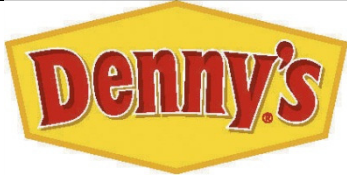


FRANCHISE DISCLOSURE DOCUMENT

	DFO, LLC A Delaware limited liability company 203 East Main Street Spartanburg, SC 29319 (864) 597-8000 www.dennys.com
---	--

Denny's restaurants are full service, family-style restaurants that offer and serve a wide variety of food products and services. Denny's restaurants offer a casual dining atmosphere and moderately-priced food designed to appeal to a broad spectrum of customers. We have developed and own a comprehensive system for developing and operating Denny's restaurants, which includes trademarks (Marks), building designs and layouts, equipment, ingredients, recipes and specifications for authorized food products, training, methods of inventory control and certain operational and business standards and policies.

We are currently developing variations of the Denny's concept called Denny's Fresh Express and Denny's Allnighter. These concepts may be distinguished from our standard Denny's restaurant by having a unique and modified menu and product line with more portable products. These concepts may have limited or no table service. Customers may order off a menu board and seat themselves. To differentiate from a standard Denny's restaurant, these concepts may have unique uniforms for employees, POP (point-of-purchase, or in-store, marketing materials) specific to the concept, and special signs. These concepts may appear as a standalone restaurant or in a non-traditional location, including without limitation those described in Item 12. We reserve the right to develop, or license others to develop Denny's Fresh Express and Denny's Allnighter, as those concepts may evolve, in any MGIP Territory, including any exclusive Territory.

The total investment necessary to begin operation of a Denny's franchise is:
from \$1,178,545.50 to \$2,396,175.50 for a Denny's D4200 facility;
from \$1,125,555.50 to \$2,319,175.50 for a D3600 facility;
from \$521,651.50 to \$1,080,615.50 for a Denny's Fresh Express;
from \$226,500 to \$735,500 for a non-traditional Denny's Fresh Express; and
from \$995,555.50 to \$1,701,175.50 for Denny's within a Travel Center

(these numbers exclude real estate). This includes the initial franchise fee of \$0 to \$40,000 that must be paid to the franchisor or affiliate.

The current approved restaurant design is known as Sunrise. We are developing a new Denny's layout and design called Heritage. In the meantime, we also have available a transitional design (interiors only) that is known as Heritage-Gap, which will be replaced by the final Heritage design which is now in test. If you sign a Franchise Agreement in 2013, but do not open in 2013, your total investment will be higher for restaurants built in 2014 and later.

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 or grant. **Note, however, that no governmental agency has verified the information contained in this document.**

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: April 30, 2013

STATE COVER PAGE

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 B 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.

DFO, LLC'S FRANCHISE AGREEMENTS IN THE UNITED STATES DO NOT HAVE RIGHTS OF RENEWAL.

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

1. THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY LITIGATION ONLY IN SOUTH CAROLINA. OUT-OF-STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO USE SOUTH CAROLINA COURTS THAN THOSE OF YOUR OWN STATE.
2. THE FRANCHISE AGREEMENT STATES THAT SOUTH CAROLINA 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. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

We use the services of one or more FRANCHISE BROKERS or referral sources to assist us in selling our franchise. A franchise broker or referral source represents us, not you. We pay this person a fee for selling our franchise or referring you to us. You should be sure to do your own investigation of the franchise.

See Exhibit A for effective dates of registration.

This is a document preview downloaded from FranchisePanda.com. The full document is available for free by visiting: <https://franchisepanda.com/franchises/dennys>