

MAR 16 2015

FRANCHISE DISCLOSURE DOCUMENT



Liquid Capital of America Corp
MacArthur Plaza
5525 N MacArthur Blvd , Suite 625
Irving, TX 75039
1-877-228-0800
birnbaum@liquidcapitalcorp.com
www.lcfranchise.com
www.liquidcapitalcorp.com

This franchise is for a business that offers factoring and other financing services

The total investment necessary to begin operation of one Liquid Capital franchise ranges from \$208,800 to \$245,500, excluding amounts needed to fund client Advances, but including \$50,000 that must be paid to the franchisor. The total investment necessary to begin operation of three Liquid Capital franchises under our multi-territory program ranges from \$295,900 to \$343,700, excluding amounts needed to fund client Advances, but including \$130,000 that must be paid to the franchisor.

This disclosure document summarizes certain provisions of your franchise agreement and other information in plain English. Read this disclosure document and all agreements carefully. You must receive this disclosure document at least 14 calendar days before you sign a binding agreement or make any payment in connection with the franchise sale or grant. **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 Brian Birnbaum at MacArthur Plaza, 5525 N MacArthur Blvd , Suite 625, Irving, TX 75039 and 1-866-272-3704.

The terms of your contract will govern your franchise relationship. Do not 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. Information comparing franchisors is available. Call your state agency or your public library for sources of information. More information on franchising, such as "*A Consumer's Guide to Buying a Franchise*," is available from the FTC. You can contact the FTC at 1-877-FTCHELP or by writing to the FTC at 600 Pennsylvania Avenue, NW, Washington, DC 20580. You can also visit the FTC's home page at www.ftc.gov for additional information.

There may be laws on franchising in your state. Ask your state agencies about them.

The Issuance Date March 12, 2015

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 H** 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 REQUIRES YOU TO RESOLVE DISPUTES WITH US BY ARBITRATION ONLY IN TEXAS. OUT-OF-STATE ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO ARBITRATE WITH US IN TEXAS THAN IN YOUR OWN STATE.
- 2 THE FRANCHISE AGREEMENT STATES THAT TEXAS LAW GOVERNS THE AGREEMENT, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTION AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.
- 3 THE FRANCHISOR HAS NOT REGISTERED, OR FILED FOR REGISTRATION, WITH THE USPTO THE MARK THAT IS DISCLOSED ON THE FTC COVER PAGE.
- 4 THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date See the next page for state effective dates

**FRANCHISE DISCLOSURE DOCUMENT EFFECTIVE DATES
IN DESIGNATED STATES**

The following states require that the 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, exempt from registration, or otherwise effective in the following states with franchise registration and disclosure (or business opportunity*) laws as of the dates listed

California	Effective Date	Pending
Florida	Effective Date	January 7, 2015
Hawaii	Effective Date	March 24, 2014
Illinois	Effective Date	Pending
Indiana	Effective Date	April 14, 2014
Kentucky	Effective Date	January 25, 2005*
Maryland	Effective Date	Pending
Michigan	Effective Date	January 18, 2015
Minnesota	Effective Date	Pending
Nebraska	Effective Date	January 5, 2005*
New York	Effective Date	Pending
North Dakota	Effective Date	Pending
Rhode Island	Effective Date	Pending
South Dakota	Effective Date	Pending
Texas	Effective Date	January 5, 2005*
Utah	Effective Date	January 8, 2015
Virginia	Effective Date	Pending
Washington	Effective Date	Pending
Wisconsin	Effective Date	Pending

* Denotes one time filing

In all the other states, the effective date of this Franchise Disclosure Document is the issuance date of **March 12, 2015**

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