

MAY 13 2013



FRANCHISE DISCLOSURE DOCUMENT

LEMON HEAVEN INTERNATIONAL, INC.
a Delaware corporation



**#104-7311 Vantage Way
Delta, B.C., V4G 1C9 Canada
(604) 940-0988**

www.lemonheaven.com

info@lemonheaven.com

As a franchisee, you will operate carts, kiosks, trailers, and/or certain other equipment that we authorize offering freshly squeezed lemonade, freshly squeezed fruit juices, smoothies, cotton candy, sno cones, and other items we authorize using the name "Lemon Heaven" and/or mini donuts, coffee, iced coffee, and other items we authorize using the name "Cin City Donuts"

The total investment necessary to begin operation of a Lemon Heaven Business (defined in Item 1) ranges from \$47,750 to \$123,000. This includes \$25,000 that must be paid to the franchisor or its affiliate(s) The total investment necessary to begin operation of a Cin City Donuts Business (defined in Item 1) ranges from \$84,750 to \$170,000 This includes \$25,000 to \$30,000 that must be paid to the franchisor or its affiliate(s)

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 the Franchise Department at Lemon Heaven International, Inc , #104-7311 Vantage Way, Delta, B C , V4G 1C9, Canada (604) 940-0988

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, 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: April 18, 2013

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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 franchise administrator listed in Exhibit A 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 REQUIRES YOU TO RESOLVE DISPUTES WITH US BY ARBITRATION WITHIN A 50 MILE RADIUS OF OUR PRINCIPAL PLACE OF BUSINESS (CURRENTLY LOCATED IN DELTA, BRITISH COLUMBIA, CANADA). 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 DELTA, BRITISH COLUMBIA, CANADA THAN IN YOUR OWN STATE.

2 YOU WILL NOT RECEIVE AN EXCLUSIVE TERRITORY. YOU MAY FACE COMPETITION FROM OTHER FRANCHISEES, FROM OUTLETS THAT WE OWN, OR FROM OTHER CHANNELS OF DISTRIBUTION OR COMPETITIVE BRANDS THAT WE CONTROL.

3 ANY DEFAULT OF THE FRANCHISE AGREEMENT, INCLUDING FAILURE TO MEET SPECIFIED PERFORMANCE THRESHOLDS, MAY RESULT IN A LOSS OF THE PROTECTED TERRITORY.

4 THERE MAY BE OTHER RISKS CONCERNING 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 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 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	_____
Hawaii	<i>Not registered</i>
Illinois	<i>Not registered</i>
Indiana	<i>Not registered</i>
Maryland	<i>Not registered</i>
Michigan	<i>Not registered</i>
Minnesota	<i>Not registered</i>
New York	<i>Not registered</i>
North Dakota	<i>Not registered</i>
Rhode Island	<i>Not registered</i>
South Dakota	<i>Not registered</i>
Virginia	<i>Not registered</i>
Washington	<i>Not registered</i>
Wisconsin	<i>Not registered</i>

In all other states that do not require registration, the effective date of this disclosure document is the issuance date of April 18, 2013

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