FRANCHISE DISCLOSURE DOCUMENT

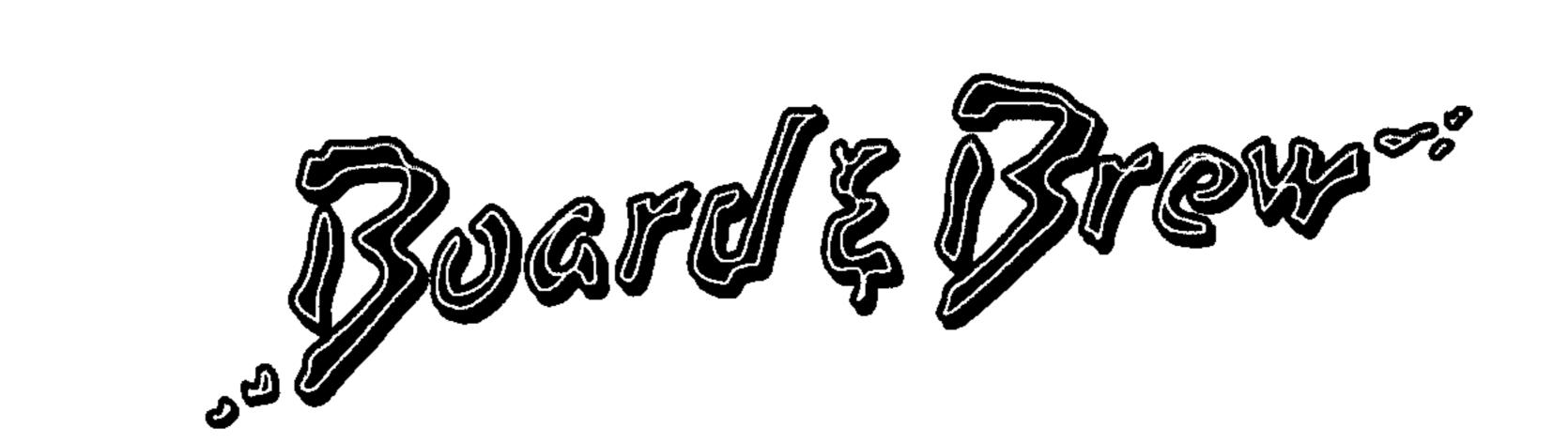
BOARD AND BREW RESTAURANT GROUP, LLC

A California Limited Liability Company 1212 Camino Del Mar Del Mar, California 92014 (760) 443-5011

URL: www.boardandbrew.com E-mail: info@boardandbrew.com

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As a Board and Brew franchisee you will operate and offer within defined territories a quick serve restaurant outlet providing a full variety of sandwiches, specialty condiments and ingredients, and other food, beverages and related products and accessories

The total investment necessary to begin operation of a Board and Brew outlet ranges from \$254,500 to \$555,000. This includes from \$30,000 to \$72,500 that must be paid to the franchisor and its affiliates.

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 government 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 Thomas Powers at 1212 Camino Del Mar, Del Mar, California 92014, telephone (760) 390-3611 or Bret Crutchfield at 979 Avenida Pico, San Clemente, California 92673, telephone (760) 443-5011

The terms of your contract will govern your franchise relationship. Don't rely on the disclosure document alone to understand your contract. Read all of your 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, DC 20580. You can also visit the FTC's homepage 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

The issuance date is November 1, 2013



STATE COVER PAGE

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Your state may have a franchise law that requires a franchisor to register or file with the 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 franchise administrator listed in Exhibit F 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

TERRITORY RIGHTS MAY BE LOST IF YOU FAIL TO FULFILL MATERIAL OBLIGATIONS UNDER THE FRANCHISE AGREEMENT

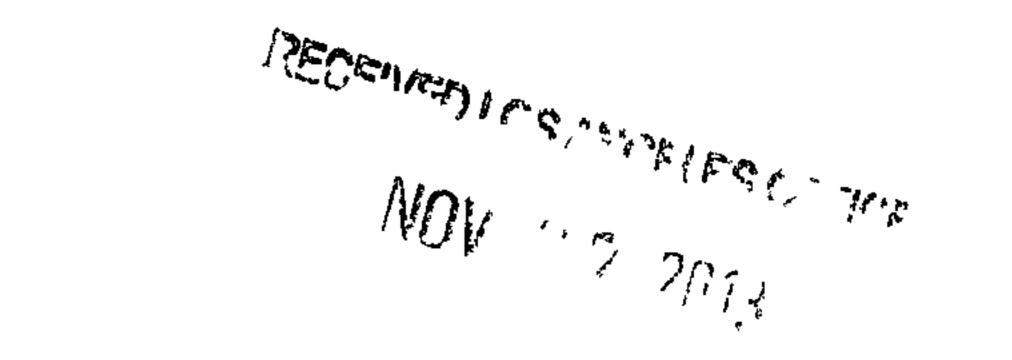
THERE MAY BE OTHER RISK FACTORS REGARDING THIS FRANCHISE.

Effective Date See the next page for state effective dates

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

California April 9, 2013 [amended ______, 2013]

In all states that do not have franchise registration laws, the effective date is November 1, 2013

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