

RECEIVED**OCT 26 2012****FRANCHISE DISCLOSURE DOCUMENT**Department of Corporations
Los Angeles**Retailer One On One**[®]One On One Franchising, LLC
a Florida limited liability company
2345 West Sand Lake Road, Suite 100
Orlando, FL 32809
Tel (407) 812-8000
E-Mail julia@retaileroneonone.com
www.retaileroneonone.com
www.franchisingoneonone.com**Franchising One On One**

The franchisee will own and operate a business that markets, promotes and hosts one-day trade shows and other networking events in a fun, casual environment for retailers under the **Retailer One on One** trade name, and/or one-day and two-day trade shows and other networking events for franchisors under the **Franchising One on One** trade name, both operating under our marketing system and operating procedures. The franchisee may operate either the **Retailer One on One** franchise, the **Franchising One on One** franchise, or both.

The total investment necessary to begin operation of a **Retailer One on One** franchise ranges from \$76,550 to \$117,050, the total investment necessary to begin operation of a **Franchising One on One** franchise ranges from \$61,550 to \$102,050, and the total investment necessary to begin operation of both franchise concepts ranges from \$106,550 to \$147,050 (total amount in Item 7). This includes \$51,000 that must be paid to the franchisor or its affiliate before opening the **Retailer One on One** business, and/or \$36,000 that must be paid to the franchisor or its affiliates before opening the **Franchising One on One** business (see Item 5).

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 **Julia Sosa** at **2345 West Sand Lake Road, Suite 100, Orlando, Florida 32809** (Tel (407) 812-8000), or julia@retaileroneonone.com.

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.

Issuance Date: September 30, 2012, as amended October 25, 2012

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 administrators listed in Exhibit "A" for information about the franchisor, about other franchisors, 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.

THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY ARBITRATION ONLY IN ORANGE COUNTY, FLORIDA. OUT OF STATE ARBITRATION MAY FORCE YOU TO ACCEPT AS LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST MORE TO ARBITRATE AGAINST US IN ORANGE COUNTY, FLORIDA THAN IN YOUR HOME STATE.

THE FRANCHISE AGREEMENT STATES THAT FLORIDA 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.

BEFORE A FRANCHISOR PARTICIPATES IN A FRANCHISING ONE ON ONE TRADE SHOW OR NETWORKING EVENT IN WHICH THE FRANCHISOR MAY OFFER OR SELL FRANCHISES IN CALIFORNIA, THE FRANCHISOR MUST HAVE AN EFFECTIVE FRANCHISE REGISTRATION OR EXEMPTION IN CALIFORNIA OTHER THAN CALIFORNIA CORPORATIONS CODE SECTION 31105. THIS REQUIREMENT MAY REDUCE THE NUMBER OF FRANCHISORS ELIGIBLE TO PARTICIPATE IN A FRANCHISING ONE ON ONE TRADE SHOW OR NETWORKING EVENT IN CALIFORNIA.

YOU WILL NOT RECEIVE AN EXCLUSIVE TERRITORY. SEE ITEM 12 OF THIS DISCLOSURE DOCUMENT.

THE SERVICE MARK, "FRANCHISING ONE ON ONE", HAS NOT YET BEEN REGISTERED WITH THE USPTO AND DOES NOT HAVE THE PROTECTIONS AFFORDED FEDERALLY REGISTERED MARKS.

THERE MAY BE OTHER RISKS CONCERNING THE FRANCHISE.

The effective dates of this Disclosure Document in the states of California, Hawaii, Illinois, Indiana, Maryland, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington and Wisconsin are disclosed on the following page.

One on One Franchising, LLCState Effective Dates
(if applicable)**State:****Effective Date:**

California

Hawaii

Illinois

Indiana

Maryland

Michigan

Minnesota

New York

North Dakota

Rhode Island

South Dakota

Utah

Virginia

Washington

Wisconsin

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