



UNITY MANAGEMENT GROUP, INC.
COMPANY INFORMATION AND DISCLOSURE STATEMENT

Part A: General Company Information

Item I: The exact name of the issuer and its predecessor (if any).

Current since January 8, 2010:	Unity Management Group Inc.
Before January 8, 2010	Unity Auto Parts Inc.
Before September 22, 2009:	Access Beverage Inc.
Before January 2009:	Asia Pacific Entertainment Inc.
Before May 2007:	ePromo.com
Before August 2000:	Tiberon Resources Ltd.

Item II: The address of the issuer's principal executive offices.

Unity Management Group Inc.
6 Meadow Lane
East Hanover, New Jersey 07936
Telephone: 973-887-7800
Facsimile: 973-887-8447
1-855-413-0755
Email: info@Unitedhcsi.com
Website: www.unitymanagementgroupinc.com
www.mcc-online.com

Item III: The jurisdiction(s) and date of the issuer's incorporation or organization.

Unity Management Group Inc. was incorporated in the State of Nevada on April 10, 1998 as Tiberon Resources Ltd.

Part B: Share Structure

Item IV: The exact title and class of securities outstanding.

Security Symbol: UYMG
CUSIP Number: 91330B 105
Classes: Common Stock
Authorized: 240,000,000
Outstanding: 165,786,620

Security Symbol: UYMG
CUSIP Number: N/A
Classes: Series A Convertible Preferred Stock
Authorized: 20,000,000
Outstanding: 20,000,000

Security Symbol: UYMG
CUSIP Number: N/A
Classes: Series B Convertible Preferred Stock
Authorized: 2,000,000
Outstanding: 0

Note: Pursuant to the Plan of Exchange with MCC, 1,600,000 shares of Series B Convertible Preferred Stock will be issued to Dutchess Private Equities Fund, LP during in 2012.

Item V: Par or stated value and description of the security.

A. Par or Stated Value.

Common Stock: \$. 001 per share

Series A Convertible Preferred Stock: \$. 001 per share

Series B Convertible Preferred Stock: \$. 001 per share

B. Common or Preferred Stock.

1. For common equity, describe any dividend, voting and preemption rights.

Each share of Common Stock is entitled to one vote, which shares do not have preemptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.

Series A Convertible Preferred Stock

(1) Designation and Rank. The series of Preferred Stock shall be designated the “*Series A Convertible Preferred Stock*” (“Series A Preferred”) and shall consist of 20,000,000 shares. The Series A Preferred is authorized by the Board of Directors of this Corporation and shall be senior to the Series B Convertible Preferred Stock and the common stock.

(2) Conversion into Common Stock.

- (a) Right to Convert. Each share of Series A Preferred shall be convertible, at the option of the holder thereof, at any time after the date of issuance (the

“Conversion Date”) into ten (10) shares of fully paid and non-assessable shares of Common Stock (the “Conversion Ratio”).

- (b) **Mechanics of Conversion.** Before any holder shall be entitled to convert, he shall surrender the certificate or certificates representing Series A Preferred to be converted, duly endorsed or accompanied by proper instruments of transfer, at the office of the Corporation or of any transfer agent, and shall give written notice to the Corporation at such office that he elects to convert the same. The Corporation shall, as soon as practicable thereafter, issue a certificate or certificates for the number of shares of Common Stock to which the holder shall be entitled. The Corporation shall, as soon as practicable after delivery of such certificates, or such agreement and indemnification in the case of a lost, stolen or destroyed certificate, issue and deliver to such holder of Series A Preferred a certificate or certificates for the number of shares of Common Stock to which such holder is entitled as aforesaid and a check payable to the holder in the amount of any cash amounts payable as the result of a conversion into fractional shares of Common Stock. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the shares of Series A Preferred to be converted.

- (c) **Adjustment to Conversion Ratio.**
 - (1) **Merger or Reorganization.** In case of any consolidation or merger of the Corporation as a result of which holder of Common Stock become entitled to receive other stock or securities or property, or in case of any conveyance of all or substantially all of the assets of the Corporation to another corporation, the Corporation shall mail to each holder of Series A Preferred at least thirty (30) days prior to the consummation of such event a notice thereof, and each such holder shall have the option to either (i) convert such holder’s shares of Series A Preferred into shares of Common Stock pursuant to this Section 2 and thereafter receive the number of shares of stock or other securities or property to which a holder of the number of shares of Common Stock of the Corporation deliverable upon conversion of such Series A Preferred would have been entitled upon such consolidation, merger or conveyance, or (ii) exercise such holder’s rights pursuant to Section 3(a). Unless otherwise set forth by the Board of Directors, the Conversion Ratio shall not be affected by a stock dividend or subdivision (stock split) on the Common Stock of the Corporation, or a stock combination (reverse stock split) or stock consolidation by reclassification of the Common Stock. However, once the Series A Preferred has been converted to Common Stock, it shall be subject to all corporate actions that affect or modify the common stock.

- (d) **No Impairment.** The Corporation will not, by amendment of its Articles of Incorporation, this Certificate of Designation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good

faith assist in the carrying out of all the provisions of this Section 3 and in the taking of all such action as may be necessary or appropriate in order to protect the Conversion Rights of the holders of the Series A Preferred against impairment.

- (e) Certificate as to Adjustments. Upon the occurrence of each adjustment or readjustment of the Conversion Ratio of the Series A Preferred pursuant to this Section 2, the Corporation at its expense shall promptly compute such adjustment or readjustment in accordance with the terms hereof and furnish to each holder of Series A Preferred a certificate setting forth such adjustment or readjustment and the calculation on which such adjustment or readjustment is based. The Corporation shall, upon the written request at any time of any holder of Series A Preferred, furnish or cause to be furnished to such holder a like certificate setting forth (i) such adjustment and readjustment, (ii) the Conversion Ratio for the Series A Preferred at the time in effect and (iii) the number of shares of Common Stock and the amount, if any, of other property which at the time would be received upon the conversion of the Series A Preferred.
- (f) Notice of Record Date. In the event of any taking by the Corporation of a record of the holders of any class of securities for the purpose of determining the holders thereof who are entitled to receive any dividend (other than a cash dividend which is the same as cash dividends paid in previous quarter) or other distribution, the Corporation shall mail to each holder of Series A Preferred at least ten (10) days prior to the date specified herein, a notice specifying the date on which any such record is to be taken for the purpose of such dividend or distribution.
- (g) Common Stock Reserve. The corporation shall reserve and keep available out of its authorized but unissued Common Stock such number of shares of Common Stock as shall from time to time be sufficient to effect conversion of the Series A Preferred.

(3) Liquidation Preference. (a) In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary (a "Liquidation"), the assets of the Corporation available for distribution to its stockholders shall be distributed as follows:

(1) The holders of the Series A Preferred shall be entitled to receive, prior to the holders of the other series of Preferred Stock or Common Stock and prior and in preference to any distribution of the assets or surplus funds of the Corporation to the holders of any other shares of stock of the corporation by reason of their ownership of such stock, an amount equal to \$1.00 per share with respect to each share of Series A Preferred.

(2) If upon occurrence of a Liquidation the assets and funds thus distributed among the holders of the Series A Preferred shall be insufficient to permit the payment to such holders of the full preferential amount, then the entire assets and funds of the Corporation legally available for distribution shall be distributed among the holders of the Series A Preferred ratably in proportion to the full amounts to which they would otherwise be respectively entitled.

(3) After payment of the full amounts to the holders of Series A Preferred as set forth above in paragraph (3)(a)(1), any remaining assets of the Corporation shall be distributed pro rata to the holders of the Preferred Stock and Common Stock (in the case of the Preferred Stock, on an "as converted" basis into Common Stock).

(b) For purposes of this Section 3, and unless a majority of the holders of the Series A Preferred affirmatively vote or agree by written consent to the contrary, a Liquidation shall be deemed to include (i) the acquisition of the Corporation by another entity by means of any transaction or series of related transactions (including, without limitation, any reorganization, merger or consolidation) and (ii) a sale of all or substantially all of the assets of the Corporation, unless the Corporation's stockholders of records as constituted immediately prior to such acquisition or sale will, immediately after such acquisition or sale (by virtue of securities issued as consideration for the Corporation's acquisition or sale or otherwise) hold at least fifty percent (50%) of the voting power of the surviving or acquiring entity.

(c) If any of the assets of the Corporation are to be distributed other than in cash under this Section 3, then the board of directors of the Corporation shall promptly engage independent competent appraisers to determine the value of the assets to be distributed to the holders of Preferred Stock or Common Stock. The Corporation shall, upon receipt of such appraiser's valuation, give written notice to each holder of shares of Preferred Stock or Common Stock of the appraiser's valuation.

(4) Voting Rights. Except as otherwise required by law, the holders of Series A Preferred and the holders of Common Stock shall be entitled to notice of any stockholders' meeting and to vote as a single class upon any matter submitted to the stockholders for a vote as follows: (i) the holders of Series A Preferred shall have one vote for each full share of Common Stock into which a share of such series would be convertible on the record date for the vote, or, if no such record date is established, at the date such vote is taken or any written consent of stockholders is solicited; and (ii) the holders of Common Stock shall have one vote per share of Common Stock held as of such date.

(5) Covenants. In addition to any other rights provided by law, the Corporation shall not, without first obtaining the affirmative vote or written consent of the holders of a majority of the outstanding shares of Series A Preferred, do any of the following:

(1) take any action which would either alter, change or affect the rights, preferences, privileges or restrictions of the Series A Preferred or increase the number of shares of such series authorized hereby or designate any other series of Preferred Stock;

(2) increase the size of any equity incentive plan (s) or arrangements;

(3) make fundamental changes to the business of the Corporation;

(4) make any changes to the terms of the Series A Preferred or to the Corporation's Articles of Incorporation or Bylaws, including by designation of any stock;

(5) create any new class of shares having preferences over or being on a parity with the Series A Preferred as to dividends or assets, unless the purpose of creation of such class is, and the proceeds to be derived from the sale and issuance thereof are to be used for, the retirement of all Series A Preferred then outstanding;

- (6) accurate any indebtedness in excess of \$1,000,000;
- (7) make any change in the size or number of authorized directors;
- (8) repurchase any of the Corporation's Common Stock;
- (9) sell, convey or otherwise dispose of, or create or incur any mortgage, lien, charge or encumbrance on or security interest in or pledge of, or sell and leaseback, all or substantially all of the property or business of the Corporation or more than 50% of the stock of the Corporation;
- (10) make any payment of dividends or other distributions or any redemption or repurchase of common stock or options or warrants to purchase common stock of the Corporation which would frustrate the right of the Series A Preferred to its cumulative dividend; or
- (11) make any sale of additional Preferred Stock.

(6) Reissuance. No share or shares of Series A Preferred acquired by the Corporation by reason of conversion, all such shares thereafter shall be returned to be the status of unissued shares of Series A Preferred of the Corporation.

(7) Directors. The holders of Series A Preferred and Common Stock voting together as a class shall be entitled to elect the directors comprising the Board of Directors (and to fill any vacancies with respect thereto).

Series B Convertible Preferred Stock

(1) Designation and Rank. The series of Preferred Stock shall be designated the "*Series B Convertible Preferred Stock*" ("Series B Preferred") and shall consist of 2,000,000 shares. The Series B Preferred is authorized by the Board of Directors of this Corporation and shall be senior to the common stock.

(2) Conversion into Common Stock.

- a. Right to Convert. Each share of Series B Preferred shall be convertible, at the option of the holder thereof, at any time after the date of issuance (the "Conversion Date") into common stock at a price equal to 95% of the common stock's closing bid price on the day prior to conversion (the "Conversion Ratio"). The calculation is based on the agreement that each share of Series B Preferred is equivalent to \$1.00 face value upon conversion.
- b. Mechanics of Conversion. Before any holder shall be entitled to convert, he shall surrender the certificate or certificates representing Series B Preferred to be converted, duly endorsed or accompanied by proper instruments of transfer, at the office of the Corporation or of any transfer agent, and shall give written notice to the Corporation at such office that he elects to convert the same. The

Corporation shall, as soon as practicable thereafter, issue a certificate or certificates for the number of shares of Common Stock to which the holder shall be entitled. The Corporation shall, as soon as practicable after delivery of such certificates, or such agreement and indemnification in the case of a lost, stolen or destroyed certificate, issue and deliver to such holder of Series B Preferred a certificate or certificates for the number of shares of Common Stock to which such holder is entitled as aforesaid and a check payable to the holder in the amount of any cash amounts payable as the result of a conversion into fractional shares of Common Stock. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the shares of Series B Preferred to be converted.

- c. Adjustment to Conversion Ratio.
- d. Merger or Reorganization. In case of any consolidation or merger of the Corporation as a result of which holder of Common Stock become entitled to receive other stock or securities or property, or in case of any conveyance of all or substantially all of the assets of the Corporation to another corporation, the Corporation shall mail to each holder of Series B Preferred at least thirty (30) days prior to the consummation of such event a notice thereof, and each such holder shall have the option to either (i) convert such holder's shares of Series B Preferred into shares of Common Stock pursuant to this Section 2 and thereafter receive the number of shares of stock or other securities or property to which a holder of the number of shares of Common Stock of the Corporation deliverable upon conversion of such Series B Preferred would have been entitled upon such consolidation, merger or conveyance, or (ii) exercise such holder's rights pursuant to Section 3(a). Unless otherwise set forth by the Board of Directors, the Conversion Ratio shall not be affected by a stock dividend or subdivision (stock split) on the Common Stock of the Corporation, or a stock combination (reverse stock split) or stock consolidation by reclassification of the Common Stock. However, once the Series B Preferred has been converted to Common Stock, it shall be subject to all corporate actions that affect or modify the common stock.
- e. No Impairment. The Corporation will not, by amendment of its Articles of Incorporation, this Certificate of Designation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Section 3 and in the taking of all such action as may be necessary or appropriate in order to protect the Conversion Rights of the holders of the Series B Preferred against impairment.
- f. Certificate as to Adjustments. Upon the occurrence of each adjustment or readjustment of the Conversion Ratio of the Series B Preferred pursuant to this Section 2, the Corporation at its expense shall promptly compute such adjustment or readjustment in accordance with the terms hereof and furnish to

each holder of Series B Preferred a certificate setting forth such adjustment or readjustment and the calculation on which such adjustment or readjustment is based. The Corporation shall, upon the written request at any time of any holder of Series B Preferred, furnish or cause to be furnished to such holder a like certificate setting forth (i) such adjustment and readjustment, (ii) the Conversion Ratio for the Series B Preferred at the time in effect and (iii) the number of shares of Common Stock and the amount, if any, of other property which at the time would be received upon the conversion of the Series B Preferred.

- g. Notice of Record Date. In the event of any taking by the Corporation of a record of the holders of any class of securities for the purpose of determining the holders thereof who are entitled to receive any dividend (other than a cash dividend which is the same as cash dividends paid in previous quarter) or other distribution, the Corporation shall mail to each holder of Series B Preferred at least ten (10) days prior to the date specified herein, a notice specifying the date on which any such record is to be taken for the purpose of such dividend or distribution.
- h. Common Stock Reserve. The corporation shall reserve and keep available out of its authorized but unissued Common Stock such number of shares of Common Stock as shall from time to time be sufficient to effect conversion of the Series B Preferred.

(3) Liquidation Preference. (a) In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary (a "Liquidation"), the assets of the Corporation available for distribution to its stockholders shall be distributed as follows:

(1) The holders of the Series B Preferred shall be entitled to receive, following the holders of the Series A Convertible Preferred Stock, prior to the holders of the other series of Common Stock and prior and in preference to any distribution of the assets or surplus funds of the Corporation to the holders of any other shares of stock of the corporation by reason of their ownership of such stock, an amount equal to \$1.00 per share with respect to each share of Series B Preferred.

(2) If upon occurrence of a Liquidation the assets and funds thus distributed among the holders of the Series B Preferred shall be insufficient to permit the payment to such holders of the full preferential amount, then the entire assets and funds of the Corporation legally available for distribution shall be distributed among the holders of the Series B Preferred ratably in proportion to the full amounts to which they would otherwise be respectively entitled.

(3) After payment of the full amounts to the holders of Series B Preferred as set forth above in paragraph (3)(a)(1), any remaining assets of the Corporation shall be distributed pro rata to the holders of the Preferred Stock and Common Stock (in the case of the Preferred Stock, on an "as converted" basis into Common Stock).

(b) For purposes of this Section 3, and unless a majority of the holders of the Series B Preferred affirmatively vote or agree by written consent to the contrary, a Liquidation shall be deemed to include (i) the acquisition of the Corporation by another entity by means of any transaction or series of related transactions

(including, without limitation, any reorganization, merger or consolidation) and (ii) a sale of all or substantially all of the assets of the Corporation, unless the Corporation's stockholders of records as constituted immediately prior to such acquisition or sale will, immediately after such acquisition or sale (by virtue of securities issued as consideration for the Corporation's acquisition or sale or otherwise) hold at least fifty percent (50%) of the voting power of the surviving or acquiring entity.

(c) If any of the assets of the Corporation are to be distributed other than in cash under this Section 3, then the board of directors of the Corporation shall promptly engage independent competent appraisers to determine the value of the assets to be distributed to the holders of Preferred Stock or Common Stock. The Corporation shall, upon receipt of such appraiser's valuation, give written notice to each holder of shares of Preferred Stock or Common Stock of the appraiser's valuation.

(4) Voting Rights. Except as otherwise required by law, the holders of Series B Preferred shall neither be entitled to notice of any stockholders' meeting nor to vote as a single class upon any matter submitted to the stockholders for a vote.

(5) Covenants. In addition to any other rights provided by law, the Corporation shall not, without first obtaining the affirmative vote or written consent of the holders of a majority of the outstanding shares of Series B Preferred, do any of the following:

(1) take any action which would either alter, change or affect the rights, preferences, privileges or restrictions of the issued and outstanding Series B Preferred or increase the number of shares of such series authorized hereby or designate any other series of Preferred Stock;

(2) make any changes to the terms of the Series B Preferred;

(3) create any new class of shares having preferences over or being on a parity with the Series B Preferred as to dividends or assets, unless the purpose of creation of such class is, and the proceeds to be derived from the sale and issuance thereof are to be used for, the retirement of all Series B Preferred then outstanding;

(4) make any payment of dividends or other distributions or any redemption or repurchase of common stock or options or warrants to purchase common stock of the Corporation which would frustrate the right of the Series B Preferred to its cumulative dividend; or

(6) Reissuance. No share or shares of Series B Preferred acquired by the Corporation by reason of conversion, all such shares thereafter shall be returned to be the status of unissued shares of Series B Preferred of the Corporation.

3. Describe any other material rights of common or preferred stockholders.

None.

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

None.

Item VI: The number of shares or total amount of the securities outstanding for each class of securities authorized.

Common Stock

Period end date:	April 16, 2012
Number of Shares Outstanding:	165,786,620
Number of Shares Authorized:	240,000,000
Public Float:	approximately 162,189,460
Total Number of beneficial Shareholders:	approximately 2
Total Number of Shareholders of Record:	44

Period end date:	December 31, 2011
Number of Shares Outstanding:	165,786,620
Number of Shares Authorized:	240,000,000
Public Float:	approximately 162,189,460
Total Number of beneficial Shareholders:	approximately 2
Total Number of Shareholders of Record:	44

Period end date:	December 31, 2010
Number of Shares Outstanding:	94,186,620
Number of Shares Authorized:	240,000,000
Public Float:	approximately 70,589,460
Total Number of beneficial Shareholders:	approximately 2
Total Number of Shareholders of Record:	42

Period end date:	December 31, 2009
Number of Shares Outstanding:	22,351,831
Number of Shares Authorized:	500,000,000
Public Float:	approximately 2,351,831
Total Number of beneficial Shareholders:	approximately 2
Total Number of Shareholders of Record:	32

Preferred Stock

Series A Convertible Preferred Stock

Period end date:	April 16, 2012
Number of Shares Outstanding:	20,000,000
Number of Shares Authorized:	20,000,000
Public Float:	0
Total Number of beneficial Shareholders:	2
Total Number of Shareholders of Record:	2

Period end date:	December 31, 2011
Number of Shares Outstanding:	20,000,000
Number of Shares Authorized:	20,000,000
Public Float:	0

Total Number of beneficial Shareholders:	2
Total Number of Shareholders of Record:	2
Period end date:	December 31, 2010
Number of Shares Outstanding:	16,000,000
Number of Shares Authorized:	20,000,000
Public Float:	0
Total Number of beneficial Shareholders:	2
Total Number of Shareholders of Record:	2

* Series A Convertible Preferred Stock was authorized on November 12, 2010

Series B Convertible Preferred Stock

Period end date:	April 16, 2012
Number of Shares Outstanding:	0
Number of Shares Authorized:	2,000,000
Public Float:	n/a
Total Number of beneficial Shareholders:	n/a
Total Number of Shareholders of Record:	n/a

Period end date:	December 31, 2011
Number of Shares Outstanding:	0
Number of Shares Authorized:	2,000,000
Public Float:	n/a
Total Number of beneficial Shareholders:	n/a
Total Number of Shareholders of Record:	n/a

Period end date:	December 31, 2010
Number of Shares Outstanding:	0
Number of Shares Authorized:	2,000,000
Public Float:	n/a
Total Number of beneficial Shareholders:	n/a
Total Number of Shareholders of Record:	n/a

* Series B Convertible Preferred Stock was authorized on November 12, 2010

Note: Pursuant to the Plan of Exchange with MCC, 1,600,000 shares of Series B Convertible Preferred Stock will be issued to Dutchess Private Equities Fund, LP in 2012.

Part C: Business Information

Item VII: The name address of the transfer agent

Guardian Register & Transfer, Inc.
7951 SW 6th Street Suite 216
Plantation, FL 33324

Note: Guardian Registrar & Transfer, Inc. is a registered transfer agent with the SEC.

Item VIII: The nature of the issuer's business

Business Development: Unity Management Group is a health services company, designed to provide quality medical equipment and physician practice management products and services through its four subsidiary companies: Metropolitan Computing Corporation, United Healthcare Solutions, Unity Technologies Inc., and United Business Services.

Metropolitan Computing Corporation (MCC), located in East Hanover, N.J. is a leader in instrumentation, data acquisition systems, high-speed production tablet press replication and tablet press control systems for the pharmaceutical industry, having earned its reputation for technical excellence, quality service and client satisfaction. It was established in 1985 to serve companies that required outside help in technical programming. In 1986, Warner-Lambert commissioned MCC to create the first PC-based Tablet Press monitor in history. Today, MCC is an industry recognized expert in precision instrumentation, specializing in solid dosage form equipment.

Unity Business Services is a development stage company planning to provide full service practice management, including: offering practice management, billing, staffing, contracting, licensing, credentialing, accounting, and solutions for practice start ups or new practices, as well as marketing techniques, HIPPA compliance, and consulting for physicians, and hospitals.

Unity Technologies Inc., a development stage company, is planning to offer a complete software solution, containing billing, electronic medical records, and electronic health records for physician's offices, and hospitals.

United Healthcare Solutions, a development stage company, is being designed to provide a medical, vision and dental discount plan, PPO network, and an HMO targeted for acquisition in Nevada, and looking to expand nationwide.

At the present time, revenues are being generated solely through MCC.

New Acquisition:

On October 26, 2010, the Company entered into a Plan of Exchange agreement (the "POE") between and among the Company, Metropolitan Computing Corp., a New Jersey Corporation ("MCC"), the shareholders of MCC ("MCC Shareholders"), and Dutchess Private Equities Fund Ltd., a Cayman Islands Exempt Company ("Dutchess").

Pursuant to the terms of the POE, the Company desires to acquire MCC and MCC Shareholders desire that MCC be acquired by the Company in the manner described herein.

The Company will acquire 100% of the capital stock of MCC from Dutchess in exchange for total consideration of \$1,600,000 (the "Exchange Price"). The Exchange Price shall be paid as follows:

The Company shall issue the Company's Preferred Stock in the amount of \$1,600,000 to Dutchess at the equivalent value on a fully converted basis according to the conversion right designated by the Certificate of Amendment to the Articles of Incorporation of the Company. The Preferred Stock is payable at Closing and is convertible into Common Stock anytime after issuance at a price equal to 95% of the closing bid price of UYMG Common Stock on the day prior to conversion. The Company shall file a registration statement with the United States Securities and Exchange Commission (the "SEC") covering shares of the Company's Common Stock underlying the Preferred Stock no later than 60 days following the Closing of this transaction.

The transactions qualify and meet the Internal Revenue Code requirements for a tax free reorganization, in which there is no corporate gain or loss recognized by the Company, with reference to Internal Revenue Code (IRC) sections 354 and 368. Upon the Closing, MCC will become a wholly-owned subsidiary of the Company.

Metropolitan Computing Corporation (MCC), located in East Hanover, N.J. is a leader in instrumentation, data acquisition systems, high-speed production tablet press replication and tablet press control systems for the pharmaceutical industry, having earned its reputation for technical excellence, quality service and client satisfaction. It was established in 1985 to serve companies that required outside help in technical programming. In 1986, Warner-Lambert commissioned MCC to create the first PC-based Tablet Press monitor in history. Today, MCC is an industry recognized expert in precision instrumentation, specializing in solid dosage form equipment.

Markets Served

MCC specializes in pharmaceutical instrumentation for product development and production. Our major fields of expertise are computerization, instrumentation, process monitoring, optimization, and control. Across North America and worldwide, we offer Windows-based products for research, scale-up, and production facilities.

Technologies

MCC custom-made transducers measure force, torque, speed, distance, temperature, moisture, pressure, and displacement. Our software engineers continuously develop and enhance data acquisition and control systems for tablet presses, mixers, roller-compactors, encapsulators, mills, extruders, kettles, fluid bed granulators, conventional dryers, and tablet coating machines.

Technical Services

MCC is composed of highly skilled engineers and technicians dedicated to providing state-of-the-art products and services. Our engineers are always available for technical support, and our technicians work alongside customer technical staff during installation to ensure that everything meets client specifications. Much of our long distance technical support is done instantly via high-speed modem. In addition, we provide calibration services, validation, unlimited on-site training and customized software development.

1. The form of organization of the issuer:

Nevada C Corporation.

2. The year that the issuer (or any predecessor) was organized:

The Company was incorporated in the State of Nevada on April 10, 1998 as Tiberon Resources Ltd.

3. The issuer's fiscal year end date:

December 31

4. Whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding:

The Company has never been in bankruptcy or receivership.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets:

On May 31, 2007, the Company completed a stock exchange transaction with the equity owners of Xi'an Si Jian Wen Hua Chuan Bo Co. Ltd. ("Si Jian"), whereby 40,000,000 shares of the Company's common stock were issued to the equity owners of Si Jian in exchange for 100% of the equity ownership in Si Jian. Si Jian was organized and existing under the laws of the Peoples' Republic of China (the "PRC") on March 9, 2006. As a result of the stock exchange, the former owners of Si Jian owned approximately 98% of the issued and outstanding shares of the Company. Si Jian was an integrative commercial platform of cultural entertainment and instruction in the People's Republic of China ("PRC"). Si Jian focused on organizing and investing in large cultural exchange activities between the United States and PRC. The goal of Si Jian was to command first-class, proven international teams of artistic talents and experienced entertainment managers.

On January 6, 2009 Access Beverage, Inc. acquired the Company through a reverse merger acquisition. Access Beverage Inc. was engaged in the manufacture, marketing and sale of wine and spirit brands in the United States, with future brands planned for launch in China and Russia. Its brands include the wines Le Snoot™, Mardi Gras™, Bees Knees™, as well as Simply RAW Vodka™. The company distributed its products through wholesale distributors as well as beverage alcohol control agencies in the United States.

On April 20, 2009 a Default Notice was issued to Access Beverage, Inc. The Company defaulted on the loan payment of \$135,000 to Mr. Guoqiang Zhan ("Mr. Zhan") pursuant to the terms and conditions of a certain promissory note and pledge agreement entered into on December 12, 2008. Mr. Zhan had provided a short term business loan to help secure financing for purchase of a majority position in the company. The loan was collateralized by a majority position in the company and upon default on the obligation to repay the \$135,000 control was automatically transferred and returned to Mr. Zhan.

Upon default and as of April 21, 2009 the collateral of 40,734,000 pledged shares of the Company's common stock had been transferred to Mr. Zhan, resulting in new ownership of the Company. The officers and directors of the Company were relieved of their duties and Mr. Zhan was appointed President and Director.

On June 18, 2009, the Company entered into a Plan of Exchange agreement (the "Plan of Exchange") between and among the Company, Guangzhou Du Ye Trading Company Ltd., a corporation organized under the laws of the Peoples' Republic of China ("Du Ye"), the shareholders of Du Ye ("Du Ye Shareholders") and Mr. Zhan.

Pursuant to the terms of the Plan of Exchange, the Company acquired 100% of the capital stock of Du Ye in exchange for the issuance by the Company of 60,000,000 new shares of Common Stock to Du Ye, which gave Du Ye an interest in the Company representing approximately 96.4% of the then issued and outstanding shares on a dilutive basis. The parties intended that the transactions qualified and met the Internal Revenue Code requirements for a tax-free reorganization, in which there was no corporate gain or loss recognized by the parties, with reference to Internal Revenue Code (IRC) sections 354 and 368.

Company and Du Ye were hereby reorganized, such that the Company acquired 100% the capital stock of Du Ye, and Du Ye became a wholly-owned subsidiary of the Company.

On October 28, 2009, the Company entered into an Agreement (the "Agreement") between and among the Company and Ms. Wanwen Su, an individual ("Buyer"), pursuant to which the Buyer acquired 100% of the total assets of \$12,881 from the Company. As a result of the transactions consummated at the closing, the purchase gave the Buyer a 'controlling interest' in Du Ye, and Du Ye was no longer a wholly-owned subsidiary of the Company.

On November 2, 2009, the Company completed a Plan Of Reorganization with the equity owners of United Healthcare Solutions, Inc., a corporation duly organized under the laws of the State of Nevada (hereinafter the "UHC"), pursuant to which, the Stockholders of UHC received 60,000,000 shares of the Company's Common Stock from the Company's Stockholder, of which 40,000,000 shares were retired back to the treasury, and the stockholders of UHC transferred their shares of UHC to the Company. The Company continued as the surviving corporation and UHC became a wholly-owned subsidiary of UAPI. As a result of the reorganization, the former owners of UHC owned approximately 89.5% of the issued and outstanding shares of the Company. UHC is a Practice Management Company working with practice groups to help achieve their goals in a timely manner

On October 26, 2010, the Company entered into a Plan of Exchange agreement (the "POE") between and among the Company, Metropolitan Computing Corp., a New Jersey Corporation ("MCC"), the shareholders of MCC ("MCC Shareholders"), and Dutchess Private Equities Fund Ltd., a Cayman Islands Exempt Company ("Dutchess").

Pursuant to the terms of the POE, the Company desired to acquire MCC and MCC Shareholders desired that MCC be acquired by the Company in the manner described herein.

The Company would acquire 100% of the capital stock of MCC from Dutchess in exchange for total consideration of \$1,600,000 (the "Exchange Price"). The Exchange Price shall be paid as follows:

The Company shall issue the Company's Preferred Stock in the amount of \$1,600,000 to Dutchess at the equivalent value on a fully converted basis according to the conversion right designated by the Certificate of Amendment to the Articles of Incorporation of the Company. The Preferred Stock is payable at Closing and is convertible into Common Stock anytime after issuance at a price equal to 95% of the closing bid price of UMYG Common Stock on the day prior to conversion. The Company shall file a registration statement with the United States Securities and Exchange Commission (the "SEC") covering shares of the Company's Common Stock underlying the Preferred Stock no later than 60 days following the Closing of this transaction.

The transactions qualify and meet the Internal Revenue Code requirements for a tax free reorganization, in which there is no corporate gain or loss recognized by the Company, with reference to Internal Revenue Code (IRC) sections 354 and 368. Upon the Closing, MCC will become a wholly-owned subsidiary of the Company.

6. Any increase of 10% or more of the same class of outstanding equity securities:

On June 18, 2009, 1,200,000,000 shares of common stock were issued in connection with a Plan of Exchange with Guangzhou Du Ye Trading Company Ltd., a corporation organized under the laws of the Peoples' Republic of China.

On April 13, 2011, 48,000,000 shares of common stock were issued for settlement of partial note in an amount of \$9,000. The conversion price of \$.0002 per share was deemed reasonable and authorized by the Board of Directors on the grant date.

On September 15, 2011, 34,600,000 shares of common stock were issued for settlement of partial note in an amount of \$6,920. The conversion price of \$.0002 per share was deemed reasonable and authorized by the Board of Directors on the grant date.

7. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

On October 9, 2008, the Board of Directors of the Company approved a 100 to 1 Reverse Split, effective November 5, 2008.

On April 28, 2009, the Board of Directors of the Company approved a 300 to 1 Reverse Split, effective June 12, 2009.

On November 20, 2009, the Board of Directors of the Company approved a 1 to 20 forward split, effective January 15, 2010.

10. Any de-listing of the issuer's securities by any securities exchange or deletion from the OTC:

None.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved:

The Company became aware in early April 2012, of a default judgment in the Superior Court of New Jersey, Middlesex County, against "Access Beverage Inc. Unity Auto Parts & James Moeller" in the amount of \$730,906.30 (Case Number L623309). The Company has not ascertained if this judgment is a bona fide liability against the Company and, as such, the financial statements for the period ending December 31, 2011, do not account for this possible judgment. The Company will determine its liability, if any, in respect of this default judgment and make any required amendments to the financial statements for December 31, 2011.

B. Business of Issuer.

1. The issuer's primary and secondary SIC Codes:

Primary: 3826 Laboratory Analytical Equipment

Secondary: 6324 Hospital and Medical Service Plans

2. If the issuer has never conducted operations, is in the development stage, or is currently conducting operations:

The Company is currently conducting operations.

3. If the issuer is considered a "shell company" pursuant to Securities Act Rule 405:

The Company is not now and has never been a "shell company" as that term is defined in Rule 405 of the Securities Act.

4. The names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement.

Wholly-owned subsidiary:

a) United Healthcare Solutions, Inc., the Financial Statements of which are included in the consolidated financial statements as of September 30, 2010;

b) Metropolitan Computing Corp., the Financial Statements of which are not included in the consolidated financial statements as of September 30, 2010 since the transaction was completed during the fourth quarter of 2010.

5. The effect of existing or probable governmental regulations on the business:

None.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers.

Essentially all of the Company's time and efforts were spent on development activities over the past two fiscal years until the acquisition of the MCC subsidiary during the fourth quarter of 2010. No money has been spent on R&D during the fourth quarter of 2011.

7. Costs and effects of compliance with environmental laws (federal, state and local):

None.

8. The number of total employees and number of full-time employees.

The Company presently has approximately 5 employees.

Item IX: The nature of products or services offered.

Metropolitan Computing Corporation (MCC), located in East Hanover, N.J. is a leader in instrumentation, data acquisition systems, high-speed production tablet press replication and tablet press control systems for the pharmaceutical industry, having earned its reputation for technical excellence, quality service and client satisfaction. It was established in 1985 to serve companies that required outside help in technical programming. In 1986, Warner-Lambert commissioned MCC to create the first PC-based Tablet Press monitor in history. Today, MCC is an industry recognized expert in precision instrumentation, specializing in solid dosage form equipment.

Unity Business Services is a development stage company planning to provide full service practice management, including: offering practice management, billing, staffing, contracting, licensing, credentialing, accounting, and solutions for practice start ups or new practices, as well as marketing techniques, HIPPA compliance, and consulting for physicians, and hospitals.

Unity Technologies Inc., a development stage company, is planning to offer a complete software solution, containing billing, electronic medical records, and electronic health records for physician's offices, and hospitals.

United Healthcare Solutions, a development stage company, is being designed to provide a medical, vision and dental discount plan, PPO network, and an HMO targeted for acquisition in Nevada, and looking to expand nationwide.

At the present time, revenues are being generated solely through MCC.

Markets Served

MCC specializes in pharmaceutical instrumentation for product development and production. Our major fields of expertise are computerization, instrumentation, process monitoring, optimization, and control. Across North America and worldwide, we offer Windows-based products for research, scale-up, and production facilities.

Technologies

MCC custom-made transducers measure force, torque, speed, distance, temperature, moisture, pressure, and displacement. Our software engineers continuously develop and enhance data acquisition and control systems for tablet presses, mixers, roller-compactors, encapsulators, mills, extruders, kettles, fluid bed granulators, conventional dryers, and tablet coating machines.

Technical Services

MCC is composed of highly skilled engineers and technicians dedicated to providing state-of-the-art products and services. Our engineers are always available for technical support, and our technicians work alongside customer technical staff during installation to ensure that everything meets client specifications. Much of our long distance technical support is done instantly via high-speed modem. In addition, we provide calibration services, validation, unlimited on-site training and customized software development.

1. Status of any publicly announced new product or service: None, as of this date.
2. Competitive business conditions, the Issuer's competitive position in the industry, and methods of competition:

There is intense competition in all levels in the fields in which the Company intends to operate, conducted by major corporations with larger staffs and financial resources than the Company.

3. Sources and availability of raw materials and the names of principal suppliers: N/A
4. Dependence on one or a few major customers: N/A
5. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration:

MCC and Presster are trademarks of MCC.

6. The need for any government approval of principal products or services. Discuss the status of any requested government approvals.

The Issuer does not require governmental approval of principal products or services.

Item X: The nature and extent of the issuer's facilities.

The Company presently leases offices at 6 Great Meadow Lane East Hanover, New jersey 07936

Part D: Management Structure and Financial Information

Item XI: The name of the chief executive officer, members of the board of directors, as well as control persons.

President and Chief Executive Officer

- A. Full Name: Michael Oliver
- B. Business Address: Great Meadow Lane East Hanover, New Jersey 07936
- C. Employment history: From 2007 to 2009, Mr. Oliver worked as the Office Manager and Personal Assistant to the Owner of Emergency Services of Miami. Prior to which, Mr. Oliver was the Computer Technician and Clerical Administrator of AAR Landing Gear Service. From 2002 to 2005 Mr. Oliver owned and was the processor at Oliver's Marketing and Consulting.
- D. Board memberships and other affiliations: N/A
- E. Compensation by the issuer: \$65,000 per year
- F. Number and class of issuer's securities beneficially owned:

12,000,000 shares of Series A Convertible Preferred Stock

A. Legal/Disciplinary History

- 1. Conviction in a criminal proceeding or named as a defendant in a criminal proceeding: None.
- 2. Entry of an order, judgment, or decree, not reversed, suspended or vacated that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or bank activities: None.
- 3. A finding or judgment by a court (in civil action), the SEC, the Commodity Futures trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law: None.
- 4. The entry of an order by a self regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities: None.

B. Disclosure of Family Relationships. There are no family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of any class of the issuer's equity securities: None

C. Disclosure of Related Party Transactions. There are no related party transactions within the last two full fiscal years and the current fiscal years: None

D. Disclosure of Conflicts of Interest. There are no conflicts of interest: None

Item XII: Financial information for the issuer's most recent fiscal period.

Attached hereto as Exhibit A are the consolidated balance sheet, consolidated statement of income, consolidated statement of cash flows, consolidated statement of changes in stockholders' equity, and financial notes for the years ended December 31, 2011 and 2010.

Item XIII: Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

The consolidated balance sheets, consolidated statements of income, consolidated statements of cash flows, consolidated statement of changes in stockholders' equity, and financial notes for the fiscal years ended December 31, 2010 and December 31, 2009 were filed previously.

Item XIV: Beneficial Owners

1. Michael A. Oliver, 6 Great Meadow Lane East Hanover, New Jersey 07936:
12,000,000 shares of Series A Convertible Preferred Stock

Item XV: The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

1. Investment Banker: The Company has not presently engaged an investment banker.
2. Promoters: The Company has not presently engaged any promoters. The Company is in the process of interviewing several reputable firms and expects to engage a firm during the nine months ended September 30, 2011.
3. Counsel:
(General Legal Counsel and SEC Counsel):
Paul Richter
3901 Dominion Townes Circle
Richmond, VA 23223
Office: 804-644-2182
4. Accountant or Auditor: The Company's in-house accountants prepare all unaudited financial information. The Company does not presently have an auditor engaged.
5. Public Relations Consultant(s): The Company has not presently engaged any public relations consultants. The Company is in the process of interviewing several reputable firms and expects to engage a firm during the first quarter of 2012.

6. Investor Relations Consultant: The Company has not presently engaged any investor relations consultant. The Company is in the process of interviewing several reputable firms and expects to engage a firm during the first quarter of 2012.
7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement:

Greentree Financial Group, Inc.
Attn: R. Chris Cottone
7951 Southwest 6th Street, Ste 216
Plantation, Florida 33324
(954) 424-2345 Office
(954) 424-2230 Fax

Item XVI: Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation: Issuer's Plan of Operation for the next twelve months.

The Company's primary business operations are counseled through its MCC subsidiary which is located in East Hanover, New Jersey. The Company maintains a secondary administrative office located in Miami Lakes, Florida. The Company currently employs approximately 7 full-time employees and expects to hire 2-3 additional sales related employees over the next twelve months.

Metropolitan Computing Corporation (MCC) is a leader in instrumentation, data acquisition systems, high-speed production tablet press replication and tablet press control systems for the pharmaceutical industry, having earned its reputation for technical excellence, quality service and client satisfaction. It was established in 1985 to serve companies that required outside help in technical programming. In 1986, Warner-Lambert commissioned MCC to create the first PC-based Tablet Press monitor in history. Today, MCC is an industry recognized expert in precision instrumentation, specializing in solid dosage form equipment.

The Company plans to grow revenue for MCC over the next twelve months includes hiring 2-3 additional sales employees to market its products and services to newer laboratories and pharmaceutical manufacturers which is a relatively untapped market. We expect only a marginal increase in expenses since the additional payroll related expenses will be somewhat offset by a decrease in operating expenses during 2012.

Unity Business Services (UBS) is a development stage company planning to provide full service practice management, including: offering practice management, billing, staffing, contracting, licensing, credentialing, accounting, and solutions for practice start ups or new practices, as well as marketing techniques, HIPPA compliance, and consulting for physicians, and hospitals.

The Company plans to increase spending on UBS during 2012 to approximately \$100,000 to complete the software management system, create an interactive website and begin to test market the application. As a practical matter, we will jointly develop this system with our UTI subsidiary since there is much functional overlay. We do not expect a material amount of sales during 2012.

Unity Technologies Inc. (UTI), a development stage company, is planning to offer a complete software solution, containing billing, electronic medical records, and electronic health records for physician's offices, and hospitals.

The Company plans to increase spending on UTI during 2012 to approximately \$75,000 to complete the software management system, create an interactive website and begin to test market the application. As a practical matter, we will jointly develop this system with our UBS subsidiary since there is much functional overlay. We do not expect a material amount of sales during 2012.

United Healthcare Solutions (UHS), a development stage company, is being designed to provide a medical, vision and dental discount plan, PPO network, and an HMO targeted for acquisition in Nevada, and looking to expand nationwide.

The Company plans to expand this area of the business during 2012 by acquiring existing PPO/HMO networks that it can utilize for resale to regional insurance carriers. The Company has identified several existing networks that would be open to an acquisition or strategic partnership with the Company. One of the initial networks is located in Nevada. Acquisitions can be costly and the ability to expand this part of the business will largely dependent on available cash resources as well as the ability to work out purchases utilizing conventional financing methods or the Company's common stock.

The Company believes it has enough working capital on hand to maintain its business operations. However, all of the above expansion plans will be dependent on raising additional capital. The Company estimates it will need between \$200,000 and \$1 million over the next twelve months in order to carry out its expansion plans. Additional funds may be secured through conventional debt or through equity offerings of its common or preferred stock.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Results of operations for the years ended December 31, 2011 and 2010

Revenues

We had revenues of \$976,968 and \$243,073 for the years ended December 31, 2011 and 2010, respectively. Our revenues were generated from the sales of Physician Practice Management. The increase by \$733,895, or approximately 301.9% in 2011 was due primarily to sales from MCC

Operating Expenses

Selling, general and administrative expenses were \$521,290 and \$559,703 for the years ended December 31, 2011 and 2010, respectively, which included expenses incurred due to MCC operation and expenses associated with being a publicly traded company. We are now working

to reduce some of our fixed expenses to maintain positive cash flow during 2012. We expect such reduction in fixed expenses will offset the increase in overall expenses resulting from hiring 2-3 new sales employees.

Other Income/Expense

We had loss on extinguishment of convertible debt in amount of \$406,681 for the year ended December 31, 2011, which were in connection with the stock issuance of 91,600,000 shares for settlement of partial note in an amount of \$24,920. The difference between the fair market value and the conversion price was recognized as loss on extinguishment of convertible debt.

For the year ended December, 2010, we had loss on extinguishment of convertible debt in amount of \$448,795 and a gain of \$131,128 in debt forgiveness in connection with the extinguishment of a related party note, resulting in net loss of \$317,667.

Operating Activities

We had net cash of \$364,810 and \$85,883 used in operating activities during the years ended December 31, 2011 and 2010, respectively. Negative cash flows from operation during the year of 2011 was due primarily to the net loss of \$463,407, plus the increase in inventory in an amount of \$344,181, and the decrease in salaries payable by \$112,733, partially offset by the decrease in accounts receivable by \$38,490, the increase in taxes payable by \$77,958, and the non-cash loss of \$406,681 on extinguishment of convertible debt. We issued 91,600,000 shares of common stock for settlement of partial note in an amount of \$24,920. Comparatively, negative cash flows from operation during the year of 2010 was due to the net loss of \$751,076.

Investing Activities

Cash used in investing activities mainly consists of capital expenditures, expenditures for property, plant, and equipment.

Net cash used in investing activities was \$1,573 and \$2,140 for the years ended December 31, 2011 and 2010, respectively, due primarily to purchase of property and equipment in both years.

Financing Activities

Net cash provided by financing activities was \$363,328 and \$83,373 for the years ended December 31, 2011 and 2010, respectively. Positive cash flows from financing activities during the year of 2011 were due primarily to the proceeds from notes payable in an amount of \$403,195, of which \$199,514 was from related parties, offset by the repayments of \$39,867 to the bank loans. Comparatively, positive cash flows during the year of 2010 were due to the proceeds from related parties' loan, offset by the repayments of \$29,483 to the bank loans.

As of December 31, 2011, we had an accumulated working capital deficit of \$1,797,715. We plan to address this in the year of 2012 attempting to convert certain notes and salaries payable into common stock of the Company. We still may fall short of needed capital in which case we anticipate covering our working capital deficit either through positive cash flow generated from MCC or through additional capital raising through conventional debt or through equity transactions.

C. Off-Balance Sheet Arrangements: None

Part E: Issuance History

Item XVIII: List of securities offerings and shares issued for services in the past two years.

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year.

Between January 1, 2009 and December 31, 2009:

Restricted Common Shares Issuance:

Number of shares issued: 0
Legend: Rule 144

Between January 1, 2010 and December 31, 2010:

Restricted Common Shares Issuance:

Number of shares issued: 29,710,153
Legend: Rule 144

Restricted Common Shares Cancellation:

Number of shares cancelled: 380,000,000
Legend: Rule 144

Between January 1, 2011 and December 31, 2011

Restricted Common Shares Issuance:

Number of shares issued: 91,600,000
Legend: Rule 144

Restricted Common Shares Cancellation:

Number of shares cancelled: 20,000,000
Legend: Rule 144

Between January 1, 2012 and Present:

Restricted Common Shares Issuance:

Number of shares issued: 0
Legend: Rule 144

Part F: Exhibits

Exhibit A – Unaudited Condensed Consolidated Financial Statements for the years ended December 31, 2011 and 2010.

Item XVIII: Material Contracts:

There are presently no material contracts made in the ordinary course of business.

Item XIX: Articles of Incorporation and Bylaws.

Filed previously.

Item XX: Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

None.

Item XXI: Issuer's Certifications.

I, Michael Oliver, certify that:

1. I have reviewed this Information and Disclosure Statement of Unity Management Group, Inc.
2. Based on my knowledge, this Information and Disclosure Statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Information and Disclosure Statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Information and Disclosure Statement.

/s/ Michael Oliver

Dated: April 17, 2012

Michael Oliver, President

Exhibit A

Mychael, please INSERT Unaudited Condensed Consolidated Financial Statements for the years ended December 31, 2011 and 2010.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

Index to Unaudited Condensed Consolidated Financial Statements

	Pages
Unaudited Condensed Consolidated Balance Sheets	1
Unaudited Condensed Consolidated Statements of Operations	2
Unaudited Condensed Consolidated Statements of Cash Flows	3
Unaudited Condensed Consolidated Statement of Stockholders' Equity	4
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UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
Condensed Consolidated Balance Sheets
As of December 31, 2011 and 2010
(UNAUDITED)

ASSETS	2011	2010
CURRENT ASSETS		
Cash and cash equivalents	\$ -	\$ -
Accounts receivable	212,530	251,020
Inventories	431,342	87,161
Employee advance	-	400
TOTAL CURRENT ASSETS	<u>643,872</u>	<u>338,581</u>
FIXED ASSETS		
Property, plant, and equipment, net of depreciation	19,914	32,896
NET FIXED ASSETS	<u>19,914</u>	<u>32,896</u>
OTHER ASSETS		
Goodwill	1,546,290	1,546,290
Security deposits assets	1,470	2,215
TOTAL OTHER ASSETS	<u>1,547,760</u>	<u>1,548,505</u>
TOTAL ASSETS	<u>\$ 2,211,546</u>	<u>\$ 1,919,982</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Cash overdraft	\$ 3,453	\$ 398
Accounts payable	145,106	135,310
Current portion of bank loan	106,631	146,498
Notes payable - related parties	128,384	49,695
Due to shareholders	158,852	62,947
Interest payable	37,876	37,876
Salaries payable	87,637	200,370
Payroll tax payable	94,678	16,720
Preferred stock to be issued	1,600,000	1,600,000
Other payables and accrued expenses	78,970	72,084
TOTAL CURRENT LIABILITIES	<u>2,441,587</u>	<u>2,321,898</u>
LONG-TERM LIABILITIES		
Notes payable	203,681	-
TOTAL LONG-TERM LIABILITIES	<u>203,681</u>	<u>-</u>
TOTAL LIABILITIES	<u>2,645,268</u>	<u>2,321,898</u>
STOCKHOLDERS' (DEFICIT)		
Preferred stock, Series A (par value \$.001, 20,000,000 shares authorized, 20,000,000 and 16,000,000 shares issued and outstanding as of December 31, 2011 and 2010, respectively)	20,000	16,000
Preferred stock, Series B (par value \$.001, 2,000,000 shares authorized, 0 shares issued and outstanding as of December 31, 2011 and 2010, respectively)	-	-
Common stock (par value \$.001, 240,000,000 shares authorized, 165,786,620 and 94,186,620 shares issued and outstanding as of December 31, 2011 and 2010, respectively)	165,787	94,187
Additional paid in capital	2,059,489	1,703,488
Accumulated (deficit)	(2,678,998)	(2,215,591)
TOTAL STOCKHOLDERS' (DEFICIT)	<u>(433,722)</u>	<u>(401,916)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ 2,211,546</u>	<u>\$ 1,919,982</u>

The accompanying notes are an integral part of these financial statements.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Operations
For the Years Ended December 31, 2011 and 2010
(UNAUDITED)

	For the years ended December 31,	
	2011	2010
Revenues		
Sales	\$ 976,968	\$ 243,073
Cost of good sold	495,983	111,223
Gross profits	480,985	131,850
Operating expenses		
Selling, general and administrative expenses	521,290	559,703
Total operating expenses	521,290	559,703
Income (loss) from operations	(40,305)	(427,853)
Other income (expenses)		
Interest income (expenses)	(16,421)	(1,737)
Loss on disposal of fixed assets	-	(3,819)
Loss on extinguishment of convertible debt	(406,681)	(317,667)
Total other income (loss)	(423,102)	(323,223)
Income (loss) before income taxes	(463,407)	(751,076)
Income taxes	-	-
Net Income (Loss)	\$ (463,407)	\$ (751,076)
Earnings (loss) per share		
Basic	\$ (0.00)	**
 Weighted average number of shares outstanding Basic	 139,811,825	 323,141,342

** Less than \$.01

The accompanying notes are an integral part of the financial statements

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
Condensed Consolidated Statements of Cash Flows
For the Years Ended December 31, 2011 and 2010
(UNAUDITED)

	For the years ended December 31,	
	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	\$ (463,407)	\$ (751,076)
Adjustments to reconcile net income (loss) to net cash (used in) operating activities:		
Depreciation	14,555	4,629
Loss on disposal of fixed assets	-	3,819
Loss on extinguishment of convertible debt	406,681	317,667
Changes in operating assets and liabilities:		
Accounts receivable	38,490	31,090
Inventory	(344,181)	-
Employee advance	400	17,500
Prepayment	745	-
Accounts payable	9,796	24,133
Salaries payable	(112,733)	199,671
Taxes payable	77,958	16,720
Other payable and accrued expenses	6,886	49,965
NET CASH (USED IN) OPERATING ACTIVITIES	(364,810)	(85,883)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property, plant, and equipment	(1,573)	(2,140)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	(1,573)	(2,140)
CASH FLOWS FROM FINANCING ACTIVITIES:		
(Repayments) to convertible notes	-	-
Proceeds from (Repayment to) bank loan	(39,867)	(29,483)
Proceeds from notes payable	203,681	-
Proceeds from notes payable - related parties	103,609	49,695
(Repayments) Due to shareholder	95,905	37,111
Contribution to additional paid-in capital	-	26,050
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	363,328	83,373
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(3,055)	(4,650)
CASH AND CASH EQUIVALENTS:		
Beginning of period	(398)	4,252
End of period	<u>\$ (3,453)</u>	<u>\$ (398)</u>
Supplemental disclosure of cash flow information:		
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Non-cash financing activities		
Common stock issued for loan settlement	<u>\$ 24,920</u>	<u>\$ -</u>
Loss on extinguishment of convertible debt	<u>\$ 406,681</u>	<u>\$ -</u>

The accompanying notes are an integral part of these financial statements.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARY
Consolidated Statement of Equity (Deficit)
For the Years Ended December 31, 2011 and 2010
(UNAUDITED)

	Preferred Stock, Series A		Preferred Stock, Series B		Common Stock		Additional Paid-in Capital	Retained Earnings (Deficit)	Total Stockholders' (Deficit)
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance, January 1, 2010	-	\$ -	-	\$ -	444,476,620	\$ 444,477	\$ (467,893)	\$ (163,185)	\$ (186,601)
Common stock issued for debt settlement					2,560,000	2,560	33,940		36,500
Voluntary cancellation of common stock					(220,000,000)	(220,000)	220,000		-
Common stock issued due to loan conversion					27,150,000	27,150	108,600		135,750
Common stock cancelled in exchange for preferred stock	16,000,000	16,000			(160,000,000)	(160,000)	144,000		-
Preferred stock issued for debt settlement							1,600,000		1,600,000
Contribution to additional paid-in capital							-	26,050	26,050
MCC acquisition							-	38,791	(1,301,330)
Net (loss)								(751,076)	(751,076)
Balance, December 31, 2010	16,000,000	\$ 16,000	-	\$ -	94,186,620	\$ 94,187	\$ 1,703,488	\$ (2,215,591)	\$ (401,916)
Common stock issued for debt settlement					9,000,000	9,000	27,000		36,000
Common stock issued for debt settlement					48,000,000	48,000	201,601		249,601
Common stock cancelled in exchange for preferred stock	4,000,000	4,000			(20,000,000)	(20,000)	16,000		-
Common stock issued due to loan conversion					34,600,000	34,600	111,400		146,000
Net (loss)								(463,407)	(463,407)
Balance, December 31, 2011	20,000,000	\$ 20,000	-	\$ -	165,786,620	\$ 165,787	\$ 2,059,489	\$ (2,678,998)	\$ (433,722)

The accompanying notes are an integral part of these financial statements.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—1 ORGANIZATION AND BUSINESS BACKGROUND

Unity Management Group Inc. (the “Company”) was incorporated in the State of Nevada in the name of Tiberon Resources Ltd. on April 10, 1998. On August 11, 2000, the Company changed its name to “ePromo.com, Inc.”; on April 30, 2007, the Company changed its name to “Asia Pacific Entertainment, Inc.”; in January of 2009, the Company changed its name to “Access Beverage Inc.”; on September 22, 2009, the Company changed its name to “Unity Auto Parts, Inc.”; and on January 8, 2010, the Company further changed its name to “Unity Management Group Inc.”

On November 2, 2009, the Company completed a Plan Of Reorganization with the equity owners of United Healthcare Solutions, Inc., a corporation duly organized under the laws of the State of Nevada (hereinafter the “UHC”), the Stockholders of UHC received 1,200,000,000 shares of the Company’s Common Stock from the majority stockholder, of which 800,000,000 shares were retired back to the treasury, and the sole stockholders of UHC transferred their shares of UHC to the Company. The Company continued as the surviving corporation and UHC became a wholly-owned subsidiary of the Company. As a result of the reorganization, the former owners of UHC owned approximately 89.5% of the issued and outstanding shares of the Company. UHC is a Practice Management Company working with practice groups to help achieve their goals in a timely manner.

On October 21, 2010, the Company entered into a Plan of Exchange agreement (the “POE”) between and among the Company, Metropolitan Computing Corp., a New Jersey Corporation (“MCC”), the shareholders of MCC (“MCC Shareholders”), and Dutchess Private Equities Fund Ltd., a Cayman Islands Exempt Company (“Dutchess”). Pursuant to the terms of the POE, the Company acquired 100% of the capital stock of MCC from Dutchess in exchange for total consideration of \$1,600,000, which shall be paid by the Company’s Series B Convertible Preferred Stock at the equivalent value on a fully converted basis according to the conversion right designated by the Certificate of Amendment to the Articles of Incorporation of the Company. Accordingly, the Company filed a Certificate of Amendment to the Articles of Incorporation with the Secretary of State of Nevada to authorize 20,000,000 shares of Series A Convertible Preferred Stock, \$.001 par value, and 2,000,000 shares of Series B Convertible Preferred Stock, \$.001 par value on November 11, 2010. Upon the Closing, MCC became a wholly-owned subsidiary of the Company.

Both the transaction between the Company and UHC and the transaction between the Company and MCC qualified and met the Internal Revenue Code requirements for a tax free reorganization, in which there was no corporate gain or loss recognized by the Company, with reference to Internal Revenue Code (IRC) sections 354 and 368.

The reorganization between the Company and UHC has been accounted for as a reverse acquisition and recapitalization of the Company whereby UHC is deemed to be the accounting acquirer (legal acquiree) and the Company to be the accounting acquiree (legal acquirer). In the transaction between the Company and MCC, the Company is deemed to be both legal acquirer and accounting acquirer. The accompanying condensed consolidated financial statements are in substance those of UHC and MCC, with the assets and liabilities, and revenues and expenses, of the Company being included effective from the date of stock exchange transaction, and date of acquisition, respectively.

Unity Management Group Inc., UHC and MCC are hereinafter referred to as (the “Company”).

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The accompanying consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America under the accrual basis of accounting. All intercompany accounts and transactions have been eliminated.

Use of estimates

In preparing consolidated financial statements in conformity with accounting principles generally accepted in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the dates of the consolidated financial statements, as well as the reported amounts of revenues and expenses during the reporting periods. These accounts and estimates include, but are not limited to, the valuation of trade receivables, inventories, income taxes and the estimation on useful lives of property, plant and equipment. Actual results could differ from these estimates.

Cash and Cash Equivalents

The Company considers all short term investments with a maturity of three months or less when purchased to be cash and equivalents for purposes of the statement of cash flows.

Trade Accounts Receivable

Trade accounts receivable is reported on the balance sheet at gross amounts due to the Company. Management closely monitors outstanding accounts receivable and charges off to expense any balances that are determined to be uncollectible. At December 31, 2011, management of the Company considered all accounts receivable to be fully collectible. Accordingly, there was no allowance for doubtful accounts. Bad debt expense was \$0 for the years ended December 31, 2011 and 2010, respectively.

Inventory

The Company's inventory is comprised of machine components and finished goods. Inventories are valued at the lower of cost of market with cost determined using the average cost method.

Property and Equipment

Property and equipment is stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Maintenance and repairs are expensed as incurred.

Long-Lived Assets

The Company evaluates the recoverability of its fixed assets and other assets in accordance with section 360-10-15 of the FASB Accounting Standards Codification for disclosures about Impairment or Disposal of Long-Lived Assets. Disclosure requires recognition of impairment of long-lived assets in the event the net book value of such assets exceeds its expected cash flows. If so, it is considered to be impaired and is written down to fair value, which is determined based on either discounted future cash flows or appraised values. The Company adopted the statement on inception. No impairments of these types of assets were recognized during the years ended December 31, 2011 and 2010.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Intangible Assets

Intangible assets consist of purchase goodwill, which represents the excess of the fair value of the consideration transferred over the net of the identifiable assets acquired and the liabilities assumed. In accordance with Standards Board Statement of Financial Accounting Standards No. 142, "*Goodwill and Other Intangible Assets*", The Company assesses goodwill for impairment annually. No impairments of goodwill were recognized during the year ended December 31, 2011.

Fair Value of Financial Instruments

The Company's financial instruments are cash and accounts payable. The recorded values of cash and payables approximate their fair values based on their short-term nature.

Revenue Recognition and Cost of Sales

Revenue is recognized when products are completed and shipped. Cost of sales includes all direct production and manufacturing expenses.

Income Taxes

The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statements of operations in the period that includes the enactment date.

Loss Per Share

Net loss per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic loss per share is computed by dividing the net loss by the weighted-average number of common shares outstanding. No diluted loss per share is required to be represented.

Recently Issued Accounting Standards

The Company has reviewed all recently issued, but not yet effective, accounting pronouncements and does not believe the future adoption of any such pronouncements may be expected to cause a material impact on its consolidated financial condition or the consolidated results of its operations.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Recently Issued Accounting Standards (cont'd)

In May 2011, FASB issued Accounting Standards Update No.2011-04, “*Fair Value Measurements (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*” (“ASU 2011-04”). ASU 2011-04 changes the wording used to describe many of the requirements in U.S. GAAP for measuring fair value and for disclosing information about fair value measurements to ensure consistency between U.S. GAAP and IFRS. ASU 2011-04 also expands the disclosures for fair value measurements that are estimated using significant unobservable (Level 3) inputs. This new guidance is to be applied prospectively. The Company anticipates that the adoption of this standard will not materially expand its financial statement note disclosures.

In September 2011, the FASB issued ASU 2011-08 which provides an entity the option to first assess qualitative factors to determine whether it is necessary to perform the current two-step test for goodwill impairment. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test is required. Otherwise, no further testing is required. The revised standard is effective for annual and interim goodwill impairment tests performed for fiscal years beginning after December 15, 2011. We do not expect that the adoption of this standard will have a material impact on our results of operations, cash flows or financial condition.

In December 2011, FASB issued Accounting Standards Update 2011-11, “Balance Sheet - Disclosures about Offsetting Assets and Liabilities” to enhance disclosure requirements relating to the offsetting of assets and liabilities on an entity's balance sheet. The update requires enhanced disclosures regarding assets and liabilities that are presented net or gross in the statement of financial position when the right of offset exists, or that are subject to an enforceable master netting arrangement. The new disclosure requirements relating to this update are retrospective and effective for annual and interim periods beginning on or after January 1, 2013. The update only requires additional disclosures, as such, we do not expect that the adoption of this standard will have a material impact on our results of operations, cash flows or financial condition.

NOTE—3 PROPERTY AND EQUIPEMENT

Property and equipment consists of the following:

Machinery and equipment	\$ 206,801
Less: Accumulated depreciation	<u>(186,887)</u>
	\$ 19,914

NOTE—4 GOODWILL

On October 21, 2010, the Company acquired 100% of the capital stock of MCC, an unrelated party, from Dutchess in exchange for total consideration of \$1,600,000, which shall be paid by the Company's Series B Convertible Preferred Stock at the equivalent value on a fully converted basis according to the conversion right designated by the Certificate of Amendment to the Articles of Incorporation of the Company. Accordingly, the Company recognized goodwill of \$1,546,290 as follows:

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—4 GOODWILL (CONT'D)

Fair value of the consideration transferred	\$1,600,000
Net of identifiable assets acquired and liabilities assumed	<u>(53,710)</u>
Goodwill	\$1,546,290

The goodwill was tested for impairment annually. No impairments of goodwill were recognized during the year ended December 31, 2011.

NOTE—5 BANK LOAN

The Company has a line of credit with PNC Bank at an annual rate of 5%. The current portion on this credit line was \$14,000 as of December 31, 2011.

The Company has a line of credit with Sovereign Bank at an annual rate of 5.49%. The current portion on this credit line was \$79,130 as of December 31, 2011.

The Company has a line of credit with Wells Fargo at an annual rate of 5.75%. The current portion on this line is \$13,500 as of December 31, 2011.

The interest expense was \$8,087 for the year ended December 31, 2011.

NOTE—6 NOTES PAYABLE – RELATED PARTIES

As of December 31, 2011, the Company had notes payable to related parties in an amount of \$128,384, which was to cover partial administrative expense incurred over time and evidenced by a convertible promissory note (the "Note"). Pursuant to the Note, interest will be accrued at the rate of 8% per annum, and the holder has an option to convert all or any portion of the accrued interest and unpaid principal balance of the Note into the common stock of the Company or its successors, at One Cent (\$.01) per share or some other price determined by the Board of Directors as reasonable.

The interest expense was \$8,334 for the year ended December 31, 2011.

On March 11, 2011, the Company issued 9,000,000 shares of common stock to said note holder for settlement of partial note in an amount of \$9,000. The conversion price of \$.001 per share was deemed reasonable and authorized by the Board of Directors on the grant date.

The fair value of this stock issuance was determined using the fair value of the Company's common stock on the grant date, at a market quoted price of \$.004. The difference between the fair market value and the conversion price of \$.001 per share was recognized as loss on extinguishment of convertible debt.

On April 13, 2011, the Company issued 48,000,000 shares of common stock to said note holder for settlement of partial note in an amount of \$9,000. The conversion price of \$.0002 per share was deemed reasonable and authorized by the Board of Directors on the grant date.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—6 NOTES PAYABLE – RELATED PARTIES (CONT'D)

The fair value of this stock issuance was determined using the fair value of the Company's common stock on the grant date, at a market quoted price of \$.0052. The difference between the fair market value and the conversion price of \$.0002 per share was recognized as loss on extinguishment of convertible debt.

On September 15, 2011, the Company issued 34,600,000 shares of common stock to said note holder for settlement of partial note in an amount of \$6,920. The conversion price of \$.0002 per share was deemed reasonable and authorized by the Board of Directors on the grant date.

The fair value of this stock issuance was determined using the fair value of the Company's common stock on the grant date, at a market quoted price of \$.0042. The difference between the fair market value and the conversion price of \$.0002 per share was recognized as loss on extinguishment of convertible debt.

NOTE—7 DUE TO SHAREHOLDERS

Since its inception, the Company's shareholders made several loans to the Company to fund its operations. In addition to the accrued expenses evidenced by the Note (see Note 6), the amount outstanding not evidenced by a promissory note was \$158,852 as of December 31, 2011, which was an oral agreement between the shareholders and the Company and due on demand. No interest was accrued due to the immateriality.

NOTE—8 NOTES PAYABLE – LONG-TERM

As of December 31, 2011, the Company had notes payable of \$203,681 to a vendor in connection with inventory purchase. Pursuant to the agreement, the note bears no interest and due on February 15, 2013. The note is not collateralized.

NOTE—9 PREFERRED STOCK TO BE ISSUED

As of December 31, 2011, the Company had preferred stock to be issued in an amount of \$1,600,000 in connection with a Plan of Exchange agreement ("POE"), dated October 21, 2010, between and among the Company, Metropolitan Computing Corp., a New Jersey Corporation ("MCC"), the shareholders of MCC ("MCC Shareholders"), and Dutchess Private Equities Fund Ltd., a Cayman Islands Exempt Company ("Dutchess").

Pursuant to the terms of the POE, the Company acquired 100% of the capital stock of MCC from Dutchess in exchange for total consideration of \$1,600,000, which shall be paid by the Company's Series B Convertible Preferred Stock at the equivalent value on a fully converted basis according to the conversion right designated by the Certificate of Amendment to the Articles of Incorporation of the Company. In addition, the Preferred Stock is convertible into Common Stock anytime after issuance at a price equal to 95% of the closing bid price of the Company's Common Stock on the day prior to conversion.

UNITY MANAGEMENT GROUP INC. AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2011

NOTE—10 EQUITY TRANSACTION

On September 8, 2011, two of the Company's officers retired 20,000,000 shares of their common stock in exchange for 4,000,000 shares of Series A preferred stock.

NOTE—11 COMMITMENT AND CONTINGENCIES

The Company rented plant, office, and retailing spaces under a 5-year non-cancelable operating lease agreement starting from 2010. Based on the current rental lease agreement, the future four years minimum rental payments required are as follows:

Year ended December 31	Lease payment
2011	\$ 54,000
2012	65,928
2013	65,928
2014	65,928
Total	<u>\$ 251,784</u>

For the year ended December 31, 2011, rental expense was \$53,000.

NOTE—12 GOING CONCERN

These consolidated financial statements have been prepared assuming that Company will continue as a going concern, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future.

As of December 31, 2011, the Company had an accumulated deficit of \$2,678,998. Management has taken certain action and continues to implement changes designed to improve the Company's financial results and operating cash flows. The actions involve certain cost-saving initiatives and growing strategies, including (a) reductions in headcount and corporate overhead expenses; and (b) expansion into new market. Management believes that these actions will enable the Company to improve future profitability and cash flow in its continuing operations through December 31, 2012. As a result, the financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of the Company's ability to continue as a going concern.

NOTE—13 SUBSEQUENT EVENTS

The Company became aware in early April 2012, of a default judgment in the Superior Court of New Jersey, Middlesex County, against "Access Beverage Inc. Unity Auto Parts & James Moeller" in the amount of \$730906.(Case Number L623309). The Company has not ascertained if this judgment is a bona fide liability against the Company and, as such, the financial statements for the period ending December 31, 2011, do not account for this possible judgment. The Company will determine its liability, if any, in respect of this default judgment and make any required amendments to the financial statements for December 31, 2011.