

FORM D  
Notice of Exempt  
Offering of Securities

UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION  
Washington, D.C.

OMB APPROVAL  
OMB Number: 3235-0076  
Expires: August 31, 2015  
Estimated Average burden hours  
per response: 4.0

1. Issuer's Identity

CIK (Filer ID Number) Previous Name(s)  None

0001425287 Title Starts Online, Inc.

Name of Issuer

AMP Holding Inc.

Jurisdiction of  
Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years  
(Specify Year)

2007

Yet to Be Formed

Entity Type

Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other

2. Principal Place of Business and Contact Information

Name of Issuer

AMP Holding Inc.

Street Address 1

100 Commerce Boulevard

Street Address 2

City

Loveland

State/Province/Country

OHIO

ZIP/Postal Code

45140

Phone No. of Issuer

513-297-3640

3. Related Persons

Last Name

Burns

First Name

Stephen

Middle Name

S.

Street Address 1

100 Commerce Boulevard

Street Address 2

City

Loveland

State/Province/Country

OHIO

ZIP/Postal Code

45140

Relationship:

Executive Officer

Director

Promoter

Clarification of Response (if Necessary)

President, Secretary and Director

Last Name

Moran

First Name

Maggie

Middle Name

Street Address 1

100 Commerce Boulevard

Street Address 2

City

State/Province/Country

ZIP/Postal Code

**Loveland** **OHIO** **45140**

**Relationship:**  Executive Officer  **Director**  Promoter

Clarification of Response (if Necessary)

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Last Name First Name Middle Name  
**Dunlap** **Nancy**

Street Address 1 Street Address 2  
**100 Commerce Boulevard**

City State/Province/Country ZIP/Postal Code  
**Loveland** **OHIO** **45140**

**Relationship:**  Executive Officer  **Director**  Promoter

Clarification of Response (if Necessary)

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Last Name First Name Middle Name  
**Taylor** **James**

Street Address 1 Street Address 2  
**100 Commerce Boulevard**

City State/Province/Country ZIP/Postal Code  
**Loveland** **OHIO** **45140**

**Relationship:**  Executive Officer  **Director**  Promoter

Clarification of Response (if Necessary)

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Last Name First Name Middle Name  
**Parsi** **Joseph**

Street Address 1 Street Address 2  
**100 Commerce Boulevard**

City State/Province/Country ZIP/Postal Code  
**Loveland** **OHIO** **45140**

**Relationship:**  Executive Officer  **Director**  Promoter

Clarification of Response (if Necessary)

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Last Name First Name Middle Name  
**Gonzales** **Paul** **V.**

Street Address 1 Street Address 2  
**100 Commerce Drive**

City State/Province/Country ZIP/Postal Code

<b>Relationship:</b>	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter
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Clarification of Response (if Necessary)

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#### 4. Industry Group

- |   |  |   |
|---|--|---|
| <input type="radio"/> <b>Agriculture</b><br><input type="radio"/> <b>Banking &amp; Financial Services</b><br><input type="radio"/> Commercial Banking<br><input type="radio"/> Insurance<br><input type="radio"/> Investing<br><input type="radio"/> Investment Banking<br><input type="radio"/> Pooled Investment Fund<br><input type="radio"/> Other Banking & Financial Services<br><input type="radio"/> <b>Business Services</b><br><input type="radio"/> <b>Energy</b><br><input type="radio"/> Coal Mining<br><input type="radio"/> Electric Utilities<br><input type="radio"/> Energy Conservation<br><input type="radio"/> Environmental Services<br><input type="radio"/> Oil & Gas<br><input type="radio"/> Other Energy | <input type="radio"/> <b>Health Care</b><br><input type="radio"/> Biotechnology<br><input type="radio"/> Health Insurance<br><input type="radio"/> Hospitals & Physicians<br><input type="radio"/> Pharmaceuticals<br><input type="radio"/> Other Health Care<br><input type="radio"/> <b>Manufacturing</b><br><input type="radio"/> <b>Real Estate</b><br><input type="radio"/> Commercial<br><input type="radio"/> Construction<br><input type="radio"/> REITS & Finance<br><input type="radio"/> Residential<br><input type="radio"/> Other Real Estate | <input type="radio"/> <b>Retailing</b><br><input type="radio"/> <b>Restaurants</b><br><input type="radio"/> <b>Technology</b><br><input type="radio"/> Computers<br><input type="radio"/> Telecommunications<br><input type="radio"/> Other Technology<br><input type="radio"/> <b>Travel</b><br><input type="radio"/> Airlines & Airports<br><input type="radio"/> Lodging & Conventions<br><input type="radio"/> Tourism & Travel Services<br><input type="radio"/> Other Travel<br><input checked="" type="radio"/> <b>Other</b> |
|---|--|---|

#### 5. Issuer Size

- |   |   |
|---|---|
| <b>Revenue Range</b><br><input type="radio"/> No Revenues<br><input checked="" type="radio"/> \$1 - \$1,000,000<br><input type="radio"/> \$1,000,001 - \$5,000,000<br><input type="radio"/> \$5,000,001 - \$25,000,000<br><input type="radio"/> \$25,000,001 - \$100,000,000<br><input type="radio"/> Over \$100,000,000<br><input type="radio"/> Decline to Disclose<br><input type="radio"/> Not Applicable | <b>Aggregate Net Asset Value Range</b><br><input type="radio"/> No Aggregate Net Asset Value<br><input type="radio"/> \$1 - \$5,000,000<br><input type="radio"/> \$5,000,001 - \$25,000,000<br><input type="radio"/> \$25,000,001 - \$50,000,000<br><input type="radio"/> \$50,000,001 - \$100,000,000<br><input type="radio"/> Over \$100,000,000<br><input type="radio"/> Decline to Disclose<br><input type="radio"/> Not Applicable |
|---|---|

#### 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

<input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii))	<input type="checkbox"/> Rule 505		
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Rule 506(b)		
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Rule 506(c)		
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Securities Act Section 4(a)(5)		
	<input type="checkbox"/> Investment Company Act Section 3(c)		

## 7. Type of Filing

- New Notice      Date of First Sale             First Sale Yet to Occur
- Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?       Yes       No

## 9. Type(s) of Securities Offered (select all that apply)

- Pooled Investment Fund Interests       Equity
- Tenant-in-Common Securities       Debt
- Mineral Property Securities       Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security       Other (describe)

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?       Yes       No

Clarification of Response (if Necessary)

## 11. Minimum Investment

Minimum investment accepted from any outside investor      \$       USD

## 12. Sales Compensation

Recipient      Recipient CRD Number       None

(Associated) Broker or Dealer       None

(Associated) Broker or Dealer CRD Number       None

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation

All States

Foreign/Non-US

- CONNECTICUT
- MINNESOTA
- NEVADA
- MARYLAND
- MICHIGAN
- TEXAS
- NEW JERSEY
- ARIZONA
- TENNESSEE
- ILLINOIS

### 13. Offering and Sales Amounts

Total Offering Amount \$  USD  Indefinite

Total Amount Sold \$  USD

Total Remaining to be Sold \$  USD  Indefinite

Clarification of Response (if Necessary)

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,

Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

### 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$  USD  Estimate

Finders' Fees \$  USD  Estimate

Clarification of Response (if Necessary)

**The Company paid a registered broker dealer \$376,950 and issued them a common stock purchase warrant to acquire 628,246 shares of common stock at \$.60 per share.**

### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$  USD  Estimate

Clarification of Response (if Necessary)

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
AMP Holding Inc.	/s/ Paul V. Gonzales	Paul V. Gonzales	Chief Financial Officer	2012-01-04