

FRANCHISE DISCLOSURE DOCUMENT



VPC Pizza Franchise, LLC
a Delaware limited liability company
740 North Rush Street
Chicago, Illinois 60611
(312) 701-1777
www.giordanos.com

VPC Pizza Franchise, LLC ("**VPC**") offers franchises to operate restaurants known as Giordano's® Restaurants ("**Giordano's® Restaurants**"). Giordano's® Restaurants specialize in the sale of stuffed and thin-crust pizza, pasta, sandwiches, salads and other related food products prepared and sold in a manner and pursuant to specific recipes, formulas, techniques, methods of operation, procedures and standards.

The total investment necessary to begin operation of a Giordano's® Restaurant franchise is \$550,000 to \$1,510,000. This includes an Initial Franchise Fee of \$30,000 or \$40,000 and payments for initial inventory of from \$10,000 to \$25,000 that must be paid to VPC or its affiliates.

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. **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 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 "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 29, 2013

VPC Pizza Franchise, LLC

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2013-14 Franchise Disclosure Document

MMB: 4836-0211-5347 v. 5

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 G 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:

1. THE FRANCHISE AGREEMENT PERMITS THE FRANCHISEE TO ARBITRATE OR LITIGATE WITH THE FRANCHISOR ONLY IN ILLINOIS. OUT-OF-STATE ARBITRATION OR LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT. IT MAY ALSO COST YOU MORE TO ARBITRATE OR LITIGATE WITH US IN ILLINOIS THAN IN YOUR HOME STATE.

2. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

The effective dates of this Franchise Disclosure Document in the states with franchise registration laws in which we have sought registration appear on the following page.

GIORDANO'S® RESTAURANTS STATE REGISTRATIONS

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, North Dakota, Rhode Island, South Dakota, 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:

STATE	EFFECTIVE DATE
California	<i>Not Effective</i>
Florida	July 16, 2013
Hawaii	<i>Not Effective</i>
Illinois	_____, 2013
Indiana	_____, 2013
Maryland	<i>Not Effective</i>
Michigan	_____, 2013
Minnesota	_____, 2013
Nebraska	<i>Not Effective</i>
New York	<i>Not Effective</i>
North Dakota	<i>Not Effective</i>
Rhode Island	<i>Not Effective</i>
South Dakota	<i>Not Effective</i>
Utah	<i>Not Effective</i>
Virginia	<i>Not Effective</i>
Washington	<i>Not Effective</i>
Wisconsin	_____, 2013

Issuance Date in the States Listed Below:
April 29, 2013

Alabama	Idaho	Montana	Oregon
Alaska	Iowa	Nevada	Pennsylvania
Arizona	Kansas	New Hampshire	South Carolina
Arkansas	Kentucky	New Jersey	Tennessee
Colorado	Louisiana	New Mexico	Texas
Connecticut	Maine	North Carolina	Vermont
Delaware	Massachusetts	Ohio	West Virginia
District of Columbia	Mississippi	Oklahoma	Wyoming
Georgia	Missouri		

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