

JEWELRY REPAIR ENTERPRISES, INC.

STATE EFFECTIVE DATES

The following states require that the Franchise Disclosure Document be registered or filed with the state or be exempt from registration California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, Rhode Island, Virginia, Washington, and Wisconsin

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

<u>California</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Hawaii</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Illinois</u>	<u>March 30, 2012, as amended</u>	<u>November 20, 2012</u>
<u>Indiana</u>	<u>March 30, 2012, as amended</u>	<u>November 20, 2012</u>
<u>Maryland</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Michigan</u>	<u>March 30, 2012, as amended</u>	<u>November 20, 2012</u>
<u>Minnesota</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>New York</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Rhode Island</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Virginia</u>	<u>March 30, 2012, as amended</u>	<u>November 20, 2012</u>
<u>Washington</u>	<u>March 30, 2012, as amended</u>	<u>, 2012</u>
<u>Wisconsin</u>	<u>March 30, 2012, as amended</u>	<u>November 20, 2012</u>

In all other states, the effective date of this Franchise Disclosure Document is the issuance date of March 30, 2012, as amended November 20, 2012

ITEM 1

THE FRANCHISOR AND ANY PARENTS, ITS PREDECESSORS AND AFFILIATES

To simplify the language in this disclosure document, "Jewelry Repair" means Jewelry Repair Enterprises, Inc, the franchisor "We", "us" and "our" also refer to Jewelry Repair Enterprises, Inc "You" and "your" mean the person who buys the franchise, the franchisee If the purchaser of the franchise is a partnership, corporation, limited liability company, or other entity, "you" includes the franchisee's owners, who must join, and agree to be bound by, the contracts listed in Item 22 of this disclosure document

All initially capitalized terms appearing in this disclosure document have the meanings given to them in your Franchise Agreement, unless otherwise noted

Franchisor's Corporate Information

We are a Pennsylvania corporation that was incorporated on October 14, 1986 We franchise under the names "Fast-Fix Jewelry Repairs" and "Fast-Fix Jewelry and Watch Repairs" throughout the United States Our principal place of business is 1300 N W 17th Avenue, Suite 170, Delray Beach, Florida 33445, and our agents for service of process are set forth in Exhibit B to this disclosure document

Predecessors; Parents

~~We have no predecessors or parents-~~

On October 31, 2012, JRE Holdings, Inc, a Florida corporation ("JRE Holdings"), acquired all of our issued and outstanding shares JRE Holdings therefore is our parent company Certain members of our management have an ownership interest in JRE Holdings JRE Holdings' principal business address is 777 Brickell Avenue, Suite 1070, Miami, Florida 33131 It engages in no other business activities and has never offered franchises We have no predecessors

Affiliates

JRE Franchising, Inc and JRE Enterprises, Inc, are affiliates and wholly owned subsidiaries of Jewelry Repair, incorporated on February 20, 2004 and April 10, 2007 respectively These affiliates are engaged in franchising jewelry repair businesses outside the United States under our trade names Their principal place of business is 1300 N W 17th Avenue, Suite 170 Delray Beach, Florida 33445

Franchisor's Business and the Franchises Offered

Since October 14, 1986, we have offered franchises for the operation of a jewelry and watch repair and retail jewelry enterprise utilizing our proprietary methodology We initiated the concept in 1984 with a single store located in an enclosed shopping mall in Pittsburgh, Pennsylvania Since that time, we have expanded nationwide and as of December 31, 2010, there were 151 franchises JRE Franchising, Inc began offering franchises on February 20, 2004 and JRE Enterprises, Inc began offering franchises on January 1, 2008 Neither our affiliates nor we have offered franchises in any other line of business

Fast-Fix stores specialize in offering a wide range of "while you shop" services including ring sizing, chain repair and replacement, remounting, engraving, eyeglass frame repair, watch and electronic device repair, and battery replacement as well as custom jewelry design and select gift, jewelry and watch retail product opportunities These services and products are sold from kiosks or small in-line stores in major regional shopping malls and other high traffic venues

General Market

The market for our franchises is primarily the general public with a limited amount of trade work for existing jewelry stores The overall business is generally not seasonal, but November and December are historically our franchisee's busiest months for jewelry sales

FDD 2012 4v (Redline)

You may have competition from independent jewelry stores, wholesale jewelry marts and some larger department stores. However, to our knowledge, there are no other franchised businesses operating in malls or other retail locations which concentrate on jewelry and watch repairs and the sale and installation of watch batteries.

Industry Regulations

We know of no regulations specific to the operation of our franchises. However, you must comply with all local, state and federal laws in the operation of your franchise and we urge you to consult an advisor in your area to determine all applicable laws.

ITEM 2 BUSINESS EXPERIENCE

~~Chairman and Secretary~~ Marvin Biltis

~~Marvin Biltis has been our Chairman and Secretary since November 1, 1996.~~

~~President and Treasurer~~ Kenneth A. Marks

~~Kenneth A. Marks has been our President and Treasurer since November 1, 1996.~~

President, Secretary and Director Michael K. Meyers

Michael K. Meyers became President and Secretary and a member of our board of directors in October 2012. Mr. Meyers was the Principal of Meyers Consulting in Tampa, Florida from January 2005 to October 2012. Mr. Meyers was the President and Chief Executive Officer of General Nutrition Corporation ("GNC") located in Pittsburgh, Pennsylvania from 2001 to 2004. Previous to that position, Mr. Meyers held various executive level positions at GNC since February 1991.

Head of Franchise Development and Director Russell L. Cooper

Russell L. Cooper became Head of Franchise Development and a member of our board of directors in October 2012. He was retired from January 2009 to October 2012. Before his retirement, Mr. Cooper was the Chief Executive Officer of Interim Health Care, Inc. in Sunrise, Florida from February 2007 to December 2008. Mr. Cooper was the President of Chester's International, LLC in Birmingham, Alabama from January 2005 to January 2006. Previous to those positions, Mr. Cooper was an executive officer of General Nutrition Centers Franchising, Inc. in Pittsburgh, Pennsylvania from January 1993 to December 2004, Shoney's Inc. in Nashville, Tennessee from March 1990 to December 1992 and Arby's in Atlanta, Georgia from August 1984 to February 1990.

Chairman and Director Jeff Settembrino

Jeff Settembrino has served as our Chairman and a member of our board of directors since October 2012. He is currently Managing Partner at Pine Tree Equity Management, LP in Miami, Florida, with which he has been associated since January 2007.

Director Roberto Canto

Roberto Canto has served as a member of our board of directors since October 2012. He is currently Managing Director at Pine Tree Equity Management, LP in Miami, Florida, with which he has been associated since January 2007.

Chief Executive Officer Marvin Biltis

Marvin Biltis has been our Chairman and Secretary since November 1, 1996.

Chief Financial Officer George E. Moore

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