

FRANCHISE DISCLOSURE DOCUMENT

COUNTRY VISIONS, INC.
 (a California corporation)
 3333 Vaca Valley Parkway, Suite 700
 Vacaville, California 95688
 (707) 451-6890
 Email: franchiseinfo@apricotlaneFranchise.com
 Websites:
 www.apricotlaneFranchise.com
 www.apricotlaneusa.com

Department of Corporations

MAR 26 2012

Sacramento Office



The name of the franchisor is Country Visions, Inc. ("COUNTRY VISIONS"). The franchise is for a retail specialty store selling, fashion apparel and accessories, bath and body products, gifts, wall decor and other merchandise. Your store will operate under the mark "APRICOT LANE."

The total investment necessary to begin operation of your first COUNTRY VISIONS store is ~~\$165,300~~130,300 to ~~\$402,800~~377,300 for a start-up store. This includes \$29,500 that must be paid to the franchisor or its affiliate.

This disclosure document summarizes certain provisions of your franchise agreement and other information in plain English. Read this disclosure document and all accompanying agreements carefully. You must receive this disclosure document at least 14 calendar-days before you sign a binding agreement with, or make any payment to, the franchisor or an affiliate in connection with the proposed franchise sale. **Note, however, that no governmental agency has verified the information contained in this document.**

You may wish to receive your disclosure document in another format that is more convenient for you. To discuss the availability of disclosures in different formats, contact Terry Odneal at Country Visions, Inc., 3333 Vaca Valley Parkway, Suite 700, Vacaville, California 95688, (707) 451-6890 x 106.

The terms of your contract will govern your franchise relationship. Don't rely on the disclosure document alone to understand your contract. Read your entire contract carefully. Show your contract and this disclosure document to an advisor, like a lawyer or an accountant.

Buying a franchise is a complex investment. The information in this disclosure document can help you make up your mind. More information on franchising, such as "A Consumer's Guide to Buying a Franchise," which can help you understand how to use this disclosure document, is available from the Federal Trade Commission. You can contact the FTC at 1-877-FTC-HELP or by writing to the FTC at 600 Pennsylvania Avenue, NW, Washington, D.C. 20580. You can also visit the FTC's home page at www.ftc.gov for additional information. Call your state agency or visit your public library for other sources of information on franchising.

There may also be laws on franchising in your state. Ask your state agencies about them.

Issuance Date: ~~March 31, 2011~~26, 2012

STATE COVER PAGE

Your state may have a franchise law that requires a franchisor to register or file with a state franchise administrator before offering or selling in your state. REGISTRATION OF A FRANCHISE BY A STATE DOES NOT MEAN THAT THE STATE RECOMMENDS THE FRANCHISE OR HAS VERIFIED THE INFORMATION IN THIS DISCLOSURE DOCUMENT.

Call the state administrators listed in Exhibit D for information about the franchisor, or about franchising in your state.

MANY FRANCHISE AGREEMENTS DO NOT ALLOW YOU TO RENEW UNCONDITIONALLY AFTER THE INITIAL TERM EXPIRES. YOU MAY HAVE TO SIGN A NEW AGREEMENT WITH DIFFERENT TERMS AND CONDITIONS IN ORDER TO CONTINUE TO OPERATE YOUR BUSINESS. BEFORE YOU BUY, CONSIDER WHAT RIGHTS YOU HAVE TO RENEW YOUR FRANCHISE, IF ANY, AND WHAT TERMS YOU MIGHT HAVE TO ACCEPT IN ORDER TO RENEW.

Please consider the following RISK FACTORS before you buy this franchise:

1. THE FRANCHISE AGREEMENT PERMITS THE FRANCHISEE TO LITIGATE WITH COUNTRY VISIONS ONLY IN CALIFORNIA. OUT OF STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST MORE TO LITIGATE WITH COUNTRY VISIONS IN CALIFORNIA THAN IN YOUR HOME STATE.

2. THE FRANCHISE AGREEMENT STATES THAT CALIFORNIA LAW GOVERNS THE AGREEMENT, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.

3. ~~THE FRANCHISEE WILL BE REQUIRED TO MAKE AN ESTIMATED INITIAL INVESTMENT RANGING FROM \$165,300 TO \$402,800. THIS AMOUNT EXCEEDS THE FRANCHISOR'S STOCKHOLDERS EQUITY AS OF DECEMBER 31, 2010, WHICH IS REPORTED TO BE A DEFICIT OF \$106,012.~~ 4. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: See the next page for state effective dates.

COUNTRY VISIONS, INC.**STATE EFFECTIVE DATES**

The following states require that the Franchise Disclosure Document be registered or filed with the state or be exempt from registration: California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, and Wisconsin.

This Franchise Disclosure Document is registered, on file, or exempt from registration in the following states having franchise registration and disclosure laws, with the following effective dates:

California	Pending
<u>Hawaii</u>	<u>Pending</u>
Illinois	March 31, 2011 <u>26, 2012</u>
Indiana	March 31, 2011 <u>26, 2012</u>
Maryland	Pending
Michigan	March 31, 2011 <u>26, 2012</u>
Minnesota	Pending
New York	Pending
North Dakota	Pending
<u>Rhode Island</u>	<u>Pending</u>
<u>South Dakota</u>	<u>March 26, 2012</u>
Virginia	March 31, 2011 <u>26, 2012</u>
Washington	Pending
<u>Wisconsin</u>	<u>March 26, 2012</u>

In all other states, the effective date of this Franchise Disclosure Document is the issuance date of March 31, 2011 **26, 2012**.

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