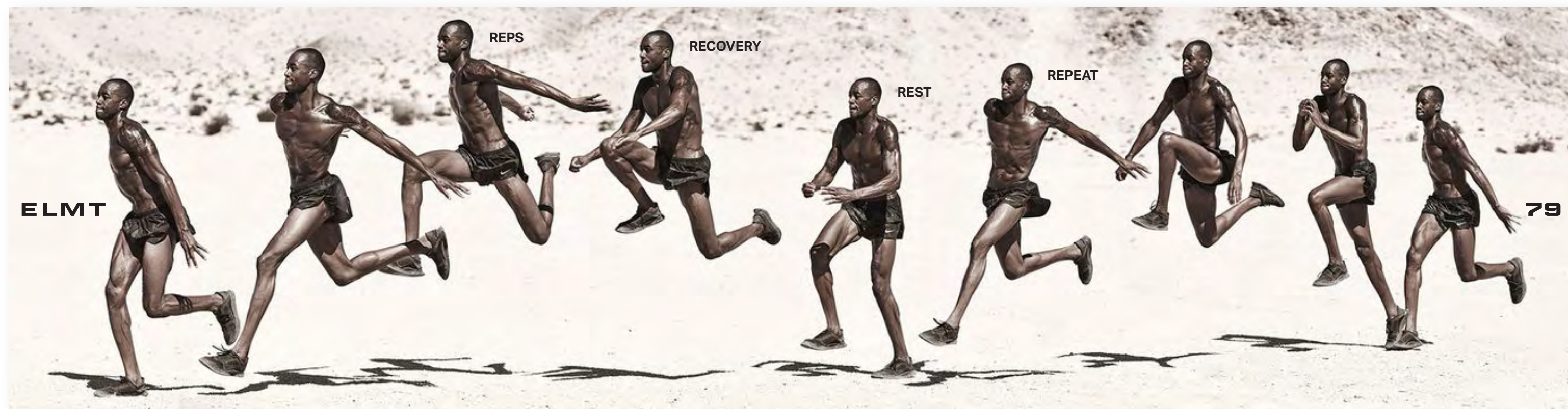


REST



REPEAT

ELMT 79





REPS

RECOVERY

ELMT 79
(dot) com

REST

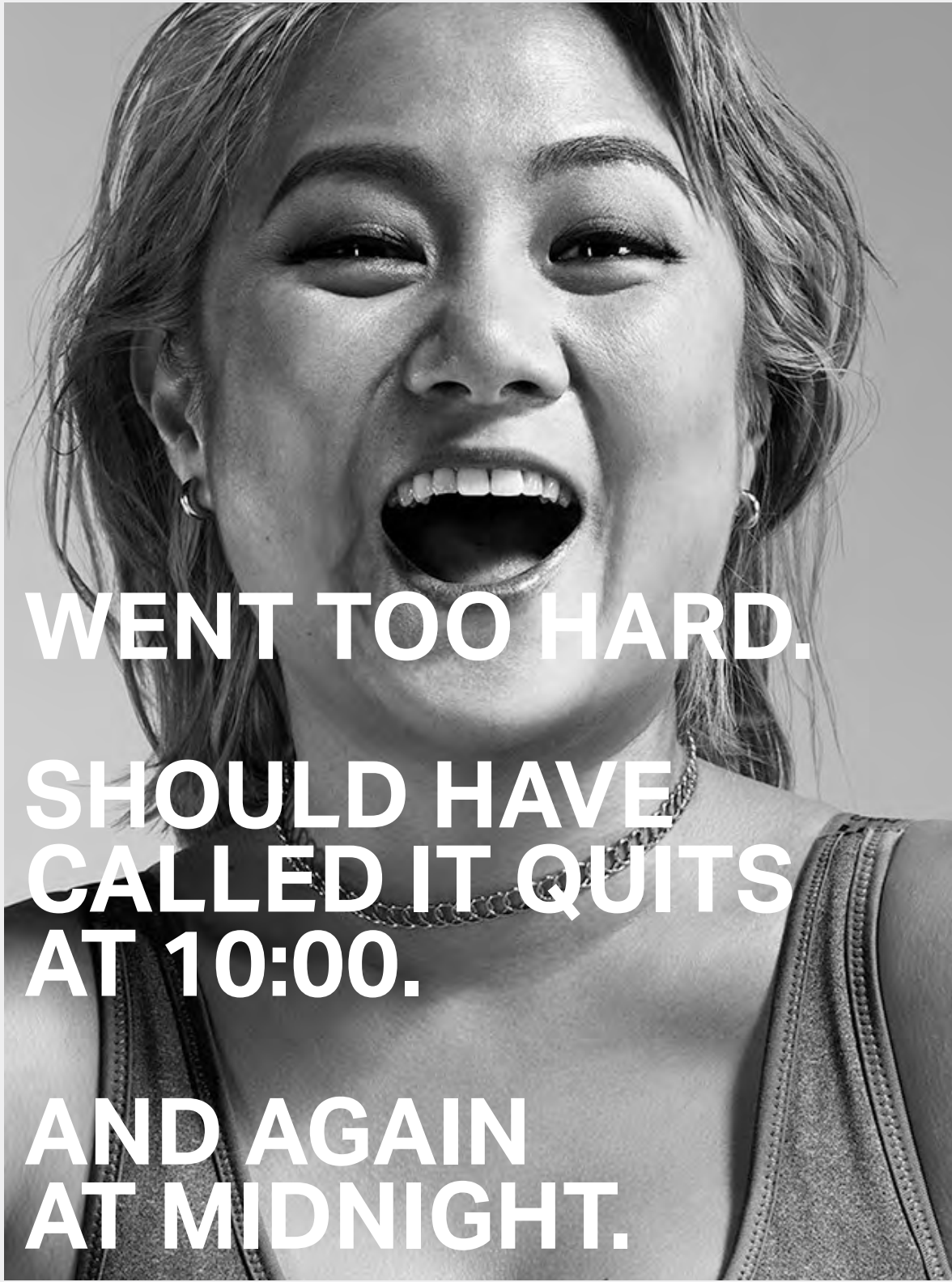
REPEAT



Two

Campaigns

People Level



WENT TOO HARD.

SHOULD HAVE
CALLED IT QUILTS
AT 10:00.

AND AGAIN
AT MIDNIGHT.

ELMT 79

Today's Class

GET SOME REST

Classes at Element79 are built around the state of your body and its ability to recover. Workouts are only as good as your muscles' ability to repair, and that happens with ample rest. After a rough workout (or rough night), try one of our recovery classes—or just an off day, your pick.

To find out more about how Element79
approaches fitness and wellness visit
www.element79.com

802 Impact Boulevard
San Antonio, TX

ELMT 79

Hurried up and
waited. Pressed
the issue. Raced
back from lunch.
Netted it out.
Snuck out of a
meeting. Picked
up everything.
Somehow got it
all done.

To find out more about how Element79
approaches fitness and wellness visit
www.element79.com



Practically Bent
Over Backwards.
Got To Run
Home Real Quick.
Barely Got A
Wink Of Sleep.



ELMT 79

Fitness & Recovery
802 Fitness Boulevard
San Antonio, TX



TODAY

Recovered

REC 002:
Dynamic Stretch
Recovery

A class specifically
built for maximizing the
benefit of MIT and HIT
programs, this guided
flexibility routine should
be performed the day

ELMT 79

Fitness & Recovery
802 Fitness Boulevard
San Antonio, TX





Three

Internal

Class Level

ELMT

79



Mit 024:
STRENGTH & BURN:
ALCHEMY

01:00 **HR / T, F, S, S**
06:00 **PM, 07:15 PM**



Mit 024:
**STRENGTH & BURN:
ALCHEMY**

01:00 HR / T, F, S
06:00 PM, 07:15 PM

MIT 024:
STRETCH & BURN

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

TIMES

T 6:00PM
T 7:30PM

F 6:00PM
F 7:30PM

S 6:00PM
S 7:30PM



Mit 024:
**STRENGTH & BURN:
ALCHEMY**

01:00 HR / T, F, S
06:00 PM, 07:15 PM

MIT 024:
STRETCH & BURN

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

TIMES

T 6:00PM
T 7:30PM

F 6:00PM
F 7:30PM

S 6:00PM
S 7:30PM

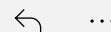


Rec 002:
**DYNAMIC STRETCH
RECOVERY:
STRETCH RECOVERY**

00:45 MIN / T, R, F, S
06:30 PM, 07:30 PM



Element 79 Mar 12
to me ▾



Rec 002:
**DYNAMIC STRETCH
RECOVERY:
STRETCH RECOVERY**

00:45 MIN / T, R, F, S
06:30 PM, 07:30 PM

**REC 005:
STRETCH RECOVERY**

TIMES

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

T 6:00PM
T 7:30PM

R 6:00PM
R 7:30PM

F 6:00PM
F 7:30PM

ELEMENT79.COM



Element 79 Mar 12
to me ▾



Rec 002:
**DYNAMIC STRETCH
RECOVERY:
STRETCH RECOVERY**

00:45 MIN / T, R, F, S
06:30 PM, 07:30 PM

**REC 005:
STRETCH RECOVERY**

TIMES

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

T 6:00PM
T 7:30PM

R 6:00PM
R 7:30PM

F 6:00PM
F 7:30PM

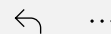


Hit 011:
**MOBILIZE &
STRENGTHEN:**
THE BIG MOVE

00:45 MIN / T, R, F, S
06:30 PM, 07:30 PM



Element 79 Mar 12
to me ▾



Hit 011: MOBILIZE & STRENGTHEN: THE BIG MOVE

01:15 HR / T, F, S
06:00 PM, 07:45 PM

HIT 011: STRETCH & BURN

TIMES

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

T 6:00PM
T 7:30PM

F 6:00PM
F 7:30PM

S 6:00PM
S 7:30PM

ELEMENT79.COM



Element 79 Mar 12
to me ▾



Hit 011: MOBILIZE & STRENGTHEN: THE BIG MOVE

01:15 HR / T, F, S
06:00 PM, 07:45 PM

MIT 024: STRETCH & BURN

TIMES

A class specifically built for maximizing the benefit of MIT and HIT programs, this guided flexibility routine should be performed the day after those classes.

T 6:00PM
T 7:30PM

F 6:00PM
F 7:30PM

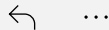
S 6:00PM
S 7:30PM



Three

Internal

Schedule Level



A Complete Schedule

ELMT 79

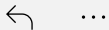
LIT classes are available every day of the week. Their objective is developing ancillary stabilizers that improve the strength of more explosive movements.

LIT

- 004 Recovery Conditioning:
Recovery Accelerator
- 006 Mace & Bodyweight:
Stable Impact
- 007 CoreBlaster:
Own The Center
- 009 Strength and Burn!:
Alchemy
- 011 KB Conditioning:
Sweat & Ready

MIT

- 020 AMRAP:
The Go-Go
- 021 Interval Circuit:
A Well Balanced Workout
- 022 Slow to Grow:



A Complete Schedule

ELMT 79

LIT classes are available every day of the week. Their objective is developing ancillary stabilizers that improve the strength of more explosive movements.

LIT

- 004 Recovery Conditioning:
Recovery Accelerator
- 006 Mace & Bodyweight:
Stable Impact
- 007 CoreBlaster:
Own The Center
- 009 Strength and Burn!:
Alchemy
- 011 KB Conditioning:
Sweat & Ready

MIT

- 020 AMRAP:
The Go-Go
- 021 Interval Circuit:
A Well Balanced Workout
- 022 Slow to Grow:
Time Under Tension
- 024 DB Shred:
Six Week Shred
- 027 KB & Suspension Circuit:

HIT

- 044 Mobilize & Utilize:
Mobilize & Utilize
- 045 Mace Mobility:
Mace Mobility
- 046 Kettle bell Stretch:
KB Stretch Sesh

REC

- 100 Move'N'Groove:
Slow Tension Release
- 101 Mobilize & Aerobic Exercise:
Replenish
- 103 Meditation Practice:
Meditation Practice
- 104 Dynamic Stretch Recovery:
Stretch Recovery

WEEK OF: MAR 08 - MAR 13



WORK

- Hit** 044 Mobilize & Utilize: Mobilize & Utilize
045 Mace Mobility: Mace Mobility
046 Kettle bell Stretch: KB Stretch Sesh
- Mit** 020 AMRAP: The Go-Go
021 Interval Circuit: A Well Balanced Workout
022 Slow to Grow: Time Under Tension
024 DB Shred: Six Week Shred
027 KB & Suspension Circuit: Core Activation
029 Mobilize & Strengthen: The Big Move

ELMT 79

Fitness & Recovery
802 Fitness Boulevard
San Antonio, TX



WEEK OF: MAR 08 - MAR 13

Rest



- Lit** 004 Recovery Conditioning: Recovery Accelerator
006 Mace & Bodyweight: Stable Impact
007 CoreBlaster: Own The Center
009 Strength and Burn!: Alchemy
011 KB Conditioning: Sweat & Ready
- Rec** 100 Move'N'Groove: Slow Tension Release
101 Mobilize & Aerobic Exercise: Replenish
103 Meditation Practice: Meditation Practice
104 Dynamic Stretch Recovery: Stretch Recovery

ELMT 79

Fitness & Recovery
802 Fitness Boulevard
San Antonio, TX



DAILY PICKS
MAR 24 2020



Trainer MATT HASHEM
Duration 00:45 M (00:15 POST)

Rec
DYNAMIC STRETCH
Our TUT classes maximize blood flow to muscle groups to optimize growth. Durational exercises ensure proper levels of fatigue in a medium-impact format. These sessions are the bread-and-butter of our weekly regimens and are great options for consecutive day workouts.
REC 002: T/W/F



ELMT 79

ELMT 79

ELMT 79

DAILY PICKS
MAR 24 2020

Mit
DUMBBELL SHRED
Our TUT classes maximize blood flow to muscle groups to optimize growth. Durational exercises ensure proper levels of fatigue in a medium-impact format. These sessions are the bread-and-butter of our weekly regimens and are great options for consecutive day workouts.
MIT 002: T/W/F

Trainer MATT HASHEM
Duration 00:45 M (00:15 POST)



ELMT 79

ELMT 79

ELMT 79

ELMT 79

DAILY PICKS
MAR 24 2020



Trainer MATT HASHEM
Duration 00:45 M (00:15 POST)

Hit
THE BIG MOVE
Our TUT classes maximize blood flow to muscle groups to optimize growth. Durational exercises ensure proper levels of fatigue in a medium-impact format. These sessions are the bread-and-butter of our weekly regimens and are great options for consecutive day workouts.
HIT 002: T/W/F



ELMT 79

ELMT 79

ELMT 79

Attachment 4 - Support Doc 6 of 6_Payment Promise and Collection Emails.pdf

Description - Emails with payment promise and attempt to collect

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 6 of 6

Payment Promise & Collection Emails

Debtor: Gold's Holding Corp.

Claim Number: s664

Scheduled Amount: \$20,288.75



From: Tory Hale <Tory.Hale@goldsgym.com>
Subject: Re: [External] Invoice Payment
Date: May 15, 2020 at 2:08 PM
To: Lindsey Fleming <lindsey@tractorbeam.com>



Lindsey-

I sincerely apologize that it hasn't come through. I was hoping it had prior to chapter 11 being filed. Lack of control to take of the partners is really painful!

As of right now, we won't know about E79 until this filing is complete. Even if Gold's does not want to continue, I would like to, and I have some plans to make sure we do. You and the team most definitely being a huge part of it.

Hope you guys are doing well as a company and individually! Really grateful we got to spend time with you guys, I loved working with you and was looking forward to the refresh to get this right.

Chat soon!

tory

From: Lindsey Fleming <lindsey@tractorbeam.com>
Date: Friday, May 15, 2020 at 1:55 PM
To: Tory Hale <Tory.Hale@goldsgym.com>
Subject: Re: [External] Invoice Payment

Tory,

I checked with accounting and we haven't heard anything yet on this. Obviously, we're a small business and would love to get paid — but we also know that we're one tiny blip on the radar during a very complicated process that will take quite some time.

We still have very high hopes that E79 will see its time, and crossing our fingers hard that we'll still be part of the picture if/when that happens.

You checking in is a great gesture to us, we appreciate it.

Lindsey Fleming
Tractorbeam
1526 S Good Latimer Expwy
Dallas, TX 75226

(o) 214 747 5400
(m) 972 571 5698

On May 14, 2020, at 1:41 PM, Lindsey Fleming <lindsey@tractorbeam.com> wrote:

Tory!

It's really great to hear from you. You guys have been on my mind a lot lately. How are you? Glad you're back in action to some degree.

Thank you for checking in about this. We've been wondering, but weren't quite sure about who to contact on the other end. We received the letter and info about the Chapter 11 filing, but haven't heard from anyone specifically about the ELMT 79 invoice.

I'll check in with my accountant to see if she's been in contact with anyone about it in the last couple of days.

Lindsey Fleming
Tractorbeam
1526 S Good Latimer Expwy
Dallas, TX 75226
(o) 214 747 5400
(m) 972 571 5698

On May 14, 2020, at 1:02 PM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

How are you?!

I am back on to focus on a streaming fitness product, but I wanted to check in and see how things are for you guys and if payment was settled? I have been out of the loop on that but with Chapter 11, I am worried about the partners for E79. I truly hope it was taken care of!

Talk soon,

tory

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Friday, March 20, 2020 at 11:31 AM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: Re: [External] Invoice Payment

Hey, we're all in this together, no scars. I appreciate your candor and the sentiment — we're likeminded in that.

Communication is key, and you're very responsive where a few of our other clients seem to be hiding, so thank you for that.

WE GOT THIS.

On a positive note, my husband read through some of your materials and has decided that the moment he has an ELMT 79 in proximity, he's canceling our Lifetime membership. He also did his first unassisted pull-up yesterday and a big mental achievement for him. He's been working out regularly for a year now and was afraid to even try a pull-up until recently. I think he surprised himself.

I share that with you to lighten the mood and as a reminder for us all to cling to the tiny victories for now.

Lindsey Fleming

Tractorbeam

(m) 972 571 5698

On Mar 20, 2020, at 10:48 AM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

I spoke with Paul Early on Wednesday, he is our CAO, and he stated that while he originally said he could Wednesday, he cannot pay it yet until Gold's forecasts the cash flow, since after March, there is zero revenue coming in.

That said, this is on the list to be paid as soon as they finish the forecast and prioritize payments, especially since it is for work already done, and I am following up as much as I can on when, I am hoping it's not a 60 day hold as well.

I truly loathe that it's out of my hands. If it were up to me, I would ensure partners were paid before us. I hope this doesn't scar anything. Definitely has been the hardest week for me having to share this type of news. Partnerships are number 1 for me.

I will follow up as soon as I hear more, hopefully with good news.

Tory

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Friday, March 20, 2020 at 10:32 AM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: Re: [External] Invoice Payment

Hi Tory,

Wanted to follow-up on this. I realize that there's a 60-day hold on new invoices, and we can work with that moving forward. Any chance the original payment will still be honored? Or will that also be on hold?

I know these are difficult times for all, so this is my least favorite thing to communicate about right now — bear with me.

I hope you and yours are well.

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

On Mar 17, 2020, at 9:41 AM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

Just an update, we closed all of our gyms yesterday, so payments were on hold as they figured

out the impact. I was told the payment will be processed Wednesday now.

Apologies again on the delay. Definitely interesting times!

Chat soon! Can't wait!

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Thursday, March 12, 2020 at 11:08 AM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: Re: [External] Invoice Payment

Tory,

Huge thank you for the update, but don't sweat it! You have been very responsive to this, and that's more than I can say for a good handful of clients.

This is my least favorite part of housekeeping for our business, so thank you for your attention and communication here.

Thanks again,

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

On Mar 12, 2020, at 9:41 AM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

Our accounts payable isn't sure how it was missed, as I do have the email chain with approval from 2/11, but they do apologize and stated that payment will hit your account Monday of next week.

In the future, it will be paid within 2 weeks of receipt.

Apologies again, and hope we make it right on all payments moving forward.

Thank you!

tory

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Monday, March 9, 2020 at 1:55 PM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: Re: [External] Invoice Payment

No problem at all — appreciate the update!

Lindsey Fleming

Tractorbeam

(m) 972 571 5698

On Mar 9, 2020, at 1:48 PM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

I just followed up as well since I sent off with approval on 2/11. Will follow up with you as soon as I hear back!

My apologies on our delay!!

tory

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Monday, March 9, 2020 at 1:42 PM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: Re: [External] Invoice Payment

Happy Monday, Tory.

I got a note from my accountant that they're still awaiting payment on the invoice from a month ago. Do you mind getting me an ETA on that so I can update them?

Thank you in advance!

Thank you in advance.

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

On Feb 6, 2020, at 11:00 AM, Lindsey Fleming <lindsey@tractorbeam.com> wrote:

Ah, good catch! See attached.

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

<W9 New Address 19_11_18.pdf>

On Feb 6, 2020, at 10:24 AM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

I do need the W9 as well!

Should be able to get it processed pretty quick thereafter.

Thanks!

tory

From: Lindsey Fleming <lindsey@tractorbeam.com>

Date: Thursday, February 6, 2020 at 10:10 AM

To: Tory Hale <Tory.Hale@goldsgym.com>

Subject: [External] Re: Invoice Payment

Tory — see attached for ACH info. Let me know if you need anything else.

Lindsey Fleming

Tractorbeam

(m) 972 571 5698

CAUTION: Gold's IT would like to advise that this is an EXTERNAL email. Do not click links or open attachments unless you recognize the sender and know the content is safe.

On Feb 6, 2020, at 9:28 AM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Hi Lindsey-

Unfortunately I cannot pay through the quickbooks portal. We will need to get you in the system as a vendor for payment, and if you have ACH, that would be great. I have both forms attached if you do go the ACH route, only need the W9 if you do not use ACH.

Thank you!

tory

<image001.png>

TORY HALE

SR. DIRECTOR & BUSINESS UNIT MANAGER – STUDIO STANDALONE DIVISION

GOLD'S GYM

4001 Maple Ave., Suite 200

Dallas, TX 75219

C (253) 514-0547

T (214) 296-5044

www.GoldsGym.com

<W9 blank form.pdf><ACH Enrollment Fillable 2019.pdf>

Attachment 5 - Support Doc 2 of 6_Email Comms_Invoice_Scope Approval.pdf

Description - Emails with approval to invoice

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 2 of 6


Email Communications for Invoice Approval

Debtor: Gold's Holding Corp.

Claim Number: s664

Scheduled Amount: \$20,288.75



From: Caroline Weir Caroline.Weir@elmt79.com 
Subject: RE: [External] Next Steps - Tractorbeam
Date: February 4, 2020 at 4:01 PM
To: Lindsey Fleming lindsey@tractorbeam.com
Cc: Tory Hale Tory.Hale@goldsgym.com

CW

Thanks for the heads up, Lindsey! We understand and will anticipate this within the invoice.



CAROLINE WEIR
DIRECTOR OF MARKETING, STUDIO STANDALONE DIVISION

GOLD'S GYM
4001 Maple Ave., Suite 200
Dallas, TX 75219
T (214) 296-5097
C (214) 478-2190
www.GoldsGym.com

From: Lindsey Fleming <lindsey@tractorbeam.com>
Sent: Tuesday, February 4, 2020 3:45 PM
To: Caroline Weir <Caroline.Weir@elmt79.com>
Cc: Tory Hale <Tory.Hale@goldsgym.com>
Subject: Re: [External] Next Steps - Tractorbeam

Tory and Caroline,

Quick heads up — Denise Mays (our accountant) will be sending you an invoice today for the Brand Platform as discussed. I also want to alert you that there will be a portion (17.5%) of the Brand Platform that is considered “taxable”, as imposed by the state. It is new (and irritating) to us, so I apologize for not apprising you of this before. This sales tax requirement is applied to all work from our creative side.

All that to say, you’ll be seeing a tax line item on the invoice in the amount of \$288.75 (8.25% sales tax applied to 17.5% of total fees).

Thanks!

Lindsey Fleming

From: Tory Hale Tory.Hale@goldsgym.com
Subject: Re: [External] Next Steps - Tractorbeam
Date: February 3, 2020 at 4:29 PM
To: Lindsey Fleming lindsey@tractorbeam.com, Caroline Weir Caroline.Weir@elmt79.com

TH

Thank you!

From: Lindsey Fleming <lindsey@tractorbeam.com>
Date: Monday, February 3, 2020 at 4:15 PM
To: Caroline Weir <Caroline.Weir@elmt79.com>
Cc: Tory Hale <Tory.Hale@goldsgym.com>
Subject: Re: [External] Next Steps - Tractorbeam

Got it - will send an invite your way!

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

On Feb 3, 2020, at 4:08 PM, Caroline Weir <Caroline.Weir@elmt79.com> wrote:

Hi Lindsey – confirming 2/11 from 1-5pm works for Tory and me. We are comfortable keeping it to just us two and bringing GoDo in on the second meeting.

<image001.png>

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From: Lindsey Fleming <lindsey@tractorbeam.com>

Sent: Monday, February 3, 2020 3:09 PM
To: Caroline Weir <Caroline.Weir@elmt79.com>
Cc: Tory Hale <Tory.Hale@goldsgym.com>
Subject: Re: [External] Next Steps - Tractorbeam

Caroline,

Hope you had a great weekend. I'm lining up ducks to prepare for our brand summit. How does 1-5p on Tuesday, 2/11 sound? Our next availability would be Thursday, 2/13.

Let me know and I'll get it on the calendar.

Thx!

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

On Jan 31, 2020, at 4:31 PM, Tory Hale <Tory.Hale@goldsgym.com> wrote:

Haha no flowers needed! It's equal appreciation for avoidance of housekeeping items.

Thank you Lindsey! Really look forward to the brand summit with team Tractorbeam!!

Have a great weekend.

Tory

On Jan 31, 2020, at 4:10 PM, Lindsey Fleming <lindsey@tractorbeam.com> wrote:

Caroline,

Got it - all of this makes sense. Thank you again for your candor and the clarity. Let me confirm with our team re: time/date for the brand summit and I'll get back to you Monday — but this sounds doable.

So, should I send flowers to both of you for alleviating me from the housekeeping

so, should I send flowers to both of you for alleviating me from the housekeeping items? I'll have an invoice sent your way at the top of the week.

Have a great weekend,

Lindsey Fleming

Tractorbeam

(m) 972 571 5698

On Jan 31, 2020, at 3:25 PM, Caroline Weir <Caroline.Weir@elmt79.com> wrote:

Lindsey – thank you for the immediate action after our convo last night.

For the brand platform, let's move forward with week of 2/10 if possible. Ideally the earlier the better so 2/10 or 2/11! 😊

- M 2/10: 10am – 5pm
- T 2/11: open
- W 2/12: open
- Th 2/13: 9am – 1pm

Tory mentioned that the process and payment will slow down if you send a contract because our lawyers will have to review... We are comfortable not doing a contract for the brand platform work and invoicing it independently. If you want to send an invoice for \$20K, we can start getting that processed ASAP. Let us know what you think.

I look forward to seeing more detail around your digital marketing process and outputs across the board. FYI, a few things I have specifically thinking about are:

- I am not 100% clear on what happens between the brand dna platform delivery and execution phase. Can you elaborate on the process, inclusions and output of developing the go-to-market strategy and media plan?
- Do you use any audience analysis tools for paid media?
- Do you have partnerships and/or relationships with paid media platforms? (i.e. FB, Google, Yext, Dataxu)
- How will you roughly distribute the 15 monthly hours of social media mgmt + influencer work? What will comm mgmt look like on a typical day? (understand it will be slow in beginning)

Thanks!

<image001.png>

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www.GoldsGym.com

From: Lindsey Fleming <lindsey@tractorbeam.com>
Sent: Friday, January 31, 2020 11:26 AM
To: Caroline Weir <Caroline.Weir@elmt79.com>
Subject: [External] Next Steps - Tractorbeam

Happy Friday, Caroline.

Thank you for the call yesterday. I chatted with both departments (digital and creative) and brought them up to speed. See below for a quick hit list for next steps and any questions (in red) for you:

1. Digital Marketing component

Your points yesterday were very well taken — these aren't new questions for us, and we appreciate the chance to address your areas of concern. We'll prepare a more in depth look at what you can expect from the areas we've discussed. I also think it may help for you to understand our organizational structure and who all will be serving the account.

I want to ensure that you have all of the information you need to make a confident decision - so please feel comfortable raising your specific concerns or questions. (I'm a pretty good mind-reader, but still getting to know you.)

2. Brand Platform

I have a little housekeeping to get out of the way (docs/invoicing), but in the meantime, let's look at timeline. Realistically, we'll want to anticipate for 4-5 weeks for this process. We typically turn around the initial presentation within about 2 weeks, but the additional 2-3 weeks are needed for refinement and brand summit planning.

A few questions for you:

Who will be attending from your side?

When can you all be available for a brand summit? Next week is tricky for us, as Eric will be traveling out of state for client meetings. What does your availability look like the week of the 10th? Or the week of the 17th? FYI - we'll need about 4 hours for this session. I'll send details in advance once we firm up an attendee list and date.

I promise my emails will get shorter from here.

Lindsey Fleming

Tractorbeam
(m) 972 571 5698

CAUTION: Gold's IT would like to advise that this is an EXTERNAL email. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Attachment 6 - Support Doc 5 of 6_Timesheets.pdf

Description - Proof of time spent/timesheets

From:

Tractorbeam LP

1526 S. Good Latimer Expy

Suite #130

Dallas, TX 75226-2206

To:

BMC Group

Attn: Claims Processing

3732 W. 120th St.

Hawthorne, CA 90250

Proof of Claim

Support Document 5 of 6

Proof of Time Spent/Timesheets

Debtor: Gold's Holding Corp.

Claim Number: s664

Scheduled Amount: \$20,288.75



Detailed Time Report

Tractorbeam

Timeframe **01/01/2020 — 12/31/2020**

1 Client

ELMT 79

Total **176.71 Hours**

1 Project

Brand Platform

176.71 Uninvoiced Billable Hours

Categories

All Tasks

Team

Everyone

Client	Project	Task	Roles	Person	Hours
02/05/2020					5.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	5.00
02/10/2020					3.36
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Dana Agostino	2.36
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.00
02/11/2020					9.00
ELMT 79	[EL 0121.300] Brand Platform Brand summit prep	Project Management	Accounts	Dana Agostino	2.50
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	6.50
02/12/2020					4.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	4.00
02/17/2020					9.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	4.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Lindsey Henrie	2.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	2.50
02/18/2020					10.70
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Mason Peterson	5.20

Total 176.71

Client	Project	Task	Roles	Person	Hours
	Next steps meeting and research				
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	3.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Lindsey Henrie	1.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.50
02/19/2020					4.85
ELMT 79	[EL 0121.300] Brand Platform Photographer and type research	Concepting	Design	Mason Peterson	4.52
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.33
02/20/2020					3.52
ELMT 79	[EL 0121.300] Brand Platform Type stuff	Concepting	Design	Mason Peterson	2.52
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Lindsey Henrie	0.50
02/21/2020					4.04
ELMT 79	[EL 0121.300] Brand Platform DNA deck	Concepting	Design	Mason Peterson	3.04
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.00
02/24/2020					4.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	2.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	1.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Lindsey Henrie	0.50
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.00
02/25/2020					3.75
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	3.00
Total					176.71

Client	Project	Task	Roles	Person	Hours
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	0.75
02/26/2020					6.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	3.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	3.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	0.50
02/27/2020					5.00
ELMT 79	[EL 0121.300] Brand Platform comp research	Project Management	Accounts	Michelle Parsons	2.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	0.50
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	2.00
02/28/2020					6.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	3.00
ELMT 79	[EL 0121.300] Brand Platform competitive research	Project Management	Accounts	Michelle Parsons	2.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	1.00
03/02/2020					9.27
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Mason Peterson	2.27
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	3.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	4.00
03/03/2020					12.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	9.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	3.00
03/04/2020					10.00

Total 176.71

Client	Project	Task	Roles	Person	Hours
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	2.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Mason Peterson	3.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	1.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	2.00
03/05/2020					0.50
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.50
03/06/2020					2.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	2.00
03/09/2020					6.63
ELMT 79	[EL 0121.300] Brand Platform Group photo pulls	Concepting	Design	Mason Peterson	1.26
ELMT 79	[EL 0121.300] Brand Platform Feedback meeting & review	Concepting	Design	Mason Peterson	0.87
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	3.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	1.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	0.50
03/10/2020					7.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	5.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	0.50
03/11/2020					5.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	5.00
Total					176.71

Client	Project	Task	Roles	Person	Hours
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	0.50
03/12/2020					6.43
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	John Reynolds	0.43
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	0.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	4.00
03/13/2020					4.84
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	0.25
ELMT 79	[EL 0121.300] Brand Platform layout tests for ads	Concepting	Design	Mason Peterson	3.09
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	0.50
03/15/2020					0.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	0.50
03/16/2020					14.52
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Mason Peterson	3.02
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.50
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	8.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	2.00
03/17/2020					13.97
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	2.00
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Mason Peterson	2.47
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Travis LaMothe	6.00
Total					176.71

Client	Project	Task	Roles	Person	Hours
ELMT 79	[EL 0121.300] Brand Platform	Concepting	Design	Matt George	2.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.50
03/19/2020					1.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.00
03/20/2020					2.00
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	1.00
ELMT 79	[EL 0121.300] Brand Platform	Strategy	Accounts	Lindsey Henrie	1.00
03/25/2020					0.25
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.25
03/26/2020					0.08
ELMT 79	[EL 0121.300] Brand Platform	Project Management	Accounts	Michelle Parsons	0.08
Total					176.71