

**FRANCHISE DISCLOSURE DOCUMENT****TASTI D-LITE LLC****a Delaware limited liability company****341 Cool Springs Blvd., Suite 100****Franklin, TN 37067****1.615.550.3100****franchise@tastidlite.com****www.tastidlite.com**

The franchise is to operate a retail food business under the TASTI D-LITE® and/or PLANET SMOOTHIE® names (a "Planet Tasti Center") that utilizes a distinctive store design and business format to sell a wide variety of products, including a proprietary frozen dairy dessert, toppings, mix-ins (fresh fruit and dry), smoothies, shakes, parfaits, frozen cakes and pies, confections, baked goods and other novelties within a customer service-oriented environment to appeal to health conscious consumers. The area developer business is for the right to develop, market franchises for, and service Planet Tasti Centers.

The total investment necessary to begin operation of a Planet Tasti Center is \$91,600 to \$408,360 depending on the franchise design model you will operate (Traditional Planet Smoothie, Traditional Planet-Tasti, Non-Traditional Tasti D-Lite or Non-Traditional Planet Smoothie). This includes \$22,500 to \$40,600 that must be paid to the franchisor or its affiliate (excluding possible discounts applicable under the VetFran or Minority Fran programs). If you sign an agreement for multi-unit development, then you must pay the franchisor or its affiliate \$10,000 times the number of additional Planet Tasti Center outlets you agree to develop. The total investment necessary to begin operation of an area developer business is \$167,250 to \$1,045,100. This includes \$150,000 to \$1,000,000 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 Mr. Kurt Ullman, VP of Global Development, at franchise@tastidlite.com or 615.550.3100.

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.

Issuance date of this Franchise Disclosure Document: March 29, 2013

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 AND OTHER AGREEMENTS REQUIRE YOU TO RESOLVE DISPUTES WITH US BY MEDIATION AND LITIGATION OR ARBITRATION ONLY IN OUR HOME STATE (CURRENTLY TENNESSEE). OUT-OF-STATE MEDIATION, LITIGATION OR ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO MEDIATE AND LITIGATE OR ARBITRATE WITH US IN TENNESSEE THAN IN YOUR OWN STATE.
2. THE FRANCHISE AGREEMENT AND OTHER AGREEMENTS REQUIRE THAT TENNESSEE 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. 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 next page for state effective dates.

TASTI D-LITE LLC STATE REGISTRATIONS

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	April 4, 2013 (Exemption)
Illinois	April 19, 2013 (Exemption)
Indiana	April 4, 2013
Michigan	April 3, 2013
Minnesota	April 8, 2013
New York	Pending (Exemption)
Rhode Island	Pending
Washington	Pending (Exemption)
Wisconsin	April 4, 2013

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