

## FRANCHISE DISCLOSURE DOCUMENT FOR USE IN THE STATE OF MARYLAND

## DONUT CONNECTION COOPERATIVE CORPORATION

(a Delaware Corporation) 61 Meyers Road Washington, PA 15301 (724) 228-4090 www.donutconnection.com



Donut Connection Cooperative Corporation (the "Company") operates as a purchasing cooperative for baker-retailers ("Members") who operate retail outlets for the sale of donuts and related food items ("donut shops" or "shops").

The total investment necessary to begin operation of a DONUT CONNECTION® shop ranges between \$34,770 and \$95,643. This includes a \$500 subscription fee to purchase five (5) shares of the Company's capital stock for each shop operated as a DONUT CONNECTION® shop and the training, which costs between \$3,000 and \$16,000, depending upon the Member's previous experience as an independent or other type of donut shop owner/operator, except for existing DONUT CONNECTION® Shop Owners who do not receive training. Both of these fees must be paid to DONUT CONNECTION®.

This Disclosure Document summarizes certain provisions of your Membership Agreement and other information in plain English. Read this Disclosure Document and all accompanying agreements carefully. You must receive this Disclosure Document at least fourteen (14) calendar days before you sign a binding agreement with, or make any payment to DONUT CONNECTION® or an affiliate in connection with the proposed franchise sale. Note, however, that no governmental agency has verified the information contained in this document. The terms of your Membership Agreement will govern your franchise relationship. Don't rely on the Disclosure Document alone to understand your Membership Agreement. Read all of your Membership Agreement carefully. Show your Membership Agreement 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 ("FTC"). 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 <u>www.ftc.gov</u> 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: October 20, 2014

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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 OPEARTE 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. DONUT CONNECTION DOES NOT REQUIRE ITS MEMBERS TO RENEW THEIR MEMBERSHIPS.

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

- 1. THE MEMBERSHIP AGREEMENT AND COMPANY BYLAWS REQUIRE YOU TO RESOLVE DISPUTES BY ARBITRATION ONLY IN PENNSYLVANIA. 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 PENNSYLVANIA THAN IN YOUR OWN STATE.
- 2. THE MEMBERSHIP AGREEMENT AND COMPANY BYLAWS STATE THAT PENNSYLVANIA LAW GOVERNS THE AGREEMENT, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO INVESTIGATE THESE LAWS.
- 3. THESE SECURITIES ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND RESALE AND MAY NOT BE TRANSFERRED OR RESOLD EXCEPT AS PERMITTED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND THE APPLICABLE STATE SECURITIES LAWS, PURSUANT TO REGISTRATION OR EXEMPTION THEREFROM. INVESTORS SHOULD BE AWARE THAT THEY MAY BE REQUIRED TO BEAR THE FINANCIAL RISKS OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.
- 4. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: \_\_\_\_\_, 2014



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