

SEP 04 2012

FRANCHISE DISCLOSURE DOCUMENT

Department of Corporations
Los Angeles



THREE DOG BAKERY, INC.,
a Delaware Corporation
1843 No Topping Ave
Kansas City, MO 64120
(816) 474-3647
jwiebrecht@threedog.com
www.threedog.com

The franchise offered is for one or more "THREE DOG BAKERY" store(s) that will sell personalized cakes, muffins, pastries, and novelty baked items that are baked in the store, dog food, dog cookies, dog biscuits, dog training treats, and cat treats manufactured by the franchisor or its affiliates, as well as ancillary items (such as dog bowls, leashes, and collars) that are approved by the franchisor

The total investment necessary to begin operation of a single THREE DOG BAKERY store franchise ranges from \$200,300 to \$350,000. This includes the initial franchise fee of \$25,000 per store which must be paid to us, plus approximately \$12,000 of your initial inventory purchased from us. If you sign a two-store development agreement, your costs to open the first store will range from \$235,300 to \$385,000, which includes the initial franchise fee for the first two stores plus a \$5,000 per store development fee. For an existing THREE DOG BAKERY licensee converting to a franchise, the total investment will be \$15,000, which includes the initial franchise fee of \$7,500 per store which must be paid to us. Total investment for more than one THREE DOG BAKERY store will be a multiple of the single-store investment *plus* the amount of the development fee.

This disclosure document summarizes certain provisions of your franchise agreement, multi-unit development 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 disclosure in different formats, contact Jamie Wiebrecht at 1843 No Topping Ave, Kansas City, MO 64120, telephone number (816) 474-3647, extension 227, e-mail jwiebrecht@threedog.com

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 an attorney 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 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 April 30, 2012 as amended August 31, 2012

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The Effective Date of this Disclosure Document in each State is set forth below

State	Effective Date	State	Effective Date
California	May 3, <u>2012 as amended</u> 2012	North Dakota	Not registered
Hawaii	Not registered	Rhode Island	Not registered
Illinois	May 1, <u>2012 as amended</u> 2012	South Dakota	Not registered
Indiana	See separate FDD	Virginia	See separate FDD
Maryland	Not registered	Washington	Not registered
Michigan	See separate FDD	Wisconsin	Not registered
Minnesota	June 7, 2012 <u>as amended</u> 2012		
New York	Not registered		

ITEM 2 BUSINESS EXPERIENCE

President/CEO and Director: Scott W. Ragan

~~Mr Ragan has been president of Three Dog since October 2006, as such, he is responsible for the day to day operations as well as the strategic direction and financial growth and health of Three Dog. Mr Ragan has been a director since March 27, 2008. Before joining Three Dog, Mr Ragan was Vice President Marketing and Business Development for H&R Block in Kansas City, Missouri, from August 1999 to October 2004, and Vice President of Financial Operations from 2004 to 2006. In these positions, he was responsible for the marketing and financial activities of that company.~~

Director and Chairman: William Reisler

Mr Reisler has been one of our Directors since our formation in December 2003 and has been our Chairman since January 2011. Mr. Reisler's employment from May 1993 to the present has been Managing Partner of Kansas City Equity Partners / Consumer Growth Partners / Consumer Growth Advisors (a group of related private equity investment companies) in Kansas City, Missouri.

Director: Joe Thomas Hays

Mr Hays has been one of our Directors since our formation in December 2003. Mr Hays' employment from July 1999 to the present has been with Arkansas Capital Corp / Old Main Advisors, Inc., of Little Rock, Arkansas. Currently, he serves as Manager of two venture capital funds (Diamond State Ventures, LP and Diamond State Ventures II, LP) sponsored by Arkansas Capital Corp. / Old Main Advisors, Inc.

Controller and Chief Financial Officer: Jeanne Mathiesen

Ms. Mathiesen joined us as our Controller and Chief Financial Officer in January 2008, in which position she is responsible for all financial matters for the company. She held this position until August, 2012 when she transitioned to a part-time position with the same title. Previously, Ms. Mathiesen served as CFO for Saepio Technologies, Inc. a software company specializing in marketing and advertising technology based in Kansas City, Missouri (from January 2005 to January 2008) and as a principal of CFO Strategies of Kansas City, Missouri, a temporary CFO firm, from 2002 through 2004.

Director of Franchise Operations and Client Experience: Jamie Wiebrecht

Mr. Wiebrecht has been the Director of Franchise Operations and Client Experience of Three Dog since January, 2011. Before joining Three Dog, Mr. Wiebrecht was the Director of Field Marketing for H&R Block in Kansas City, Missouri from November 2005 to December 2010.

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