

FRANCHISE DISCLOSURE DOCUMENT

NEUROSCULPTING INSTITUTE FRANCHISING, LLC

(a Colorado limited liability company)

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The Neurosculpting® Institute

MANAGE YOUR STRESS • IMPROVE YOUR HEALTH • DISCOVER CALM AND JOY • CONTRIBUTE TO OTHERS

WHERE GRAY MATTERS

Neurosculpting Institute Franchising, LLC is offering franchises for businesses that offer the instruction and facilitation of our proprietary 5-step meditation methodology.

The total estimated initial investment necessary to begin operation of a Certified NEUROSCULPTING Facilitator franchise ranges from \$5,750 to \$126,300. This includes approximately \$3,150 that must be paid to the franchisor or its affiliates.

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 us at 1245 East Colfax Avenue, Suite 207, Denver, Colorado 80218, telephone (303) 981-9743.

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 "*Buying a Franchise: A Consumer Guide*" 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: April 19, 2017

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 A for information about the franchisor, about other franchisors, 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 NON-BINDING MEDIATION OR, FAILING A SETTLEMENT THROUGH MEDIATION, BY LITIGATION IN COLORADO. OUT OF STATE MEDIATION OR LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO MEDIATE OR LITIGATE AGAINST US IN COLORADO THAN YOUR OWN STATE.

2. COLORADO LAW GOVERNS THE FRANCHISE AND RELATED AGREEMENTS. THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.

3. THE FRANCHISOR IS IN AN EARLY STAGE OF DEVELOPMENT WITH A LIMITED OPERATING HISTORY. THIS FRANCHISE MAY BE A HIGHER RISK INVESTMENT THAN ONE IN A SYSTEM WITH A LONGER OPERATING HISTORY.

4. THE TERRITORY IS NOT EXCLUSIVE. YOU MAY FACE COMPETITION FROM OTHER FRANCHISEES, FRANCHISOR-OWNED OUTLETS, OR FROM OTHER CHANNELS OF DISTRIBUTION..

5. ALL OF THE OWNERS OF THE FRANCHISE WILL BE REQUIRED TO EXECUTE PERSONAL GUARANTEES. THE REQUIREMENT PLACES THE PERSONAL ASSETS OF THE FRANCHISE OWNER(S) AT RISK.

6. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

We reserve the right to use the services of one or more FRANCHISE BROKERS or referral sources to assist us in selling our franchise. A franchise broker or referral source is our agent and represents us, and not you. We pay this person a fee for selling our franchise or referring you to us. You should be sure to do your own investigation of the franchise.

The effective dates of this Disclosure Document in the states with registration laws are on the following page.

**STATE EFFECTIVE DATES
REGISTRATION STATES**

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

This 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: _____	North Dakota: <u>Not Registered</u>
Hawaii: <u>Not Registered</u>	Rhode Island: <u>Not Registered</u>
Illinois: _____	South Dakota: <u>Not Registered</u>
Indiana: <u>Not Registered</u>	Virginia: _____
Maryland: _____	Washington: _____
Minnesota: <u>Not Registered</u>	Wisconsin: _____
New York: _____	

**EXEMPTION/NOTICE
FILING STATES**

Connecticut: <u>Exemption</u>	Michigan: <u>Exempt</u>	Texas: <u>Exemption</u>
Florida: <u>Not Registered</u>	Nebraska: <u>Not Registered</u>	Utah: <u>Not Registered</u>
Kentucky: <u>Not Registered</u>		

In all the other states, the effective date of this Franchise Disclosure Document is the issuance date of April 19, 2017.

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