

Item 1

FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

The Franchisor

The name of the Franchisor is **TWO MEN AND A TRUCK®/INTERNATIONAL, Inc.** In this Offering Circular, the Franchisor will be referred to as “we” or “us” and the person being granted a license to operate a franchise will be referred to as “you.” If you are a corporation, partnership, limited liability company or other entity, “you” will mean the entity and the owners of the entity.

We are a Michigan corporation. We incorporated January 17, 1989, under the name TWO MEN AND A TRUCK/USA, Inc. and changed our name to **TWO MEN AND A TRUCK®/INTERNATIONAL, Inc.** on October 5, 1994. We operate under our corporate name and the “**TWO MEN AND A TRUCK®**” name. Our principal business address is 3400 Belle Chase Way, Lansing, MI 48911-4251. Our internet website address is “www.twomen.com”. Our agents for service of process are listed on Exhibit B.

Predecessors and Affiliates

Our only predecessor was a local moving business **TWO MEN AND A TRUCK®**. Our predecessor was operated by Mary Ellen Sheets as a sole proprietorship in Lansing, Michigan, from April 1985 to January 1989. Ms. Sheets incorporated as **TWO MEN AND A TRUCK®/Greater Lansing, Inc.**, assigned her rights to us and became a franchise in 1989. Our predecessor’s address is the same as our address. We have no affiliated companies that provide products or services to our franchisees.

Our predecessor has not offered franchises in any other line of business. We have offered **TWO MEN AND A TRUCK®** franchises since February 1989. We have not offered franchises in any other line of business. Our Founder, Mary Ellen Sheets, has operated a **TWO MEN AND A TRUCK®** business since April 1985. Our Chief Executive Officer, Melanie L. Bergeron, operated **TWO MEN AND A TRUCK®** businesses from 1988 to 1990 and from 1991 to 2000. Our Executive Vice President, Jon Sorber, has operated **TWO MEN AND A TRUCK®** businesses since June 1991.

An affiliate of ours, BHAG, Inc., presently conducts a moving business of the type our Franchisees operate, which business is located at 3333 Sunrise Blvd., Suite J, Rancho Cordova, CA 95742. BHAG, Inc. has been conducting business for three years. BHAG, Inc. has not offered franchises or operated as a franchisee in any other line of business.

An affiliate of ours, BHAG Washington, Inc., presently conducts a moving business of the type our Franchisees operate, which business is located at 19804 141st Place NE, Building D, Woodinville, WA. BHAG Washington, Inc. has been conducting business for two years. BHAG Washington, Inc. has not offered franchises or operated as a franchisee in any other line of business.

An affiliate of ours, BHAG Houston, Inc., presently conducts a moving business of the type our Franchisees operate, which business is located at 220 Spring Hills Drive, Suite 215, The

Woodlands, TX. BHAG Houston, Inc. has been conducting business for one year. BHAG Houston, Inc. has not offered franchises or operated as a franchisee in any other line of business.

An affiliate of ours, BHAG Dallas, Inc., presently conducts a moving business of the type our Franchisees operate, which business is located at 1711 Briercroft Court, Carrollton, TX. BHAG Dallas, Inc. has been conducting business for nine months. BHAG Dallas, Inc. has not offered franchises or operated as a franchisee in any other line of business.

Franchisor's Business

We license **TWO MEN AND A TRUCK®** franchises. We also sell some promotional items to our Franchisees.

The **TWO MEN AND A TRUCK®** franchise is a business that provides moving services and related services, including packing, unpacking, the sale of boxes and packing materials. We anticipate expanding services and products we offer over a period of years, which expansion may include any service or product associated with the preparation of a move (residential or commercial) and the transportation of tangible items to one or multiple locations. The **TWO MEN AND A TRUCK®** franchise must operate under our service marks and service marks, which are described in Item 13 ("Trademarks") and in accordance with our operating procedures ("Systems"). You are granted the right to operate a **TWO MEN AND A TRUCK®** franchise by signing our standard Franchise Agreement (see Exhibit C) and supplemental documents attached to Exhibit C.

Your franchise business will offer commercial and household moving and other relocation services and related products. Your competitors will include other local and national moving or transport companies and may include truck rental agencies.

Area Development Agreements

If you want to buy area-development rights to develop and operate more than one Marketing Area, and if we determine that you are qualified to develop and operate more than one Marketing Area, you must enter into an Area Development Agreement with us. If you enter into an Area Development Agreement with us, you will be an Area Developer, and you must also enter into a separate Franchise Agreement for each Marketing Area in which you will operate a **TWO MEN AND A TRUCK®** franchise under the Area Development Agreement.

Industry Regulations

Moving companies are regulated by federal and state law. Most states have transportation agencies that oversee the state's laws. The state law can vary significantly from state to state. The U.S. Department of Transportation's Federal Motor Carrier Safety Administration (FMCSA) administers the federal laws. There may be other laws and regulations applicable to the operation of a franchise business within a particular state and we urge you to ask about the described laws, regulations and any other laws or regulations that can impact the operation of a **TWO MEN AND A TRUCK®** franchise within the specific area licensed to you.