FIRST CHOICE
HEALTHCARE SOLUTIONS, INC.

INVESTOR PRESENTATION

2021

Safe Harbor Statement

This presentation includes forward-looking statements and projections which involve numerous risk and uncertainties. Included are statements relating to our existing business, new business opportunities, availability of personnel and the current reimbursement environment.

These statements are not a guarantee of future performance and actual results could differ materially. Risk factors that could impact the expected results include but are not limited to; general economic and regulatory conditions; competition; changes in reimbursement; availability, terms and use of capital; acquisitions and the availability and cost of providers.

All such forward-looking statements, whether written or oral, and whether made by or on behalf of the Company, are expressly qualified by the cautionary statements and any other cautionary statements which may accompany the forward-looking statements. The Company disclaims any obligation to update any forward-looking statements to reflect events or circumstances after the date hereof.

Capital Stack Requirements

First Choice Healthcare Solutions, Inc. is a leading regional healthcare provider historically specializing in fully integrated Orthopaedic care, known for providing clinically superior, patient-centric care that is coordinated across each patient's care continuum.

- Seeking an initial \$2.5 - \$3 million of capital (min \$500k) to fund the organic expansion of our orthopedic, imaging, rehabilitation care, and wellness service offerings, including a new urgent ortho care center.

- Execute a regional or national acquisition roll-up strategy. This would require additional investment on a case-by-case basis commensurate with the acquisition target(s).

Initial Offering Summary

Senior Secured Convertible Notes with Warrants

- Offering $2.5 million senior secured convertible notes with a 10% coupon and maximum term of two years ($500,000 minimum offering with an overallotment of $500,000)
  - Interest payable in cash or paid in kind
  - Early conversion with a qualified offering of $10 million or more
  - 25% auto conversion discount in a qualified offering ($0.75 floor)
  - Warrant coverage at 125% of the price per share in the qualified offering
  - Minimum investment of $50,000
  - 10% OID
  - Registration rights
  - Collateral Manager
  - Critical risk factors and disclosures are in appendix at end of the deck

- The offering will be limited to “accredited investors” as such term is defined in Regulation D promulgated under the Securities Act of 1933, as amended. It is contemplated that the Securities will only be offered to existing U.S. resident shareholders of the Company.

Company Overview

- First Choice Healthcare Solutions, Inc. ("FCHS" or the "Company") is an integrated Orthopaedic Surgical, Rehabilitative Therapy and Ancillary Services Company servicing Brevard County, Florida

- FCHS has five main sources of future Revenues:
  - Ancillary Services (primarily imaging services – MRI , X-ray & Cat Scan)
  - Orthopedic Urgent Care (after hour care)
  - Physician Services (primarily surgeries and injections)
  - Rehabilitation Services (physical and occupational therapy)
  - Wellness Services (eastern medicine, cupping, drip spa, anti-aging)

- The Company has experienced significant disruption caused by the indictment of the former CEO; significant litigation; as well as the ongoing operational issues created by COVID-19.

- The Company has not been named in any of this litigation by the SEC or by the criminal prosecutors. We are not aware of any express confirmation provided by the SEC and USAO.

- The Company is in the process of restructuring its operations and expect to complete the reorganization by the end of March 2021.

New Identity: Emerge Healthcare

Post Re-organization, we are rebranding ourselves

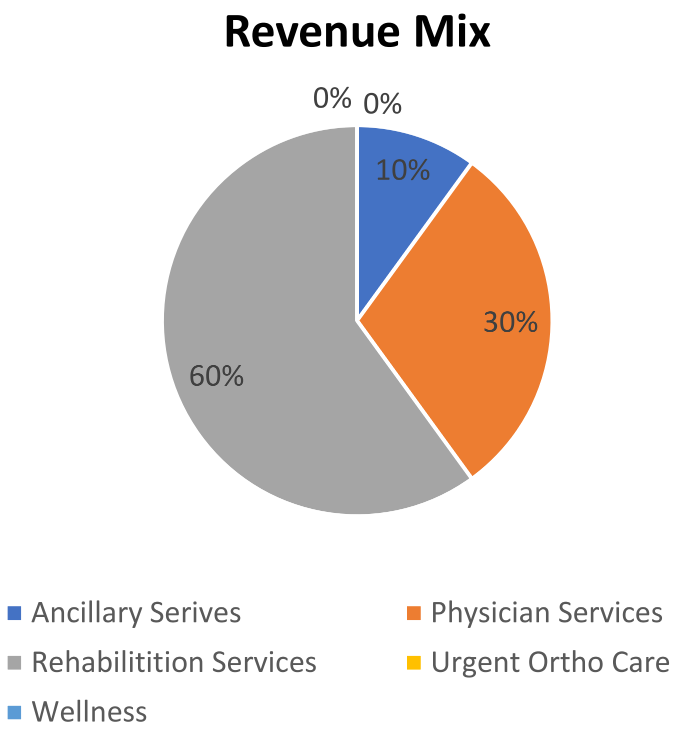
**"We are more than just Orthopaedics.
We are your transformation ally.
We are a whole-body recovery center.
We want you to move more
and move better.
We are committed to bringing you back
to your active lifestyle."**

Emerge HEALTHCARE

ORTHO URGENT CARE | INTERVENTIONAL PAIN | IMAGING SERVICES | PHYSICAL THERAPY | WELLNESS

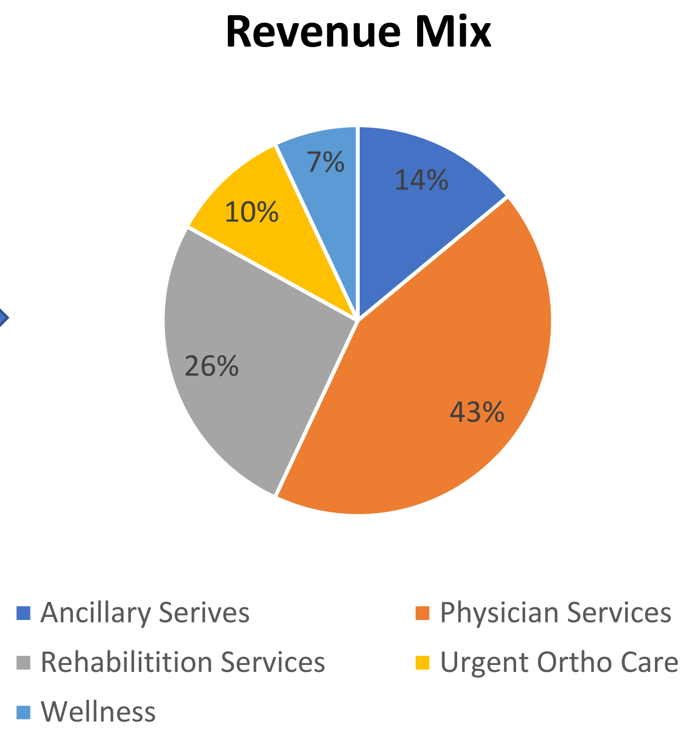
Expected Revenue Mix

Current

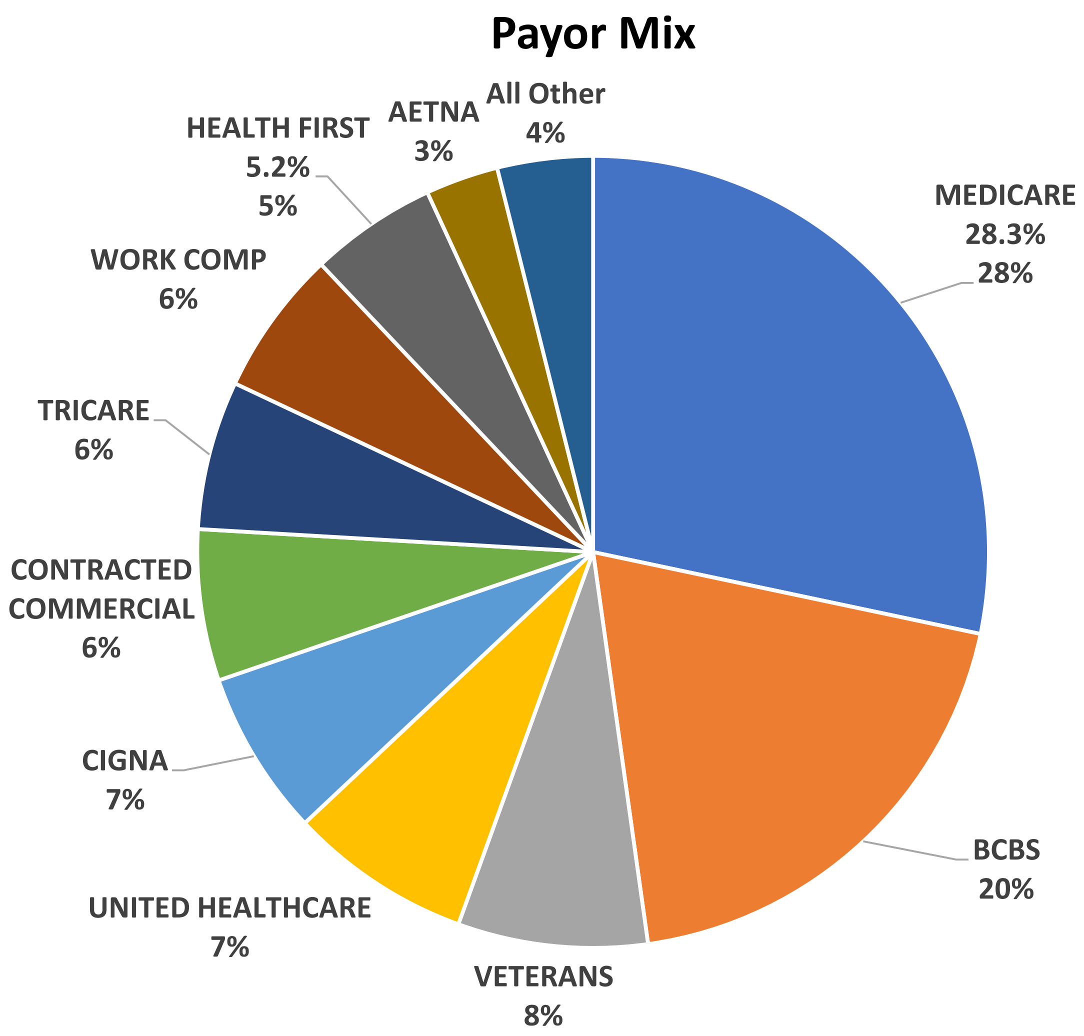


2021

2022 & Beyond

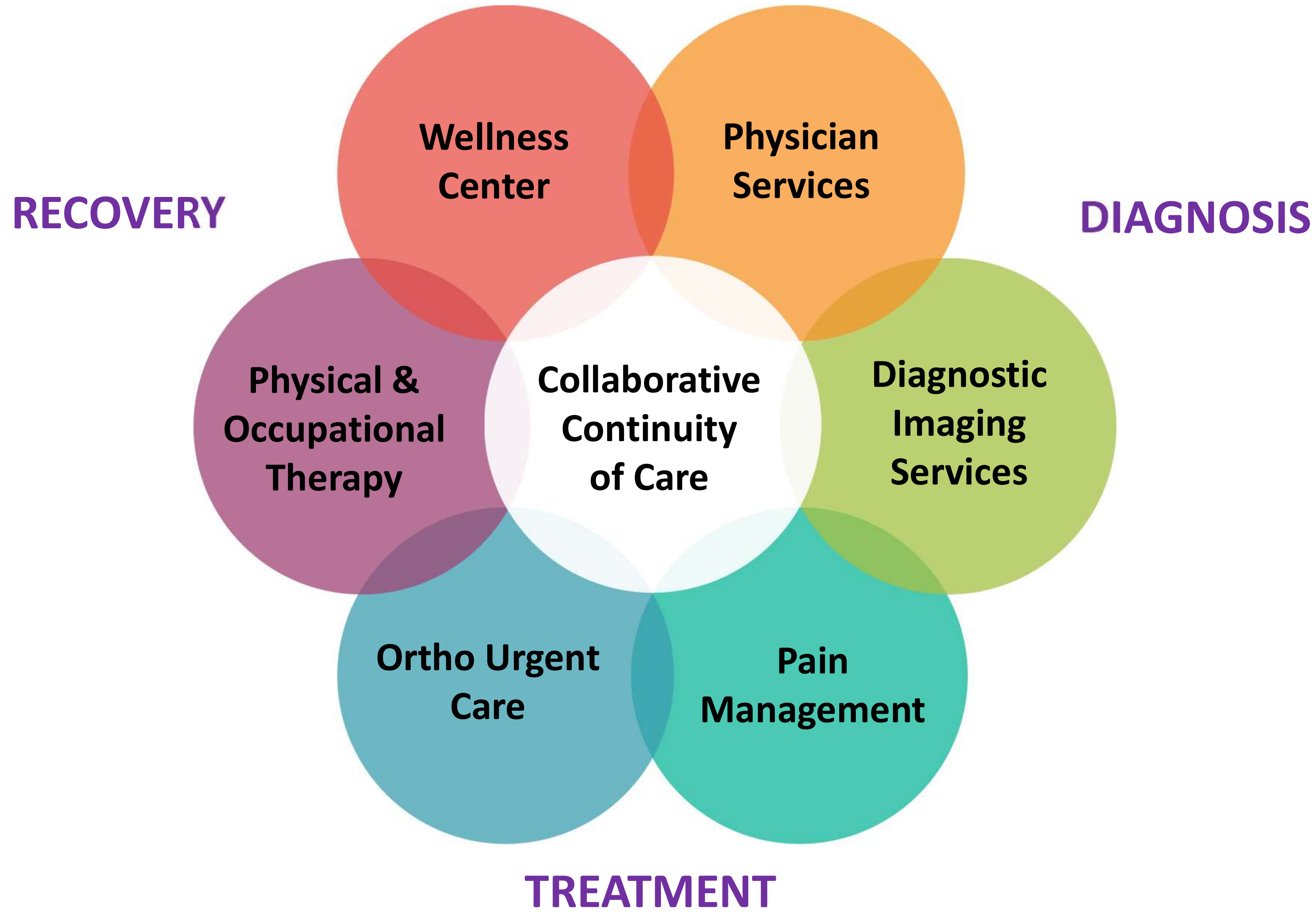


Payor Mix

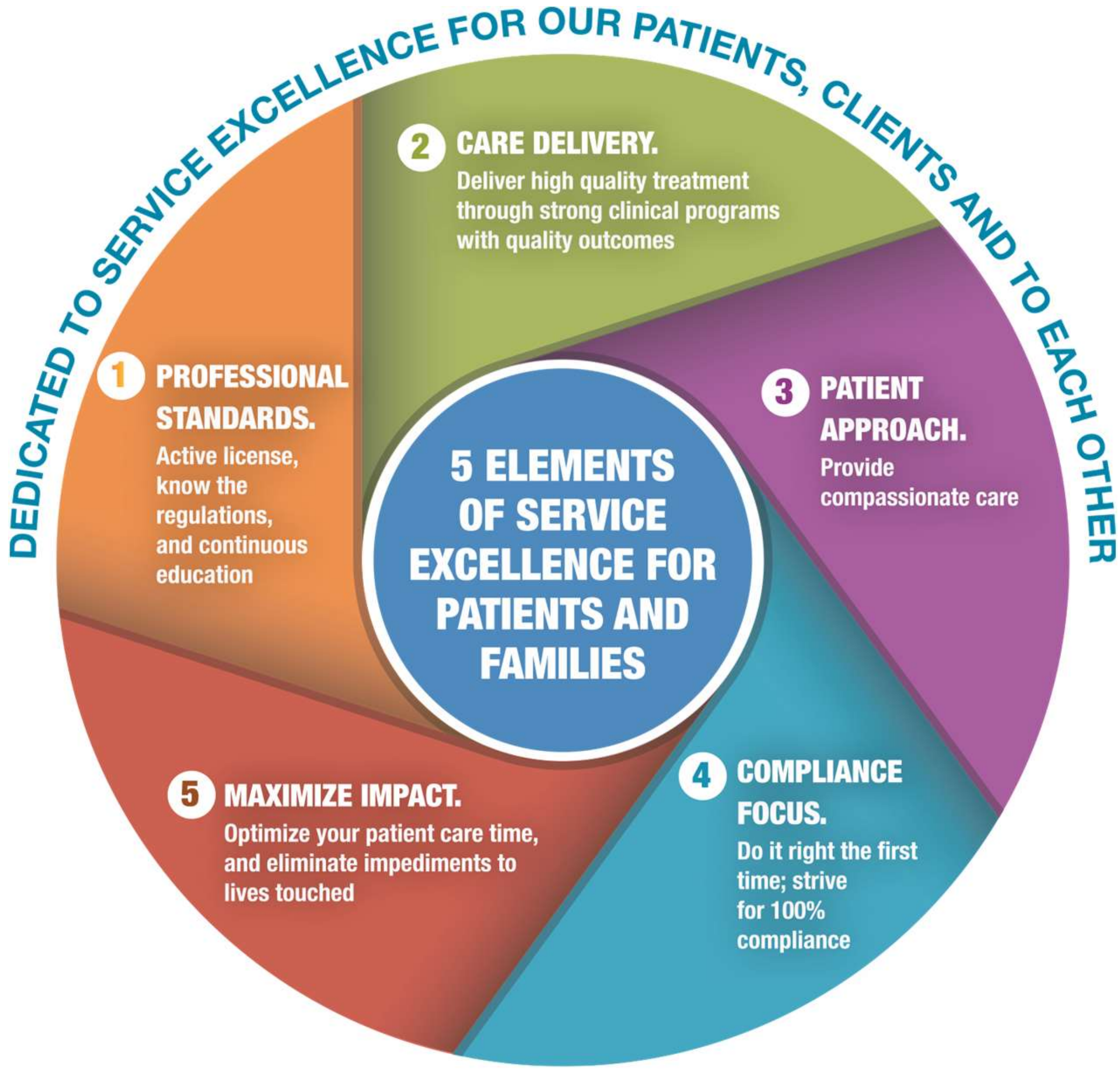


Payor Mix
All Other 4%
AETNA 3%
HEALTH FIRST 5.2% 5%
MEDICARE 28.3% 28%
WORK COMP 6%
TRICARE 6%
CONTRACTED COMMERCIAL 6%
CIGNA 7%
UNITED HEALTHCARE 7%
VETERANS 8%
BCBS 20%

Fully Integrated Platform = Continuity of Care



Patient Excellence



Disclaimer

The following projected financial information and data is based on various assumptions which the Company believes are reasonable and significant to the projections as of the date of this Presentation or otherwise relate to key factors on which the financial results of the Company will depend. However, these assumptions may or may not prove to be correct and unanticipated events and circumstances may occur subsequent to the date of this Presentation. Nothing contained herein is or should be relied upon as a promise, warranty or representation as to the future performance of the Company. Any projected financial information has not been audited or reviewed by an independent accounting firm. It can be expected that there will be differences between the projections and actual results, and those differences may be material. **No assurance can be given that the actual results of the operations of the Company will conform to the projected results in any or all of the indicated time periods. Actual results of operations and tax effects of an investment in the promissory notes and warrants may vary substantially from those depicted in the projected financial information. The Company undertakes no responsibility to update the projected financial information. The projected financial information should be read in conjunction with this Presentation.**

Timeline

OCTOBER 2011

FCHS Founded
- Orthopedic Surgery
- Sports Medicine
- Neurology
- Diagnostic Imaging
- Pain Management
- PT & OT

JUNE 15 2020

Chapter 11 Bankruptcy Filed
- First Choice Healthcare Solutions, Inc.
- First Choice Medical Group, LLC
- FCID Medical, Inc.
- Marina Towers

JUNE 25 2020

New Board of Directors Seated

DECEMBER 2020

Apollo Payer Network (30,000 lives)

FEBRUARY 2021

- **Go Now! Ortho Urgent Care**
- **Parrish** (70 Providers)

MARCH 2021

Anticipated Bankruptcy Exit

JULY 2021

Close on first Acquisition

Board of Directors & Leadership Team

Mr. Terence Herzog is the President of Herzog Capital Management Inc., a corporate advisory business. Mr. Herzog has been in the financial industry for over 50 years. Mr. Herzog became a Registered Representative in 1965 and went on to become a partner in a New York Stock Exchange brokerage firm managing sales teams as well as generating new business for the investment banking department. Later, Mr. Herzog went on to start his own money management firm managing more than $12 billion in futures, equities and government securities markets. Mr. Herzog also has extensive experience in the startup world. Mr. Herzog has been an officer and/or director of over 30 companies across several industries.

Mr. Eric Weiss has served in an independent contractor capacity, as an operating officer and advisor to the Board of Directors of Montvale Surgical Center, in Montvale, New Jersey since August 2018. Mr. Weiss also served as President and CFO of TBT Group, Inc. since June 2007. Mr. Weiss earned a Juris Doctor from Duke Law School, a Master of Business Administration from the University of Chicago and a Bachelor of Science from New York University and is a Certified Public Accountant. Mr. Weiss also serves as the Company’s Chief Operating Officer.

Mr. Evan Kostorizos is a startup advisor. He served as Compliance Officer of Raise.com from February 2013 to November 2014. Mr. Kostorizos served as Director of Information of CouponTrade from February 2012 to February 2013. He served as Founder and Chairman of Blueshift Innovations Inc. from May 2003 to August 2010. As its founder, he was dedicated to the development of an automated trading system that utilizes forecasts generated from information available in online marketplaces.

Board of Directors & Leadership Team

Mr. Lance Friedman began his career in the legal field with a focus in corporate, securities and merger and acquisition transactions, before transitioning to merchant/Investment Banking and business operations in 1987. In the mid-90s, he was hired by healthcare and real estate magnate Abraham Gosman and Bernard Marden to become a part of senior management in various investment led healthcare focused companies. Subsequently, Mr. Friedman was invited to join EGL Holdings as Managing Director/Partner, a well-known cross border venture capital and boutique investment banking in 2003 to manage the healthcare investment and advisory practice, including serving as an internal senior level capital markets and M&A member of VertiSoft resulting in its sale to Optio Software and served as COO and EVP of Finance of Fletcher-Flora Health Care Systems, Inc., resulting in the sale of the company to Merge Healthcare. Recent appointments include CEO of Instaprin Pharmaceuticals to execute an exit due to an SEC matter consent judgment issued to the Company and its founder, and VIA Motors International leading its capital markets strategy. Since that time Mr. Friedman has advised or was retained as an outsourced senior manager, work out specialist and/or business development advisor at several large independent broker dealers, through his firm Blackstone Capital Advisors, Inc., which is an international boutique financial advisory and merchant banking organization. Mr. Friedman earned a Bachelor of Arts in Political Science from American University, cum laude, and a Doctor of Law from Benjamin N. Cardozo School of Law, Yeshiva University. Mr. Friedman also serves as the Company's Chief Executive Officer.

Mr. Phillip J. Keller was appointed Chief Financial Officer in July 2017 and appointed interim Chief Executive Officer on November 19, 2018. From 2014 through 2015, Mr. Keller served as Senior Vice President of Finance and Chief Financial Officer of RehabCare Inc., a provider of physical, occupational and speech-language rehabilitation services to hospitals, skilled nursing facilities and home care settings in 47 states across the United States of America. Prior to joining RehabCare Inc. in 2014, Mr. Keller served as Senior Vice President of Finance of PharMerica, Inc. (NYSE: PMC), an institutional pharmacy servicing skilled nursing and assisted living facilities, hospitals and other long term alternative care facilities. Other previous executive posts have included Senior Vice President of Finance and Principal Accounting Officer of BioScrip, Inc. (NASDAQ: BIOS), and Vice President of Finance, Chief Financial Officer and Treasurer of DMI Furniture Inc. (NASDAQ: DMIF). In May 1991, Mr. Keller earned his Certified Public Accountant license. He began his career working as a Staff Accountant for Laventhol & Horwath after graduating from the Loyola University of Chicago with a B.S. degree in Accounting

Investment Thesis

First Choice Healthcare Solutions

- ❑ Limited-Service Offering
  - ❑ Physical & Occupational Therapy Services
  - ❑ Pain Management
  - ❑ Diagnostic Imaging
- ❑ Lack of Scale
- ❑ Negative Capital Market Perception

Emerge Healthcare

- ❑ Expanded Service Offering
  - ❑ Physician Services including surgeries
  - ❑ Urgent Ortho Care
  - ❑ Physical & Occupational Therapy Services
  - ❑ Pain Management
  - ❑ Diagnostic Imaging
  - ❑ Wellness
- ❑ Expanded Scale
- ❑ Higher Margin
- ❑ Acquisition Focused

Company Risk Factors

Statement of Risk Factors

The risk factors discussed below could cause our actual results to differ materially from those expressed in any forward-looking statements. We have attempted to list key risk factors however; we caution that other factors may in the future prove to be important in affecting our results of operations. New factors emerge from time to time and it is not possible for us to predict all of these factors, nor can we assess the impact of each such factor on the business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement. The Company will include, if applicable, additional risk factors in the note purchase agreement subscription document.

The Company is currently operating under the protection of the US Bankruptcy Court of the middle district of Florida

The Company has experienced significant disruption caused by the indictment of the former CEO; significant litigation; as well as the ongoing operational issues created by COVID-19. On June 15, 2020 the Company voluntarily declared Chapter 11, Sub Chapter 5 bankruptcy. Bankruptcy courts regularly decide significant issues that may have material adverse effects on a company's business. Risks and uncertainties arising from bankruptcy court decisions may negatively impact our ability to operate.

The healthcare regulatory and political framework is uncertain and evolving.

Healthcare laws and regulations may change significantly in the future which could adversely affect our financial condition and results of operations. We continuously monitor these developments and modify our operations from time to time as the legislative and regulatory environment changes.

Company Risk Factors

If we are forced to lower our procedure prices in order to compete with a better-financed or lower-cost provider of medical healthcare services, our medical revenues and results of operations could decline.

Some of our current competitors, or other companies which may choose to enter the industry in the future, may have substantially greater financial, technical, managerial, marketing or other resources and experience than we do and may be able to compete more effectively. Similarly, competition could increase if the market for healthcare services does not experience growth, and existing providers compete for market share. Additional competition may develop, particularly if the price for services or reimbursement decreases. Our management, operations, strategy and marketing plans may not be successful in meeting this competition.

If we are unable to attract and retain qualified medical professionals, our ability to maintain operations at our existing Medical Centers of Excellence, attract patients or open new multi-specialty Medical Centers of Excellence could be negatively affected.

We generate our revenues through physicians and medical professionals who work for us to perform medical services and procedures. The retention of those physicians and medical professionals is a critical factor in the success of our medical multi-specialty Centers, and the hiring of qualified physicians and medical professionals is a critical factor in our ability to launch new multi-specialty Medical Centers of Excellence successfully. However, at times it may be difficult for us to retain or hire qualified physicians and medical professionals. If we are unable consistently to hire and retain qualified physicians and medical professionals, our ability to open new Centers, maintain operations at existing medical multi-specialty Centers, and attract patients could be materially and adversely affected.

Since a significant percentage of our operating expenses are fixed, a relatively small decrease in revenues could have a significant negative impact on our financial results.

A significant percentage of our expenses are currently fixed, meaning they do not vary significantly with our increase or decrease in revenues. Such expenses include, but will not be limited to, debt service and capital lease payments, rent and operating lease payments, salaries, maintenance and insurance. As a result, a small reduction in the prices we charge for our services or procedure volume could have a disproportionately negative effect on our financial results.

Managed care organizations may prevent their members from using our services which would cause us to lose current and prospective patients.

Healthcare providers participating as providers under managed care plans may be required to refer medical services to specific medical clinics depending on the plan in which each covered patient is enrolled. These requirements may inhibit their members from using our medical services in some cases. The proliferation of managed care may prevent an increasing number of their members from using our services in the future which would cause our revenues to decline.

Investment Risk Factors

STATEMENT OF RISK FACTORS

Investing in the Senior Secured Notes involves a high degree of risk. The risk factors and all other information disclosed in the Convertible Promissory Note transaction must be carefully considered before making an investment decision regarding the Securities. One or more of these risk factors could cause a loss of part or all funds invested in the Securities. The Company will include, if applicable, additional risk factors in the note purchase agreement subscription document.

Estimated expenses may exceed the projected Capital needs

The Company has estimated the cost of certain expenses required to fund its capital needs which will allow it to conduct its Senior Secured offering. If expenses exceed those projected, the Series A offering may be delayed or cancelled which would negatively impact the conversion of the Investors' notes into equity.

The Company may not be able to complete the expansion of it service lines

The Company may not be able to complete the expansion of its service lines. In such a case, the expected conversion of the Investors' debt into an equity security would not take place and the anticipated benefit of equity ownership would not occur.

The Company may not raise sufficient funds to close the Senior Secured Convertible Notes with Warrants

The Company may not raise funds sufficient to close the Senior Secured Notes. If sufficient funds are not raised to close the Series A Round, the Investors' only recourse may be to secure the repayment of the principal and interest of their loans from the Company.

The Company is thinly capitalized and may default on the Senior Secured Convertible Notes with Warrants

The Company's working capital will consist of the funds secured from the sale of the Senior Secured Notes. If expenses and anticipated uses of these funds exceed those anticipated by the Company, there may be insufficient funds to pay back the Investors' loans.

In the event of default on the notes, the assets of the Company pledged as collateral in the Security Agreement might not be sufficient to repay all of the Investors' loans

The Company has provided a Security Agreement for each Senior Secured Notes which encumbers the majority of the assets of the Company. If the assets were liquidated pursuant to a default and foreclosure, there would not be sufficient cash generated to pay off the principal or interest due on the Convertible Promissory Notes.

Investment Risk Factors

Additional disclosures may have been required if this Senior Secured Convertible Notes with Warrants and related documents had been reviewed by federal or state securities regulators

Because this transaction is a private offering and not registered under the U.S. Securities Act of 1933 or state securities laws, it has not been reviewed by the Securities and Exchange Commission or the state securities regulators. Review may have resulted in additional disclosures by the Company.

Investment in the Senior Secured Convertible Notes with Warrants involves complex tax consequences; no tax opinion has been secured

The tax consequences related to an investment in the Senior Secured Convertible Notes with Warrants is complex and may involve the application of United States, state and local taxes. There has been no tax opinion secured related to the taxation of the Limited Partnership Units or any other advice or counsel for the investors. ***INVESTORS ARE URGED TO CONSULT WITH THEIR OWN TAX ADVISORS CONCERNING THE TAX CONSEQUENCES OR TO SECURE THEIR OWN TAX OPINIONS.***

STATEMENT OF RISK FACTORS

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GENERALLY, IN ADDITION TO THE ABOVE RISKS, BUSINESSES ARE OFTEN SUBJECT TO RISKS NOT FORESEEN OR FULLY APPRECIATED BY MANAGEMENT. IN REVIEWING THIS INVESTMENT, POTENTIAL INVESTORS SHOULD KEEP IN MIND OTHER POSSIBLE RISKS THAT COULD BE IMPORTANT.

THE INVESTORS CONSIDERING THESE CONVERTIBLE PROMISSORY NOTE SECURITIES ARE ADVISED TO SEEK LEGAL, TAX AND FINANCIAL COUNSEL PRIOR TO PARTICIPATING IN THE INVESTMENT POGRAM.