

RECEIVED
DEPT OF CORPORATIONS
FRANCHISE DISCLOSURE DOCUMENT

MUSCLE MAKER FRANCHISING, LLC
 a New Jersey limited liability corporation
 15 Prospect Lane - Suite 2AB
 Colonia, NJ 07067
 732-669-1205
 bross@musclemakergrill.com
 http://www.MuscleMakerGrill.com



As a franchisee, you will operate a MUSCLE MAKER GRILL® restaurant that offers high quality protein-based menu items, protein supplements and protein snacks.

The total investment necessary to begin operation of a single MUSCLE MAKER GRILL® franchised restaurant is between \$187,500 and \$439,000. This includes \$38,750 that must be paid to the franchisor or affiliate.

If you will develop one or more MUSCLE MAKER GRILL® restaurants in a territory pursuant to a Multi-Unit Development Agreement, there is a development fee of \$35,000 for the first restaurant plus \$17,500 multiplied by the number of additional MUSCLE MAKER GRILL® restaurants that must be opened, after the first. We will credit \$35,000 for the first restaurant and \$17,500 for each restaurant after the first restaurant, against the initial franchise fee for each MUSCLE MAKER GRILL restaurant you must open under the Multi-Unit Development Agreement. This includes \$35,000 for the first restaurant plus \$17,500 for each additional restaurant that must be opened after the first, that must be paid to the franchisor or affiliate.

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 Benjamin Ross, Manager of Franchise Development at 732-669-1205, at 15 Prospect Lane – Suite 2AB, Colonia, New Jersey 07067.

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, 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.

ISSUED: April 30, 2012 As Amended September 21, 2012

MUSCLE MAKER GRILL Restaurant FDD 1ST AMEND 092112

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 A 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 OR LITIGATION ONLY IN NEW JERSEY. OUT-OF-STATE ARBITRATION AND LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO ARBITRATE OR LITIGATE WITH US IN NEW JERSEY THAN IN YOUR OWN STATE.
2. THE FRANCHISE AGREEMENT STATES THAT NEW JERSEY LAW GOVERNS THE AGREEMENT, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.
3. THE FRANCHISE OWNER AND THE FRANCHISE OWNER'S SPOUSE MUST BOTH SIGN THE FRANCHISE AGREEMENT, MAKING THE SPOUSE JOINTLY AND SEVERALLY LIABLE FOR ALL OBLIGATIONS OF THE FRANCHISE WHETHER OR NOT THE SPOUSE IS INVOLVED IN THE OPERATIONS OF THE FRANCHISED BUSINESS. THIS REQUIREMENT PLACES THE PERSONAL ASSETS OF THE FRANCHISE OWNER AND THE OWNER'S SPOUSE AT RISK.
4. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

We use the services of one or more FRANCHISE BROKERS or referral sources to assist us in selling our franchise. A franchise broker or referral source represents us, not you. We pay this person a fee for selling our franchise or referring you to us. You should be sure to do your own investigation of the franchise.

Effective Date: See the 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 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	Pending
Illinois	Pending
Indiana	September 21, 2012
Maryland	Pending
New York	Pending
Rhode Island	Pending
Virginia	Pending
Washington	Pending

In all the other states, the effective date of this disclosure document is the issuance date of April 30, 2012 As Amended September 21, 2012

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