

BARRE BEE FIT™**Live By The Barre Code.**

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DEPARTMENT OF CORPORATIONS
LOS ANGELES OFFICE**FRANCHISE DISCLOSURE DOCUMENT**

Barre Code Franchisor, L L.C
an Illinois limited liability company
435 N. LaSalle Boulevard, LL2
Chicago, IL 60654
(312) 595-1600
suleen@barrebeefit.com
www.barrebeefit.com

We offer a franchise to own and operate a barre-based fitness and exercise studio under the “Barre Bee Fit” name and marks

The total investment necessary to begin operation of a Barre Bee Fit franchise ranges from \$82,550 to \$153,750. This includes ~~\$29,500~~\$33,500 to ~~\$41,500~~\$53,500 that must be paid to the franchisor.

This Disclosure Document summarizes to 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 payments 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 Suleen Lee at Barre Code Franchisor, L L.C, 435 N. LaSalle Boulevard, LL2, Chicago, IL 60654 and (312) 595-1600.

The terms of your contract will govern your franchise relationship. Don't rely on this 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.

ISSUANCE DATE: February 22, 2013, as amended April 17, 2013

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

Call the state franchise administrator listed in Exhibit A 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.

1 THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY ARBITRATION OR LITIGATION IN A JURISDICTION IN THE STATE IN WHICH OUR PRINCIPAL PLACE OF BUSINESS IS LOCATED (CURRENTLY, CHICAGO, ILLINOIS). OUT OF STATE ARBITRATION OR LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO ARBITRATE OR LITIGATE WITH US IN THE STATE IN WHICH OUR PRINCIPAL PLACE OF BUSINESS IS LOCATED (CURRENTLY, CHICAGO, ILLINOIS) THAN IN YOUR HOME STATE.

2 THE FRANCHISE AGREEMENT STATES THAT ILLINOIS 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 SOME STATE FRANCHISE LAWS PROVIDE THAT CHOICE OF LAW AND CONSENT TO JURISDICTION PROVISIONS ARE VOID OR SUPERSEDED. YOU MAY WANT TO INVESTIGATE WHETHER YOU ARE PROTECTED BY A STATE FRANCHISE LAW. YOU SHOULD REVIEW ANY ADDENDA OR RIDERS ATTACHED TO THIS DISCLOSURE DOCUMENT FOR DISCLOSURE REGARDING STATE FRANCHISE LAWS.

4 THE FRANCHISE AGREEMENT STATES THAT YOUR PROTECTED TERRITORY MAY BE MODIFIED OR REMOVED IF YOU ARE IN DEFAULT OF THE FRANCHISE AGREEMENT OR ANY OTHER AGREEMENTS WITH US OR OUR AFFILIATES.

5 THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date See the next page for state effective dates.

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BARRE CODE FRANCHISOR, L.L.C.

STATE EFFECTIVE DATES

The following states require that the 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 registered, on file or exempt from registration in the following states having franchise registration and disclosure laws, with the following effective dates

California	<u>February 28, 2013, as amended</u>
Hawaii	<i>Not Registered</i>
Illinois	_____
Indiana	February 25, 2013, <u>as amended April 17, 2013</u>
Maryland	<i>Not Registered</i>
Michigan	February 25, 2013, <u>as amended April 17, 2013</u>
Minnesota	Not Registered <u>February 22, 2013, as amended</u>
New York	Not Registered _____
North Dakota	<i>Not Registered</i>
Rhode Island	<i>Not Registered</i>
South Dakota	<i>Not Registered</i>
<u>Virginia</u>	<u><i>Not Registered</i></u>
Washington	<i>Not Registered</i>
Wisconsin	February 25, 2013, <u>as amended April 17, 2013</u>

In all other states, the effective date of this disclosure document is the issuance date of February 22, 2013, as amended April 17, 2013

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