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SAN FRANCISCO**FRANCHISE DISCLOSURE DOCUMENT**13 APR 15 AM 11:54
**TAN REPUBLIC FRANCHISE COMPANY, LLC.**An Oregon Limited Liability Company
285 Liberty St. NE, Suite 120
SALEM, OREGON 97301

Phone: 1 (888)611-TANU

Email: franchise@tanrepublic.comwww.tanrepublic.comwww.tanrepublicfranchising.com

We are **TAN REPUBLIC FRANCHISE COMPANY, LLC**, an Oregon limited liability company. We offer franchises to qualified individuals to own and operate a **TAN REPUBLIC** franchise under the "**TAN REPUBLIC**" "**BRONZED NATION**" "**TAN SOCIETY**" and "**SKYN NATION**" names, logos, and Service Marks. Our franchisees offer upscale tanning, skin care and related spa services and merchandise to the public under the Service Marks (the "Method of Operation"). The Tan Republic and Bronzed Nation marks identify our tanning business operations and the Skyn Nation marks identify our skin care and beauty treatment business operations. A Co-Branded franchise is a Tan Republic, Bronzed Nation or Skyn Nation franchise operated in connection with another concept, or a franchise in which the Tan Republic and Skyn Nation concepts or the Bronzed Nation and Skyn Nation concepts are operated in connection with each other.

The Initial Franchise Fee is **\$37,500**. The total estimated initial investment necessary to begin operation of a **TAN REPUBLIC** or **BRONZE NATION** tanning franchise or a **SKYN NATION** skin care and beauty treatment franchise ranges from **\$111,000 to \$394,800**. Refer to Items 5, 6 and 7 of this Disclosure Document for a full explanation regarding the Initial Franchise Fee, other Fees and the Total Investment.

We also offer franchises for Tan Republic Area Developer Franchises. An Area Developer acts as our representative to advertise for and market to prospective franchisees of Tan Republic franchises within a territory, and to support the franchises located in that territory. The initial franchise fee ranges from the \$100,000 minimum Area Developer Fee to \$1,000,000 calculated at \$0.20 per person of population. The initial investment ranges from **\$153,000 to \$1,172,000** for an Area Developer. In addition, the Area Developer is required to open and maintain in operation at least one Tan Republic unit franchise and incurs related costs.

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 Lance Donnelly at 285 Liberty St. NE, Suite 120, Salem, Oregon 97301 and 1-888-611-TANU. 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.

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 B 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:

THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY MEDIATION AND LITIGATION ONLY IN OREGON. OUT-OF-STATE LITIGATION AND MEDIATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO SUE OR MEDIATE WITH US IN OREGON THAN IN YOUR OWN STATE.

THE FRANCHISE AGREEMENT STATES THAT OREGON 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.

THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: [See the following page]

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