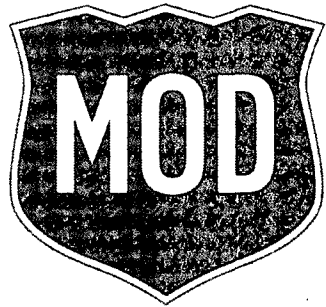


FRANCHISE DISCLOSURE DOCUMENT



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MOD Super Fast Pizza Franchising, LLC grants franchises for the operation of MOD Pizza Restaurants. MOD Pizza Restaurants feature “**made on demand**” artisan pizzas, salads, desserts, beverages, and other menu items in a distinctive atmosphere under the name “**MOD Pizza®**.” MOD Pizza Restaurants also offer a selection of wines and beers to compliment the menu items.

The total investment necessary to begin operation of a franchised MOD Pizza Restaurant is \$564,500 to \$778,000. This includes an initial fee of \$30,000 that must be paid to MOD Super Fast Pizza Franchising, LLC. If you sign an Area Development Agreement, you will pay MOD Super Fast Pizza Franchising, LLC a Development Fee equal to \$10,000 times the number of MOD Pizza Restaurants you agree to develop, and you will pay the remaining \$20,000 of the initial fee for each Restaurant when you sign the Franchise Agreement for that Restaurant.

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, MOD Super Fast Pizza Franchising, LLC 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 John Dikos at MOD Super Fast Pizza Franchising, LLC, 2035 158th Court NE, Suite 200, Bellevue, WA 98008, telephone number: (425) 467-1144.

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. 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 (the “**FTC**”). You can contact the FTC at 1-877-FTC-HELP 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. 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: **May 4, 2016**

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 franchises 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 the State Agency Exhibit (**Exhibit F**) for information about MOD Super Fast Pizza Franchising, LLC 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 MOD SUPER FAST PIZZA FRANCHISING, LLC BY MEDIATION OR LITIGATION ONLY IN WASHINGTON. OUT-OF-STATE MEDIATION OR LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT OF DISPUTES. IT MAY ALSO COST YOU MORE TO MEDIATE OR LITIGATE WITH MOD Pizza IN WASHINGTON THAN IN YOUR OWN STATE.
2. THE FRANCHISE AGREEMENT STATES THAT WASHINGTON 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. YOU WILL NOT RECEIVE AN EXCLUSIVE TERRITORY. YOU MAY FACE COMPETITION FROM OTHER FRANCHISEES, FROM OUTLETS THAT WE OWN, OR FROM OTHER CHANNELS OF DISTRIBUTION OR COMPETITIVE BRANDS THAT WE CONTROL.
4. THE FRANCHISOR HAS BEEN IN EXISTENCE FOR A SHORT PERIOD OF TIME, SINCE JULY 25, 2013. THEREFORE, THERE IS ONLY A BRIEF OPERATING HISTORY TO ASSIST YOU IN JUDGING WHETHER OR NOT TO MAKE THIS INVESTMENT.
4. THE FRANCHISEE WILL BE REQUIRED TO MAKE AN ESTIMATED INITIAL INVESTMENT RANGING FROM \$564,500 to \$778,000. THIS AMOUNT EXCEEDS THE FRANCHISOR'S STOCKHOLDERS EQUITY AS OF DECEMBER 27, 2015, WHICH IS -\$36,791.
5. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: See next page for state effective dates

STATE EFFECTIVE DATES

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:

California:	Effective date:	Pending
Florida:	Effective date:	September 30, 2015
Hawaii:	Effective date:	Pending
Illinois:	Effective date:	Pending
Indiana:	Effective date:	Pending
Kentucky*	Effective date:	September 30, 2013
Maryland:	Effective date:	Pending
Michigan:	Effective date:	Pending
Minnesota:	Effective date:	Pending
Nebraska*	Effective date:	September 27, 2013
New York:	Effective date:	Pending
North Dakota:	Effective date:	Pending
Rhode Island:	Effective date:	Pending
South Dakota:	Effective date:	Pending
Texas*	Effective date:	September 27, 2013
Utah:	Effective date:	Pending
Virginia:	Effective date:	Pending
Washington:	Effective date:	Pending
Wisconsin:	Effective date:	Pending

In all other states, the effective date of this Franchise Disclosure Document is **May 4, 2016**.

* Denotes one-time filing

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