

APR 12 2013
FRANCHISOR'S COSTS AND SOURCE OF FUNDS
FOR
POP FRANCHISE LLC

- 1 Disclose the Franchisor's total costs for performing its pre-opening obligations to provide goods or services in connection with establishing each franchised business, including real estate, improvements, equipment, inventory, training and other items stated in the offering

Category	Costs
Real Estate	_____
Improvements	_____
Equipment	_____
Inventory	_____
Training	\$550
Other (describe)	
On -Site Evaluation	\$500
Telephone Assistance	\$50
Review of site Approval Requests	\$100
Copy of the Manual	\$25
Opening Assistance	\$2,800
Misc	\$500
Totals	\$4525

- 2 State separately the sources of all required funds Working Capital, supplied by
Popcornopolis LLC, an affiliate

FRANCHISE SELLER DISCLOSURE FORM

DEPARTMENT OF CORPORATIONS
REGISTERED LOS ANGELES OFFICE

APR 12 2013

1 List who will solicit, offer or sell franchises for the Franchisor in this state

- A Name Wally Arnold
- B Business address and telephone number 1301 E El Segundo
El Segundo, CA 90245
310-414-6700
- C Present employer Popcornopolis LLC
- D Present title CEO
- E Employment during the past five years For each employment, state the name of the employer, position held, and beginning and ending dates

- 1) Pop Franchise LLC
CEO
January 2009 to Present
- 2) Popcornopolis LLC
CEO
November 2006 to Present
- 3) Yankee Candle Company
Division COO
July 2006 to July 2008
- 4) Popcornopolis, Inc
President
June 2002 to Present

2 State whether the person identified in 1 above

- A Has an administrative, criminal or material civil action pending against that person alleging a violation of franchise, antitrust or securities law, or alleging fraud, unfair or deceptive practices, or any comparable allegations?

YES _____ NO X

If you answered "yes", please provide

- 1 Names of the parties
- 2 Forum, nature and current status of the pending action
- 3 Case or proceeding identification number

- B Had during the 10-year period immediately before the disclosure document's issuance date been convicted of or pleaded nolo contendere to a felony charge, or been held liable in a civil action involving an alleged violation of a franchise, antitrust or securities law, or allegations of fraud, unfair or deceptive practices, or comparable allegations?

YES _____ NO X

If you answered "yes", please provide

- 1 Names of the parties
- 2 The forum
- 3 Case or proceeding identification number

- C Is subject to a currently effective injunction or restrictive order or decree resulting from a pending or concluded action brought by a public agency and relating to the franchise, or to a Federal, State or Canadian franchise, securities, antitrust, trade regulation or trade practice law

YES _____ NO X

If you answered "yes", please provide

- 1 Name of the person
- 2 Public agency or court
- 3 Case or proceeding identification number

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