



FRANCHISE DISCLOSURE DOCUMENT STICK HOUSE USA LLC A Delaware Limited Liability Company 11766 Wilshire Boulevard, Ninth Floor Los Angeles, California 90025 Phone (310) 745-5788 Fax 310-703-1232 Email contact@stickhousesrl.com Web site www.stickhousesrl.com

Stick House USA LLC a Delaware limited liability company, offers subfranchises for businesses (the "Subfranchisor Businesses") that will offer and sell single unit franchises and area development franchises for retail shops (the Stickhouse Shops) that will offer handmade ice cream on a stick, cold and hot beverages, sweets, chocolates, salad delicacies and ancillary related products for on-premises and offpremises consumption under the trade name and service mark Stickhouse and other related trademarks, service marks, logos and commercial symbols (the Stickhouse Marks')

The total investment necessary to begin operations of a Stickhouse Subfranchisor Business ranges from approximately \$256 000 to \$309,000 This includes \$202,500 that must be paid to us or our parent and affiliate, Stick House Company srl

This disclosure document summarizes certain terms of your Subfranchise 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 payments 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, please contact Daniele Posti 11766 Wilshire Boulevard Ninth Floor Los Angeles, California 90025 Phone (310) 745-5788

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 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 "<u>A Consumer's Guide to Buying a Franchise</u>," 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 <u>www ftc gov</u> 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

THE ISSUANCE DATE OF THIS DISCLOSURE DOCUMENT IS DECEMBER 29, 2014

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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 THIS FRANCHISE WITH A STATE DOES NOT MEAN THAT THE STATE RECOMMENDS IT OR HAS VERIFIED THE INFORMATION IN THIS DISCLOSURE DOCUMENT

Call the state franchise administrator listed in <u>Exhibit H</u> for information about the franchisor or about franchising in your state

MANY SUBFRANCHISE 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 THIS FRANCHISE, 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

- 1 THE SUBFRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH STICK HOUSE USA LLC, BY MEDIATION ONLY IN LOS ANGELES COUNTY, CALIFORNIA OUT OF STATE MEDIATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES IT MAY ALSO COST YOU MORE TO PARTICIPATE IN MEDIATION WITH STICK HOUSE USA LLC IN CALIFORNIA THAN IN YOUR HOME STATE
- 2 THE SUBFRANCHISE AGREEMENT STATES THAT CALIFORNIA 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
- 3 THE FRANCHISOR HAS BEEN OFFERING FRANCHISES FOR A SHORT PERIOD OF TIME THEREFORE, THERE IS ONLY A BRIEF OPERATING HISTORY TO ASSIST YOU IN JUDGING WHETHER OR NOT TO MAKE THIS INVESTMENT
- 4 THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE

Effective Date See the next page for State Effective Dates



STATE EFFECTIVE DATES

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

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

California _____

In all other states, the effective date of this Franchise Disclosure Document is the issuance date of December 29, 2014

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