

DEC 3 1 2012

Department of Corporations

Los Angeles

FRANCHISE DISCLOSURE DOCUMENT





HTBH, LLC

A Virginia limited liability company 8150 Leesburg Pike, Suite 1205 Vienna, Virginia 22182 703-969-0614 mike@dogdaycare.com

As a DOGTOPIA® franchisee, you will operate a business that offers services for dogs such as daycare, boarding and training, and that offers related products for retail sale

The total investment necessary to begin operation of a DOGTOPIA franchised business ranges from \$257,600 to \$478,750. This includes about \$47,500 that must be paid to franchisor. See Items 5 and 7 for more information.

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, 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 to you To discuss the availability of disclosures in different formats, contact Mike Schlegel at 8150 Leesburg Pike, Suite 1205, Vienna, Virginia 22182, 703-969-0614, mike@dogdaycare.com

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 "<u>A Consumer's Guide to Buying a Franchise</u>," 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 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 be laws on franchising in your state. Ask your state agencies about them

Issuance Date. October 15, 2012, as amended December 19, 2012



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

- THE FRANCHISE AGREEMENT REQUIRES YOU TO LITIGATE OR ARBITRATE DISPUTES WITH US IN VIRGINIA OUT-OF-STATE LITIGATION OR ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO LITIGATE OR ARBITRATE WITH US IN VIRGINIA THAN IN YOUR OWN STATE
- 2. THE FRANCHISE AGREEMENT STATES THAT VIRGINIA 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. YOU WILL NOT RECEIVE AN EXCLUSIVE TERRITORY
- 4. WE MAY TERMINATE YOUR FRANCHISE IF YOU FAIL TO MEET MINIMUM ANNUAL GROSS SALES OUOTAS.
- 5 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 make sure to do your own investigation of the franchise

Effective Dates See next page for effective dates in various jurisdictions



STATE EFFECTIVE DATES

This disclosure document is effective as of the issuance date for use in Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, Georgia, Idaho, Iowa, Kansas, Louisiana, Maine, Massachusetts, Mississippi, Missouri, Montana, Nevada, New Hampshire, New Jersey, New Mexico, North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Vermont, West Virginia, Wyoming, Washington, D.C., American Samoa, Federated States of Micronesia, Guam, Marshall Islands, Northern Mariana Islands (including Saipan), Palau, Puerto Rico and Virgin Islands

This franchise disclosure document is effective as of the issuance date for use in the following states, where the franchisor filed a 1-time notice on the date indicated:

Kentucky.	October 24, 2012
Nebraska:	October 24, 2012
Texas:	October 19, 2012

This franchise disclosure document is effective as of the issuance date for use in the following states, where the franchisor has filed an annual notice, effective on the date indicted:

Florida	October 22, 2012
Indiana	October 24, 2012
Michigan	October 19, 2012
South Dakota:	October 24, 2012
Utah [•]	October 19, 2012
Wisconsin:	October 24, 2012, as amended [

This franchise 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:

Calıfornıa.	November 1, 20122012, as amended [
Hawan.	October 31, 2012
Illinois:	October 25, 2012 2012, as amended [
Maryland.	November 29, 2012, as amended [
Mınnesota	November 1, 2012 2012, as amended [
New York.	
North Dakota	November 14, 2012
Rhode Island.	October 25, 2012 2012, as amended [
Virginia	December 11, 2012, as amended
Washington:	

This franchise disclosure may NOT be used in the following states, where an amendment has not been filed:

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N	lorth	Dakota

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