

FRANCHISE DISCLOSURE DOCUMENT



Holding IP Franchise USA, LLC, a Delaware limited liability company, offers franchises for the operation of a Kids Empire ("Kids Empire(s)") indoor playground that feature interactive play equipment and activities for children, food, drinks and other products and services. We offer 2 franchise programs:

<u>Single Kids Empire Program</u>. Under this program, you will sign a Franchise Agreement to operate one Kids Empire. The total investment necessary to begin operation of a Kids Empire ranges from approximately \$803,250 to \$1,735,000. This includes \$358,000 to \$660,000 that must be paid to us or our affiliate.

Area Development Program. Under this program, we will assign you a defined area within which you must develop and operate a minimum of 2 Kids Empires within a specified period of time. The total investment necessary to begin operation of the first of 2 Kids Empires under an Area Development Agreement ranges from approximately \$814,250 to \$1,749,000. This includes \$368,000 to \$670,000 that must be paid to us or our affiliate.

This Disclosure Document summarizes certain provisions of your Franchise Agreement and other information in plain English. Read the 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 payments to the Franchisor or its 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 Haim Elbaz, 8605 Santa Monica Boulevard #49634, West Hollywood, CA 90069, (424) 527-1039.

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, N.W., 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 also be laws on franchising in your state. Ask your state agencies about them.

THE ISSUANCE DATE OF THIS DISCLOSURE DOCUMENT IS APRIL 21, 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 Exhibit H.	
How much will I need to	Items 5 and 6 list fees you will be paying to the	
invest?	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	Item 21 or Exhibit G includes financial statements.	
financial ability to provide	Review these statements carefully.	
support to my business?		
Is the franchise system stable,	Item 20 summarizes the recent history of the number	
growing, or shrinking?	of company-owned and franchised outlets.	
Will my business be the only	Item 12 and the "territory" provisions in the	
Kids Empire business in my	franchise agreement describe whether the franchisor	
area?	and other franchisees can compete with you.	
Does the franchisor have a	Items 3 and 4 tell you whether the franchisor or its	
troubled legal history?	management have been involved in material	
	litigation or bankruptcy proceedings.	
What's it like to be a Kids	Item 20 or Exhibit H lists current and former	
Empire franchisee?	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.	



What You Need To Know About Franchising Generally

<u>Continuing responsibility to pay fees</u>. You may have to pay royalties and other fees even if you are losing money.

<u>Business model can change</u>. The franchise agreement may allow the franchisor to change its manuals and business model without your consent. These changes may require you to make additional investments in your franchise business or may harm your franchise business.

<u>Supplier restrictions</u>. You may have to buy or lease items from the franchisor or a limited group of suppliers the franchisor designates. These items may be more expensive than similar items you could buy on your own.

<u>Operating restrictions</u>. The franchise agreement may prohibit you from operating a similar business during the term of the franchise. There are usually other restrictions. Some examples may include controlling your location, your access to customers, what you sell, how you market, and your hours of operation.

<u>Competition from franchisor</u>. Even if the franchise agreement grants you a territory, the franchisor may have the right to compete with you in your territory.

<u>Renewal</u>. Your franchise agreement may not permit you to renew. Even if it does, you may have to sign a new agreement with different terms and conditions in order to continue to operate your franchise business.

When your franchise ends. The franchise agreement may prohibit you from operating a similar business after your franchise ends even if you still have obligations to your landlord or other creditors.

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