

FRANCHISE DISCLOSURE DOCUMENT VILLAGE BAKER, INC.

A Utah Corporation
1658 West 9000 South
West Jordan, Utah 84047
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As a franchisee, you will operate a Village Baker Store that offers sandwiches, pizza, soup, salads, treats, freshly baked bread, and other products.

The total investment necessary to begin operation of a Village Baker Store franchise ranges from \$549,000 to \$631,000. This includes \$20,000 that must be paid to us or an affiliate. These sums do not include real estate lease costs.

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 Melissa McCleery at 1658 West 9000 South, West Jordan, UT 84047, (801) 842-1366.

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, 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.

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

To simplify the language in this Disclosure Document (the "Disclosure Document"), "we," "us," "Village Baker," "Franchisor," or like terms means The Village Baker, Inc., the franchisor, and "you" or "Franchisee" means the person or entity that buys the franchise. If an entity is the Franchisee, "you" includes the Franchisee's owners.

The Franchisor, Parents, Affiliates and Predecessors.

We are a Utah corporation, formed on July 10, 2000, and we conduct business under the following names: The Village Baker, Inc. and Village Baker. We do not do business under any other name. We maintain a principal office address at 1658 West 9000 South, West Jordan, Utah 84047. Our telephone number is (801) 842-1366. We do not have any parents or affiliates.

We have two predecessors: Dough Utah, Inc. and Brother Buns, Inc. Dough Utah, Inc. operated our company-owned Village Baker Store from July 1994 until October 1998. Brother Buns, Inc. acquired the assets and took over the operation of our Village Baker Store in October 1998 and operated it until July 10, 2000 when we were formed. At that point, we acquired all assets associated with the company-owned Village Baker Store and began operating it. We have operated it ever since. Other than these two entities, we do not have any predecessors.

Agents for Service of Process.

Our agent for service of process is Lee Wright, 60 E. South Temple, Suite 1800, Salt Lake City, UT 84111.

Description of the Franchises Offered.

Our franchisees are independent owners and operators of a franchise business consisting of a restaurant (a "Village Baker Store" or "Store") utilizing our trademark that offers sandwiches, pizza, soup, salads, treats, freshly baked bread, and other products that we may specify (the "Village Baker Products") in accordance with the terms of our Franchise Agreement. A copy of the Franchise Agreement is attached to this disclosure document as Exhibit B. If you enter into a Franchise Agreement, you will be authorized to use the Village Baker system (the "System") under which Village Baker Stores operate. The Village Baker System is characterized by our business formats, signs, equipment, methods, procedures, designs, layouts, standards, and specifications, including the use of the name and service mark "Village Baker," as well as other trademarks, trade names, service marks, logos and other commercial symbols we designate for use by Village Baker Stores (all referred to as the "Marks") and any trade dress, all of which we may change.

The Market and Competition.

The market for your Village Baker Store business is the general public. There is no seasonal demand for Village Baker Products, nor are these food products sold primarily to certain groups.