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FRANCHISE DISCLOSURE DOCUMENT

WORLD GYM INTERNATIONAL, LLC

A Delaware limited liability company 1901 Avenue of the Stars, Suite 1100 Los Angeles, California 90067 Telephone (800) 544-7441 Email info@worldgym.com URL http://www.worldgym.com

DEPARTMENT OF CORPORATIONS RECEIVED LOS ANGELES OFFICE

APR 1 1 2012



The franchised business is a fitness facility providing fitness training and equipment, related services and sale of nutritional items, exercise apparel and accessories

The total investment necessary to begin operation of a new WORLD GYM® franchised facility ranges from \$174,180 to \$1,744,098. The total investment necessary to convert your existing facility to a WORLD GYM® franchised facility ranges from \$21,250 to \$144,500. This includes from \$12,500 to \$30,000 (\$6,250 to \$17,500 if you are converting your existing facility) that must be paid to the franchisor or an affiliate

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 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, contact World Gym International, LLC at 1901 Avenue of the Stars, Suite 1100, Los Angeles, California 90067, (800) 544-7441

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, such as 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 may



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 http://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 March 15, 2012



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, 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

- THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY MEDIATION OR ARBITRATION ONLY IN CALIFORNIA OUT-OF-STATE MEDIATION OR ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES IF YOUR STATE IS NOT CALIFORNIA IT MAY ALSO COST YOU MORE TO MEDIATE OR ARBITRATE WITH US IN CALIFORNIA THAN IN YOUR OWN STATE IF YOUR STATE IS NOT CALIFORNIA
- 2 AS OF DECEMBER 31, 2011, OUR CONSOLIDATED FINANCIAL STATEMENTS SHOWED LOSSES FROM OPERATIONS OF \$151,440

THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE

Effective Dates (See next page):

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