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SECURITIES

H.H. FRANCHISING SYSTEMS, INC.

INFORMATION FOR PROSPECTIVE FRANCHISEES REQUIRED BY THE FEDERAL TRADE COMMISSION

To protect you, we've required your franchisor to give you this information. *We haven't checked it, and don't know if it's correct.* 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

Effective Date: _____, 2006



FRANCHISE OFFERING CIRCULAR

H.H. FRANCHISING SYSTEMS, INC.
(an Ohio Corporation)
10700 Montgomery Road, Suite 300
Cincinnati, Ohio 45242
www.HomeHelpers.CC
(513) 563-8339

We offer two separate but complementary franchises. A Home Helpers franchise provides non-medical home care aide, personal care aide assistance, and companion care services, and a Direct Link franchise provides personal emergency response products and services.

The initial franchise fee for a Home Helpers franchise for a territory with a population of up to 175,000 is \$24,900 if you pay cash and \$30,900 if we finance a portion of it, plus \$200 for all or part of every 1,000 people over 175,000. We will finance up to \$19,000 of the initial franchise fee if the population of your territory does not exceed 175,000.

The initial franchise fee for a Direct Link franchise for a territory with a population of up to 175,000 is \$11,900, plus \$200 for all or part of every 1,000 people over 175,000. We do not offer financing for the initial franchise fee for a Direct Link franchise.

You must also purchase pre-opening marketing materials; the cost of these materials will be approximately \$1,000 if you purchase them from our national branding fund. See Item 5, *Initial Franchise Fee*, for a more complete explanation of the initial franchise fee and the financing terms we offer.

Your estimated initial investment for a Home Helpers franchise will range from \$35,700 to \$50,400, depending on a number of variables. Your estimated initial investment for a Direct Link franchise will range from \$21,100 to \$30,800. If you purchase a Home Helpers franchise and a Direct Link franchise at the same time, your estimated initial investment for both franchises will range from \$36,100 to \$62,700. See Item 7, *Initial Investment*, for a more complete explanation of your initial investment.

RISK FACTORS:

THE FRANCHISE AGREEMENT PERMITS YOU TO ARBITRATE WITH HHFS ONLY IN OHIO. OUT-OF-STATE ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST MORE TO ARBITRATE IN OHIO THAN IN YOUR HOME STATE. THIS PROVISION MAY BE SUPERSEDED BY THE LAWS OF YOUR STATE. SEE THE STATE ADDENDUM ATTACHED TO THIS OFFERING CIRCULAR AS EXHIBIT R.

THE FRANCHISE AGREEMENT STATES THAT OHIO 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. THIS PROVISION MAY BE SUPERSEDED BY THE LAWS OF YOUR STATE. SEE THE STATE ADDENDUM ATTACHED TO THIS OFFERING CIRCULAR AS EXHIBIT R.

THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Information comparing franchisors is available. Call the state administrator listed in Exhibit B or your public library for sources of information.

Registration of this franchise by a state does not mean that the state recommends it or has verified the information in this offering circular. If you learn that anything in the offering circular is untrue, contact the Federal Trade Commission and the state authority listed in Exhibit B.

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