

FRANCHISE DISCLOSURE DOCUMENT

HAPPY JOE'S FRANCHISING, INC.

(An Iowa Corporation)

2705 Happy Joe Drive

Bettendorf, Iowa 52722

(563) 332-8811

larryw@happyjoes.com, tomsacco@drhnow.com

www.happyjoes.com



The franchise is a restaurant providing pizza, ice cream and related food items, including breakfast foods. You are granted the right to use the Mark "HAPPY JOE'S" and other marks.

The total investment necessary to begin operations of a Happy Joe's Full Size Restaurant or Happy Joe's PizzaGrille Restaurant is \$279,750 to \$1,066,625. This includes \$10 to \$1,475 that must be paid to us or an affiliate. The total investment necessary to begin operations of a Happy Joe's DELCO Facility is \$164,500 to \$378,000. This includes the \$0 to \$1,475 that must be paid to us or an affiliate. The total investment to begin operations of a Happy Joe's Satellite ranges from \$24,470 to \$137,340. This includes the \$0 to \$1,475 that must be paid to us or an affiliate.

The total investment necessary to include or later add the offering of Rudy's Menu Items to the Happy Joe's Restaurant is \$49,650 to \$65,150. This includes the \$5,000 that must be paid to us.

The total investment necessary to begin operations of a Happy Joe's Area Developer business ranges from \$17,625 to \$64,100. This includes \$15,000 for the development fee that must be paid to us.

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.**

You may wish to receive your disclosure document in another format that is more convenient for you. To discuss the availability of disclosures in different formats, contact Larry Whitty or Thomas Sacco at 2705 Happy Joe Drive, Bettendorf, Iowa 52722, (563) 332-8811.

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 “*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 be laws on franchising in your state. Ask your state agencies about them.

Issuance date: January 10, 2020, as amended October 21, 2020 as amended November 18, 2020

How to Use This Franchise Disclosure Document

Here are some questions you may be asking about buying a franchise and tips on how to find more information:

QUESTION	WHERE TO FIND INFORMATION
How much can I earn?	Item 19 may give you information about outlet sales, costs, profits or losses. You should also try to obtain this information from others, like current and former franchisees. You can find their names and contact information in Item 20 or Exhibits H and I.
How much will I need to invest?	Items 5 and 6 list fees you will be paying to the franchisor or at the franchisor's direction. Item 7 lists the initial investment to open. Item 8 describes the suppliers you must use.
Does the franchisor have the financial ability to provide support to my business?	Item 21 or Exhibit A includes financial statements. Review these statements carefully.
Is the franchise system stable, growing, or shrinking?	Item 20 summarizes the recent history of the number of company-owned and franchised outlets.
Will my business be the only Happy Joe's Pizza business in my area?	Item 12 and the "territory" provisions in the franchise agreement describe whether the franchisor and other franchisees can compete with you.
Does the franchisor have a troubled legal history?	Items 3 and 4 tell you whether the franchisor or its management have been involved in material litigation or bankruptcy proceedings.
What's it like to be a Happy Joe's Pizza franchisee?	Item 20 or Exhibits H and I lists current and former franchisees. You can contact them to ask about their experiences.
What else should I know?	These questions are only a few things you should look for. Review all 23 Items and all Exhibits in this disclosure document to better understand this franchise opportunity. See the table of contents.

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