

FRANCHISE DISCLOSURE DOCUMENT

SPINFIRE, LLC

a Virginia limited liability company

5900 Fort Drive, Suite 302

Centreville, Virginia 20121

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DEPARTMENT OF
BUSINESS OVERSIGHT
SAN FRANCISCO

As a SpeedFire Area Representative, you will solicit potential purchasers for our SpeedFire restaurant franchises and provide development and ongoing franchise support services to single unit and multi-unit franchises in your defined territory. Each franchisee of a SpeedFire restaurant franchise will license directly from us the right to operate a fast casual restaurant offering custom pizza and salads under the name "SpeedFire"

The estimated total initial investment for your area representative franchise will range from \$67,450 to \$195,500. This includes the initial area representative rights fee for your territory which ranges from \$50,000 to \$150,000, based on the size of your territory. As an area representative, you must also own and operate one SpeedFire restaurant. For more information about the initial investment required to open a single unit restaurant, see our separate Franchise Disclosure Document for SpeedFire single unit and multi-unit franchises.

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 Fouad Qreitem or Gary Wise at 5900 Fort Drive, Suite 302, Centreville, Virginia 20121 and (703) 378-1500.

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.

Issuance Date February 27, 2015, as amended August 7, 2015

STATE EFFECTIVE DATES

The following states require that this Disclosure Document be registered or filed with the state, or be exempt from registration California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington and Wisconsin

This Disclosure Document is either registered, on file or exempt from registration in the following states having franchise registration and disclosure laws, with the following effective dates

California	April 3, 2015, as amended _____
Connecticut	N/A
Florida	
Hawaii	N/A
Illinois	N/A
Indiana	November 7, 2014
Kentucky	November 10, 2014
Maine	N/A
Maryland	
Michigan	N/A
Minnesota	N/A
Nebraska	November 7, 2014
New York	
North Carolina	N/A
North Dakota	N/A
Rhode Island	N/A
South Carolina	N/A
South Dakota	
Texas	November 6, 2014
Utah	
Virginia	
Washington	N/A
Wisconsin	

ITEM 1
THE FRANCHISOR, AND ANY PARENTS, PREDECESSORS AND AFFILIATES

The Franchisor

SpinFire, LLC (referred to in this Disclosure Document as ‘we,’ ‘us,’ or ‘our’ and where the context requires also includes our parent and our affiliates) was formed as a Virginia limited liability company on July 1, 2013. Our principal place of business is 5900 Fort Drive, Suite 302, Centreville, Virginia 20121 and we do business under our corporate name and the Marks as described below. In this Disclosure Document, we refer to the person or entity that will be signing the Area Representative Agreement (defined below) as “you,” “your,” or “franchisee,” which includes all franchise owners and partners, if you are a corporation, partnership or other entity.

We do not own or operate any businesses of the type being franchised. We have not offered franchises in any other line of business and we do not engage in any other business activity. We have offered franchises for SpinFire area representative franchises from June 2014 to July 2015 when we did not win the opposition to our SpinFire trademark registration. We have offered franchises for SpeedFire area representatives since August 2015. We offer single unit franchises and multi-unit operator opportunities through a separate Disclosure Document. This Disclosure Document is for the area representative concept only.

Our agents for service of process are listed in Exhibit G.

Our Parents, Predecessors and Affiliates

We have no parent or predecessor. Our first affiliate is Paisano’s Franchise System, Inc., a Virginia corporation headquartered at our address. Paisano’s Franchise System, Inc. has offered franchises for “Paisano’s Pizza” restaurants since 2009, and continues to offer franchises under a separate Disclosure Document. Paisano’s Pizza restaurants offer substantially the same products and services as a SpeedFire restaurant. As of December 31, 2014, Paisano’s Franchise System, Inc. had a total of 13 franchised stores in Maryland, Virginia and Washington, DC.

Our second affiliate is SpinFire Ashburn LLC, a Virginia limited liability company headquartered at 20522 Easthampton Plaza, Ashburn, Virginia. SpinFire Ashburn LLC owns and operates a SpinFire restaurant which opened in October 2014. This Restaurant will be changing its name and will be operating under the “SpeedFire” name and Proprietary Marks. SpinFire Ashburn LLC has never offered franchises in this or any other line of business and is not a supplier of any product or service that you must purchase.

Our third affiliate is SpinFire Rosslyn LLC, a Virginia limited liability company headquartered at 1501 Wilson Boulevard, Arlington, Virginia. SpinFire Rosslyn LLC is currently developing a SpinFire restaurant which is scheduled to open in 2015. This Restaurant will be changing its name and will be operating under the “SpeedFire” name and Proprietary Marks. SpinFire Rosslyn LLC has never offered franchises in this or any other line of business and is not a supplier of any product or service that you must purchase.

Our fourth affiliate is Capital Restaurant Group, Inc., a Virginia corporation headquartered at our address. Capital Restaurant Group, Inc. is the owner of our trademarks and has licensed them to us so that we may sub-license them to our franchisees. The trademark license agreement is a perpetual, non-cancelable license agreement dated August 4, 2015.

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