

FRANCHISE DISCLOSURE DOCUMENT

TRUFOODS, LLC

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We offer franchises for the operation of Shoppes under the name “Ritter’s Frozen Custard” offering a wide variety of frozen custard products and beverages, as well as hamburgers, hot dogs and fries. We also offer co-branding opportunities and satellite “scoop shoppe” opportunities.

The total investment necessary to begin operation of a Ritter’s franchise located in a strip Shopping center is \$365,000 to \$693,900. This includes \$35,000 that must be paid to the franchisor and/or its affiliate, as appropriate. The total investment necessary to begin operation of a Ritter’s franchise located in a free-standing building (excluding real estate costs) is \$496,500 to \$1,107,900. This includes \$35,000 that must be paid to the franchisor and/or its affiliate, as appropriate. The total investment necessary to begin operation of a Ritter’s co-branded franchise is \$66,000 to \$375,500. This includes between \$10,000 and \$27,500 that must be paid to the franchisor and/or its affiliate, as appropriate. The total investment necessary to begin operation of a Ritter’s satellite scoop shoppe franchise is \$156,000 to \$486,500. This includes \$17,500 that must be paid to the franchisor and/or its affiliate, as appropriate. Please see Items 5 and 7 for additional details.

If you are a multi-unit developer, you will pay a development fee equal to 100% of the initial franchise fee for the first Shoppe to be developed plus 50% of the reduced initial franchise fee for each additional Shoppe to be developed under the Multi-Unit Development Agreement. The development fee is applied pro rata to the initial franchise fees due for each Shoppe to be developed after the first. Your estimated initial investment will vary based on the number of Shoppes to be developed.

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 the 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 government 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 Stewart Stolz, 666 Fifth Avenue, Suite 27B, New York, New York 10103 and (212) 359-3600.

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, 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.

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How to Use This Franchise Disclosure Document

Here are some questions you may be asking about buying a franchise and tips on how to find more information:

| QUESTION | WHERE TO FIND INFORMATION |
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| How much can I earn? | Item 19 may give you information about outlet sales, costs, profits or losses. You should also try to obtain this information from others, like current and former franchisees. You can find their names and contact information in Item 20 or F and G. |
| How much will I need to invest? | Items 5 and 6 list fees you will be paying to the franchisor or at the franchisor’s direction. Item 7 lists the initial investment to open. Item 8 describes the suppliers you must use. |
| Does the franchisor have the financial ability to provide support to my business? | Item 21 or H includes financial statements. Review these statements carefully. |
| Is the franchise system stable, growing, or shrinking? | Item 20 summarizes the recent history of the number of company-owned and franchised outlets. |
| Will my business be the only Ritter’s Frozen Custard business in my area? | Item 12 and the “territory” provisions in the franchise agreement describe whether the franchisor and other franchisees can compete with you. |
| Does the franchisor have a troubled legal history? | Items 3 and 4 tell you whether the franchisor or its management have been involved in material litigation or bankruptcy proceedings. |
| What’s it like to be Ritter’s Frozen Custard franchisee? | Item 20 or F and G lists current and former franchisees. You can contact them to ask about their experiences. |
| What else should I know? | These questions are only a few things you should look for. Review all 23 Items and all Exhibits in this disclosure document to better understand this franchise opportunity. See the table of contents. |

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