

TABLE OF CONTENTS

<u>ITEM</u>	<u>PAGE</u>
ITEM 1--THE FRANCHISOR, ITS PREDECESSORS AND AFFILIATES.....	1
ITEM 2--BUSINESS EXPERIENCE.....	2
ITEM 3--LITIGATION	3
ITEM 4--BANKRUPTCY	3
ITEM 5--INITIAL FRANCHISE FEE	3
ITEM 6--OTHER FEES	4
ITEM 7--INITIAL INVESTMENT.....	6
ITEM 8--RESTRICTIONS ON SOURCES OF PRODUCTS AND SERVICES.....	10
ITEM 9--FRANCHISEE'S OBLIGATIONS	12
ITEM 10--FINANCING	14
ITEM 11--FRANCHISOR'S OBLIGATIONS	14
ITEM 12--TERRITORY	20
ITEM 13--TRADEMARKS.....	22
ITEM 14--PATENTS, COPYRIGHTS AND PROPRIETARY INFORMATION	24
ITEM 15--OBLIGATION TO PARTICIPATE IN THE ACTUAL OPERATION OF THE FRANCHISE BUSINESS	25
ITEM 16--RESTRICTIONS ON WHAT THE FRANCHISEE MAY SELL.....	25
ITEM 17--RENEWAL, TERMINATION, TRANSFER AND DISPUTE RESOLUTION	26
ITEM 18--PUBLIC FIGURES	29
ITEM 19--REPRESENTATIONS REGARDING EARNINGS CAPABILITY	30
ITEM 20--LIST OF OUTLETS.....	31
ITEM 21--FINANCIAL STATEMENTS.....	33
ITEM 22--CONTRACTS	33
ITEM 23--RECEIPT	33

APPLICABLE STATE LAW MAY REQUIRE ADDITIONAL DISCLOSURES RELATED TO THE INFORMATION IN THIS OFFERING CIRCULAR. THESE ADDITIONAL DISCLOSURES, IF ANY, APPEAR IN EXHIBIT J TO THIS OFFERING CIRCULAR.

EXHIBITS

A LIST OF STATE ADMINISTRATORS

- B LIST OF AGENTS FOR SERVICE OF PROCESS
- C FRANCHISE AGREEMENT
- D LEASE ADDENDUM
- E CONFIDENTIALITY/NON-COMPETITION AGREEMENT
- F TABLE OF CONTENTS OF OPERATIONS/TRAINING MANUAL
- G LIST OF ENTRYPOINT BUSINESSES
- H LIST OF FRANCHISEES THAT RECENTLY LEFT THE SYSTEM
- I FINANCIAL STATEMENTS
- J STATE SPECIFIC DISCLOSURES AND STATE SPECIFIC ADDENDA TO AGREEMENTS
- K RECEIPT (2 COPIES)

APPLICABLE STATE LAW MAY REQUIRE CHANGES TO THE FRANCHISE AND OTHER AGREEMENTS. THESE CHANGES, IF ANY, ARE CONTAINED IN THE STATE SPECIFIC ADDENDA TO AGREEMENTS INCLUDED IN EXHIBIT J TO THIS OFFERING CIRCULAR.