

FRANCHISE DISCLOSURE DOCUMENT



Sanford Rose Associates International, Inc. A Texas Corporation 5851 Legacy Circle, Suite 500, Plano, Texas 75024 972.931.5242

hq@sanfordrose.com; www.sanfordrose.com

As a SANFORD ROSE ASSOCIATES® franchisee you will operate an executive search and recruiting business.

The total investment necessary to begin operation of a SANFORD ROSE ASSOCIATES[®] start-up franchise ("Start-up Franchise") is \$108,250 - \$143,580. This includes \$88,000 that must be paid to the franchisor or its affiliate. The total investment necessary to begin operation of a SANFORD ROSE ASSOCIATES[®] conversion franchise ("Conversion Franchise") is \$11,400 to \$14,800. This includes \$7,500 that must be paid to the franchisor or its affiliate.

This disclosure document summarizes 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 government agency has verified the information contained in the 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 Jeffrey Kaye, Sanford Rose Associates International, Inc., 5851 Legacy Circle, Suite 500, Plano, Texas 75024; Telephone: 972.931.5242, hq@sanfordrose.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 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. More information on franchising, such as "A Consumer 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
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 Exhibit One.
How much will I need to	Items 5 and 6 list fees you will be paying to the
nvest?	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	Item 21 or Exhibit Two includes financial statements.
he financial ability to	Review these statements carefully.
provide support to my	
ousiness?	
s the franchise system	Item 20 summarizes the recent history of the number of
stable, growing, or	company-owned and franchised outlets.
shrinking?	
Will my business be the	Item 12 and the "territory" provisions in the franchise
only SANFORD ROSE	agreement describe whether the franchisor and other
ASSOCIATES business in	franchisees can compete with you.
ny area?	
Does the franchisor have a	Items 3 and 4 tell you whether the franchisor or its
roubled legal history?	management have been involved in material litigation
	or bankruptcy proceedings.
What's it like to be a	Item 20 or Exhibit One lists current and former
SANFORD ROSE	franchisees. You can contact them to ask about their
ASSOCIATES franchisee?	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
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What You Need To Know About Franchising Generally

<u>Continuing responsibility to pay fees</u>. You may have to pay royalties and other fees even if you are losing money.

Business model can change. The franchise agreement may allow the franchisor to change its manuals and business model without your consent. These changes may require you to make additional investments in your franchise business or may harm your franchise business.

<u>Supplier restrictions</u>. You may have to buy or lease items from the franchisor or a limited group of suppliers the franchisor designates. These items may be more expensive than similar items you could buy on your own.

<u>Operating restrictions</u>. The franchise agreement may prohibit you from operating a similar business during the term of the franchise. There are usually other restrictions. Some examples may include controlling your location, your access to customers, what you sell, how you market, and your hours of operation.

<u>Competition from franchisor</u>. Even if the franchise agreement grants you a territory, the franchisor may have the right to compete with you in your territory.

Renewal. Your franchise agreement may not permit you to renew. Even if it does, you may have to sign a new agreement with different terms and conditions in order to continue to operate your franchise business.

When your franchise ends. The franchise agreement may prohibit you from operating a similar business after your franchise ends even if you still have obligations to your landlord or other creditors.

Some States Require Registration

Your state may have a franchise law, or other law, that requires franchisors to register before offering or selling franchises in the state. Registration does not mean that the state recommends the franchise or has verified the information in this document. To find out if your state has a registration requirement, or to contact your state, use the agency information in Exhibit Five.

Your state also may have laws that require special disclosures or amendments be made to your franchise agreement. If so, you should check the State Specific Addenda. See the

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