



pickles & ice cream[®]
M A T E R N I T Y A P P A R E L

Dear Potential Pickle,

Thank you for your interest in exploring the franchise opportunity available to you from Pickles & Ice Cream Maternity Apparel boutiques. We appreciate your interest and are thrilled that you share our enthusiasm for the incredibly exciting maternity market.

Maternity is a white hot category and we are on the leading edge of the buzz. We are inspired by the who's who of the celebrity belly set in the pages of Us Weekly and InStyle, and by the radiant and chic mama-to-be in town. Pickles & Ice Cream celebrates mothers and focuses on the joy and anticipation of pregnancy in a beautiful boutique environment.

We have got a hand-picked selection of clothes and the gold-standard customer service that make Pickles & Ice Cream the go to for maternity fashion, accessories and more. Our commitment to the whole of a pregnant woman's experience, by offering a true retail resource that she can count on for all things pregnancy, is what sets us apart.

Our brands, service and clear commitment to excellence are what have helped to establish Pickles & Ice Cream to be the largest independent maternity retail boutique chain in the country. And, we are in search of just the right partners as we continue to expand.

The enclosed overview will give you an idea of who we are and how we have grown and distinguished ourselves over the past eight years. Additional information is available at www.picklesandicecream.com.

In order to begin the process of franchisee consideration, we will need information on you as well. Please fill out the enclosed questionnaire. Your candid response will help us both to evaluate your potential for future success as a Pickles & Ice Cream Franchisee.

Once we have received and reviewed the requested documentation, we will contact you to discuss the next steps. Please note that the questionnaire is not a contract, and submitting it to us will not bind you in any way. Please also note that this information

does not constitute an offer to sell a Pickles & Ice Cream Franchise. Such offers are made exclusively by the delivery of a Uniform Franchise Circular Offering (UFOC), which we will send you upon mutual agreement following the completion of your interview.

We look forward to hearing from you.

Sincerely,

Brian and Song Pardue

PIC Franchising, LLC
5001 Spring Valley
Suite 385W
Dallas, TX 75244
T: 214-PICKLES
F: 972-980-9681
franchise@picklesandicecream.com



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M A T E R N I T Y A P P A R E L

Savor the Service, Crave the Clothes...

Pregnancy is a special time in every woman's life. Her body is growing, changing and glowing as she carries another life inside of her. An expecting woman is radiant, beautiful and sexy. She deserves clothing that makes the same statement. And she deserves a place to get clothing that makes her feel like the amazingly gorgeous mother-to-be that she is.

That's why Pickles & Ice Cream was created: to provide expecting women everywhere a place to get exceptional customer service and high quality, fashionable clothing at reasonable prices. Since 1997, Pickles & Ice Cream has been giving expectant mothers the best of both worlds, New York style with Southern hospitality.

The oldest and largest maternity clothing franchise in the US, Pickles & Ice Cream knows what pregnant women need and also what they want. Our stores feature all the casual and comfortable clothing that moms-to-be need and the latest fashions and trends they crave. Tailored to the markets they serve, every Pickles location has its own personality. Each boutique features high quality clothing, fashionable accessories, nursing necessities, and so much more. Some of that more includes personalized customer service and a playroom for kids shopping with their moms.

At Pickles & Ice Cream, we understand pregnancy. We are women like you, who have been pregnant, given birth and are now helping the next group of expectant mothers. We know what you're going through and we're here to help. We realize that we can't keep your back from hurting or your feet from swelling. But, we can listen to your needs and offer our advice. We can share a snack with you and talk about how excited you are; and most importantly, we can help you find an outfit that looks so great and feels so good that you forget all about your back or feet or whatever hurts this morning!



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Frequently Asked Questions:

Why should I consider a Pickles & Ice Cream[®] franchise instead of opening my own independent boutique?

Pickles & Ice Cream is the largest and oldest maternity franchise in the United States. Pickles & Ice Cream is a well-recognized name and the company has plans to grow by several new markets each season. Our corporate office is contacted regularly by brokers in large markets requesting that we consider their locations as future homes for Pickles & Ice Cream boutiques.

Pickles & Ice Cream has cultivated important relationships with our vendors. These relationships allow us to collaboratively buy inventory and design our own special cuts that can be found only in a Pickles & Ice Cream boutique. These special cuts set us apart from our competitors and allow lower costs and increased margins.

Our systematic buying process streamlines the dollars spent on inventory to ensure each market has the quantity necessary to drive the boutique towards success. Monthly analysis of inventory and buying trends further allows us to discover the mix that makes each market successful.

Our corporate office offers specialized technical support and assistance with daily questions or needs on virtually any subject. We want to hear about your successes and even your difficulties in order to help tomorrow be even better.

A professional public relations firm is available to franchisees for everything from a press release to ensuring that Pickles & Ice Cream is noted in national news.

Our franchise is a proven concept and design that allows personal franchisee ideas and input to tailor an individual boutique to its market. We are a unified group of franchisees that work with each other on things like inventory needs and merchandising ideas. As a

franchisee, you will be surrounded by a family of owners that have valuable experience to offer you.

Our corporate office and the owners of Pickles & Ice Cream franchising are committed to your success. Your success means our success. We believe that our concept is the best in the industry and that we have what it takes to be an effective and enjoyable career choice for serious franchisees. Our customers tell us repeatedly that we offer the friendliest service and best fashion in town. We are able to do that because we are committed to making Pickles & Ice Cream the best it can be in each of our markets.

Is it necessary to have previous retail experience?

We believe that retail experience gives you an advantage when you open your own boutique but it is not required. There is much more than retail sales involved in owning your own retail business. As a Franchisee, you will be required to participate in a training program prior to your opening. Our extensive training program will provide you with hands-on experiences in the boutique environment and will expose you to valuable sales techniques that you can use in your own boutique.

Our franchisees typically come from many backgrounds... from investment banker, to nurse or even a stay-at-home mom. The one thing they have in common is a drive to succeed and an enthusiasm for helping new moms-to-be enjoy maintaining their sense of style during this special time in their lives.

Does my city have to be a certain size?

Yes, in general, we believe that the area in which you will operate your franchise must have enough of a customer base to support a Pickles & Ice Cream boutique. We will help you determine if your area fits into our franchising plan prior to providing you with a franchise offering.

What is the franchise fee?

The franchise fee is \$30,000. This fee includes your initial training at the home office and sales training at the corporate-owned boutiques in Dallas and Plano. You will be responsible for transportation, meals and lodging. We will assist you in making the necessary arrangements and provide you with more detail after you have reviewed our Uniform Franchise Offering Circular and have decided to become a franchisee.

What is your franchise royalty fee?

Our franchise royalty fee is 6 % of your boutique's gross revenues. This royalty fee is payment for use of the Pickles & Ice Cream name as well as continual support from our corporate office. Additional information about our franchise royalty fee is included in our Uniform Franchise Offering Circular.

What will it cost to open a boutique?

Your actual investment may vary depending on many factors, including the size of your city, the amount of space required by your franchise, and the business capabilities of your management team and employees. Our estimate for how much it will cost to open a

Pickles & Ice Cream franchise ranges from \$167,200 to \$366,000. This estimate includes such items as store construction, initial inventory, and operating capital. Additional information about this estimate is included in our Uniform Franchise Offering Circular.

Is there an advertising requirement?

We feel very strongly that effective advertising is one of the key factors in operating a successful business of any kind. Advertising makes your current and future customers continually aware of your presence.

Pickles & Ice Cream requires that you spend a percentage of your revenues on advertising. We will help you assess different advertising techniques and help you design a strategy that will suit your market.

What kind of training will I receive?

All franchisees are required to successfully complete a 9 day training session, which includes classroom and sales floor training. The training will take place at the Home Office in Dallas, TX and the Dallas and Plano company-owned boutiques. In addition to providing initial training, our training team will work with you in your boutique prior to opening, assisting with the set-up of everything from your computer systems to your window displays. Your exact training and opening schedule will be worked out between you and our training team.

What other support can I expect?

We provide ongoing inventory support and a company-wide intranet site to keep you informed of new and interesting products and ideas, management information and developments of interest. We are proud that our Pickles & Ice Cream family is interested in supporting one another as well. Our franchisees share ideas with one another and are genuinely interested in the success of Pickles & Ice Cream as a whole. The corporate office is always available to assist with the daily operations and management of your boutique.

How big are your boutiques?

Our boutiques vary in size depending on the shape and orientation of the retail site you choose. An architectural plan designed by our corporate architect will be used to build out the selected site. Our design plans are based on day-to-day operations in a boutique environment and will have a uniform concept that can be found in all Pickles & Ice Cream boutiques.

What kind of retail space should I look for?

We believe that Pickles & Ice Cream boutiques fit well within specific types of retail centers. It is our goal to assist you in choosing just the right type of center that includes what we feel is the right mix of neighboring businesses. Assistance in selecting the site that is right for your market is a part of your initial franchise fee.

How much money can I make?

Actual results vary from franchise to franchise. We cannot estimate the results of any particular franchise or market.

Should I visit some of your boutiques and talk to the owners?

As a potential franchisee that has been provided a Uniform Franchise Offering Circular, you are welcome to visit our franchised boutiques and speak to owners. Visiting our boutiques and/or speaking personally with owners will give you a feel for the company and the kinds of franchisees we have. We appreciate advance notice from you prior to calling or visiting our boutiques. Advance notice will allow us to notify owners that you are reviewing a Uniform Franchise Offering Circular and are interested in opening a Pickles & Ice Cream boutique.

What is a typical time frame for opening a Pickles & Ice Cream boutique?

It usually takes about 6 months from the time you receive our Uniform Franchise Offering Circular until the time you have your grand opening. This time is needed because of the seasonal nature of our clothing and the buying process.

I'm ready to get more information. What is the next step?

Complete and submit the application on the following page to start the process. The following steps outline the rest of the Franchisee Application process.

1. Submission of Pickles & Ice Cream[®] Application and review by PIC Franchising staff
2. Initial telephone interview & Q&A Opportunity
3. Upon mutual agreement, we will send you the Uniform Franchise Offering Circular (UFOC)
4. Visit Pickles & Ice Cream[®] home office for an interview and tour of company owned boutiques
5. Upon mutual agreement, prospective Franchisee will be able to contact and visit with current franchisees to discuss Pickles & Ice Cream[®] Franchise ownership.
6. Enter into a Development Agreement and Franchise Agreement
7. Begin boutique development phase
8. Training session at Pickles & Ice Cream[®] home office and the Dallas and Plano boutiques
9. Strategy and execution assistance for boutique opening
10. Your Grand Opening!!

The information contained herein concerning the Pickles & Ice Cream franchise (the "Franchise") should not be construed as an offer to the residents of any jurisdiction in which registration of the Franchise is required and has not been obtained, and is not directed to any person in any such jurisdiction by or on behalf of Pickles & Ice Cream ("Franchisor") or anyone acting with Franchisor's knowledge. No Franchise will be sold in any such jurisdiction by or on behalf of Franchisor until the offering has been declared effective and the Uniform Franchise Offering Circular, as registered in such jurisdiction, has been delivered to the offeree before the sale and in compliance with the franchise laws of such jurisdiction.



pickles & ice cream[®]
MATERNITY APPAREL

Pickles & Ice Cream[®] Franchise Application

Instructions: Complete the following application and fax it to 972-980-9681 or email it to franchise@picklesandicecream.com. If an item is not applicable, please enter "N/A". Please note that we do not share this information with anyone and it is solely for the purpose of screening our potential franchisees.

Personal Information:

Date: _____

Principal Applicant's Name: _____

Street Address: _____

City/State/Zip: _____

Home Telephone: _____ Daytime Telephone: _____

Email Address: _____

Social Security Number: _____ Date of Birth: _____

How Long at Present Address? _____ Own or Rent? _____

Highest Education Level: _____

Have you ever been convicted of a felony? _____

Have you ever filed for bankruptcy? _____

Will you have partners, other than a spouse? Will they be Active or Silent? _____

Name: _____ Relationship: _____

Name: _____ Relationship: _____

Please have them submit a separate application

** Attach your resume and references

Business Experience:

Present Employer: _____

Position: _____ Current Income: _____

Employed From: _____ To: _____

Business Address: _____

Do you have any experience in Retail? _____

If "Yes", please describe: _____

Do you have any experience in Corporate Retail Training Programs? _____

If "Yes", please describe: _____

Have you ever owned a business? _____

If "Yes", what type of business? If still open, will you operate both? Or if closed, what are the circumstances leading to its current status? _____

Any other relevant experiences? _____

Financial Information:

Annual Income: _____

Spouse's Annual Income: _____

Other Income: _____

Total Income: _____

Total Assets: _____

Total Liabilities: _____

Net Worth: _____

Liquid Capital to Invest: _____

Do you currently have a source of financing? _____

General Information:

How did you become interested in Pickles & Ice Cream®? _____

What city/cities are you interested in opening? _____

How long have you been a resident of this city? _____

What is the metro population? _____ Annual Birth Rate: _____

Do you have any locations in mind? _____ If "Yes", please describe:

Site 1: _____

 Anchors: _____

 Restaurants: _____

 Other key or related stores: _____

 Parking: _____ Zip Code: _____

 Lifestyle or Strip Center? _____ Approx. Age of center: _____

Site 2: _____

 Anchors: _____

 Restaurants: _____

 Other key or related stores: _____

 Parking: _____ Zip Code: _____

 Lifestyle or Strip Center? _____ Approx. Age of center: _____

When do you want to open a Pickles & Ice Cream® store?

- Spring 2009
- Fall 2009
- Spring 2010

What maternity retailers and juvenile clothing and furniture stores are in your desired market? How close are they to your prospective site?

Name: _____ Distance: _____
Name: _____ Distance: _____
Name: _____ Distance: _____
Name: _____ Distance: _____
Name: _____ Distance: _____

References:

Name: _____ Name: _____
Relationship: _____ Relationship: _____
Address: _____ Address: _____
Address: _____ Address: _____
Phone: _____ Phone: _____
Occupation: _____ Occupation: _____

Name: _____ Name: _____
Relationship: _____ Relationship: _____
Address: _____ Address: _____
Address: _____ Address: _____
Phone: _____ Phone: _____
Occupation: _____ Occupation: _____

Applicant Statements:

It is understood and agreed that my submission of this application does not create an obligation for PIC Franchising, LLC to award me a franchise.

I hereby authorize PIC Franchising, LLC to obtain a credit report and contact my references for information about me. I release PIC Franchising, LLC, its affiliates, agents and employees from any liability arising either from the receipt or use of any information obtained.

I certify the above and the statements contained in the attachments are true and correct.

Signature _____ Date _____

Legal Disclaimer:

THIS INFORMATION IS NOT INTENDED AS AN OFFER TO SELL, OR THE SOLICITATION OF AN OFFER TO BUY, A FRANCHISE. IT IS FOR INFORMATION PURPOSES ONLY. CURRENTLY, THE FOLLOWING STATES REGULATE THE OFFER AND SALE OF FRANCHISES: CALIFORNIA, HAWAII, ILLINOIS, INDIANA, MARYLAND, MICHIGAN, MINNESOTA, NEW YORK, NORTH DAKOTA, OREGON, RHODE ISLAND, SOUTH DAKOTA, VIRGINIA, WASHINGTON, AND WISCONSIN. IF YOU ARE A RESIDENT OF ONE OF THESE STATES, WE WILL NOT OFFER YOU A FRANCHISE UNLESS AND UNTIL WE HAVE COMPLIED WITH APPLICABLE PRE-SALE REGISTRATION AND DISCLOSURE REQUIREMENTS IN YOUR STATE.