

FRANCHISE DISCLOSURE DOCUMENT

NEW YORK'S UPPER CRUST PIZZA FRANCHISING COMPANY

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Received
LA Mailroom

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Department of
Business Oversight

The franchise will offer a limited menu of pizzas calzones submarine sandwiches and other food and beverage products

The total investment necessary to begin operation of an individual New York's Upper Crust Pizza restaurant franchise ranges from approximately \$252,600 to \$524,000. This includes \$35,000 to \$50,000 that must be paid to the franchisor or its 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 New York's Upper Crust Pizza Franchising Company, 30076 Haun Road Suite 220 Menifee, California 92584 (714) 323-9899.

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 accountant.

Buying a franchise is a complex investment. The information in this disclosure document can help you make up your mind. Information about comparisons of franchisors is available. 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, 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 September 15 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 on Exhibit G 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 FRANCHISOR HAS JUST BEGUN OFFERING FRANCHISES
- 2 THE FRANCHISOR IS A NEW ENTITY AND DOES NOT HAVE A LONG OPERATING HISTORY
- 3 YOU MUST PAY US MINIMUM MONTHLY FEES EVEN IF YOU HAVE NO REVENUES
- 4 THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY ARBITRATION ONLY IN CALIFORNIA 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 CALIFORNIA THAN IN YOUR OWN STATE
- 5 THE FRANCHISE AGREEMENT STATES THAT CALIFORNIA 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
- 6 YOUR SPOUSE MUST ALSO SIGN A PERSONAL GUARANTEE MAKING YOUR SPOUSE INDIVIDUALLY LIABLE FOR YOUR FINANCIAL OBLIGATIONS UNDER THE AGREEMENT THE GUARANTEE WILL PLACE YOUR SPOUSE'S MARITAL AND PERSONAL ASSETS AT RISK IF YOUR FRANCHISE FAILS
- 7 BY NOT HAVING A PRINCIPAL REGISTER FEDERAL REGISTRATION FOR OUR MARK, WE DO NOT HAVE CERTAIN PRESUMPTIVE LEGAL RIGHTS GRANTED BY A REGISTRATION
- 8 THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE

Effective Date September 15 2015

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EXHIBITS

- Exhibit A – Franchise Agreement
- Exhibit B – Development Agreement
- Exhibit C – General Release (Sample Form Only)
- Exhibit D – Table of Contents of Confidential Operations Manual
- Exhibit E – Financial Statements
- Exhibit F – List of Current and Former Franchisees
- Exhibit G – List of State Administrators and Agents for Service of Process
- Exhibit H – Receipts

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