

FRANCHISE DISCLOSURE DOCUMENT



La Madeleine Franchising Company, Inc. A Delaware Corporation 12201 Merit Drive, Suite 900 Dallas, TX 75251 (214) 696-6962 franchising@lamadeleine.com www.lamadeleine.com

We offer franchises for traditional and petite LA MADELEINE® restaurants (collectively, "Cafés") specializing in the sale of fresh bakery goods, French-themed entrées, sandwiches, soups, salads, pastries, gourmet coffees, wine, and privately-labeled retail items such as soups, salad dressings and gourmet coffees.

The total investment necessary to begin operation of a LA MADELEINE® franchise, broken down by prototype, is as follows:

Traditional Café	\$1,248,592 to \$2,861,735 (excluding real estate and landlord allowances). This includes \$42,860 that must be paid to us or our affiliates.
Petite Café	\$390,983 to \$1,967,352 (excluding real estate and landlord allowances). This includes between \$20,000 and \$42,860 that must be paid to us or our affiliates.

The total investment necessary to begin operation of an existing Traditional Café or Petite Café under our refranchising program will be the purchase price you negotiate with us for the existing Café you acquire, plus estimated remodeling costs of \$100,000 and the cost of real estate and landlord allowances. All of this amount except the remodeling cost must be paid to us and our affiliates.

New franchisees Cafés, and purchasers of company-owned Cafés under the refranchising program, must sign a Development Agreement, under which you must develop and operate at least 3 Cafés. The total investment for the Development Agreement ranges from \$80,000 for 3 outlets to \$315,000 for 20 outlets. All of this amount is payable 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 us or an affiliate in connection with the proposed franchise sale. Note, however, that no governmental agency has verified the information contained in this disclosure 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 Sheryl Fox, our Vice President, Development at the address and telephone number listed above.

The terms of your written contract (i.e. your Development Agreement and Franchise Agreements) will govern your franchise relationship. Do not rely on the Disclosure Document alone to understand your

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contract. Read your entire 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 "<u>A Consumer's Guide to Buying a Franchise</u>," 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.

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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 G.
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	Item 21 or Exhibit J includes financial
financial ability to provide support	statements. Review these statements
to my business?	carefully.
Is the franchise system stable,	Item 20 summarizes the recent history
growing, or shrinking?	of the number of company-owned and
	franchised outlets.
Will my business be the only	Item 12 and the "territory" provisions
La Madeleine business in my	in the franchise agreement describe
area?	whether the franchisor and other
Dona tha franchia an barra	franchisees can compete with you.
Does the franchisor have a	Items 3 and 4 tell you whether the
troubled legal history?	franchisor or its management have
	been involved in material litigation or
What's it like to be a La Madeleine	bankruptcy proceedings. Item 20 or Exhibit G lists current and
franchisee?	former franchisees. You can contact
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What else should I know?	These questions are only a few things
Triat didd diiddid i Midw i	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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