

Chameleon Coatings Franchise Corporation

Franchise Offering Circular

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APR 2 8 2006 Department of Corporations Los Angeles

California

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INFORMATION FOR PROSPECTIVE FRANCHISIES REQUIRED BY THE FEDERAL TRADE COMMISSION

regarding

Chameleon Coatings Franchise Corporation, Inc. (An Arizona Corporation)

TO PROTECT YOU, WE'VE REQUIRED YOUR FRANCHISOR TO GIVE YOU THIS INFORMATION. <u>WE HAVEN'T CHECKED IT, AND DON'T KNOW IF IT'S CORRECT.</u> IT SHOULD HELP YOU MAKE UP YOUR MIND. STUDY IT CAREFULLY. WHILE IT INCLUDES SOME INFORMATION ABOUT YOUR CONTRACT, DON'T RELY ON IT ALONE TO UNDERSTAND YOUR CONTRACT. READ ALL OF YOUR CONTRACT CAREFULLY. BUYING A FRANCHISE IS A COMPLICATED INVESTMENT. TAKE YOUR TIME TO DECIDE. IF POSSIBLE, SHOW YOUR CONTRACT AND THIS INFORMATION TO AN ADVISOR, LIKE A LAWYER OR AN ACCOUNTANT. IF YOU FIND ANYTHING YOU THINK MAY BE WRONG OR ANYTHING IMPORTANT THAT'S BEEN LEFT OUT, YOU SHOULD LET US KNOW ABOUT IT. IT MAY BE AGAINST THE LAW.

THERE MAY ALSO BE LAWS ON FRANCHISING IN YOUR STATE. ASK YOUR STATE AGENCIES ABOUT THEM.

Federal Trade Commission Washington, D.C. 20580

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FRANCHISE OFFERING CIRCULAR

Chameleon Coatings Franchise Corporation, Inc. (An Arizona Corporation) PMB 363 4727 East Bell Road # 45 Phoenix, Arizona 85032 623-974-1402

CHAMELEON COATINGSTM franchises provide custom painting and remodeling services, specializing in the resurfacing of kitchen cabinets, as well as providing door replacement services.

The initial franchise fee is \$20,000. The estimated initial investment required ranges from \$42,400 to \$78,200, not including real estate costs.

Risk Factors:

THE FRANCHISE AGREEMENT REQUIRES THAT ALL DISAGREEMENTS BE SETTLED BY ARBITRATION IN ARIZONA. OUT OF STATE ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO ARBITRATE WITH US IN ARIZONA THAN IN YOUR HOME STATE.

THE FRANCHISE AGREEMENT REQUIRES THAT ANY LEGAL ACTIONS BE BROUGHT IN ARIZONA. OUT OF STATE LEGAL ACTIONS MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST MORE TO SUE US IN ARIZONA THAN IN YOUR HOME STATE.

THE FRANCHISE AGREEMENT STATES THAT ARIZONA 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.

Registration of this franchise with the State of California does not mean that the state recommends it or has verified the information in this Offering Circular. If you learn that anything in this Offering Circular is untrue, contact the Federal Trade Commission and California Corporations Commissioner, 320 West 4th Street, Suite 750, Los Angeles, California 90013-2344.

Effective Date: June 24, 2005

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