



TFS

Thomas
Franchise
Solutions LTD.

CHAMPIONS OF FRANCHISE SUCCESS

THOMAS FRANCHISE SOLUTIONS LTD.

OUR VISION

We leverage our combined franchise expertise, financial resources and values to stimulate corporate and personal growth, cultivate success and generate wealth.

OUR MISSION

To provide unprecedented mentorship opportunities alongside equity investment and available lines of credit so we can successfully position, support and launch selected franchise brands, licences and concepts in the national and international marketplace.

OUR CHARITABLE COMMITMENT

Each year, THOMAS FRANCHISE SOLUTIONS LTD. will present a full 10% of its net income to charities recommended by its Board of Directors.



“WHEN YOUR VALUES ARE CLEAR THEN YOUR DECISIONS ARE EASY.”

ROY DISNEY

THOMAS FRANCHISE SOLUTIONS LTD.

THOMAS FRANCHISE SOLUTIONS LTD. (TFS) is an international organization headquartered in Canada and the U.S.

We represent a world-class network of franchise experts at-the-ready to provide mentorship and guidance. In fact, all of the company's Directors are themselves successful entrepreneurs, franchisors, area developers, legal experts and/or franchisees.

It means we have valuable hands-on experience starting, building and exiting successfully from multiple franchise operations.

We understand what it takes to thrive in the industry. We've all done it.

And now we're looking to collaborate with entrepreneurs who are ready to take their franchise-worthy ideas or existing successful businesses forward.

FROM THE PERSPECTIVE
OF A YOUNG
ENTREPRENEUR
OR A SMALL BUSINESS
OWNER, THIS
MENTORSHIP
OPPORTUNITY IS AS
GOOD AS IT GETS.

Working one-on-one with our clients, we'll bring our respective networks, expertise, services and partner relations to help develop strategic business plans and provide practical advice and direction on how they can transition their businesses to and through the three stages of franchising:

DEVELOPMENT – feasibility and development plans, pilot operations, agreements, branding, technical manuals, website creation, legal documentation and financing.

GROWTH – building a management team, marketing and selling the franchise, recruiting new franchises, performance monitoring and motivation.

MATURITY – planning and implementing exit strategy, international expansion, franchise add-ons.

WE KNOW. IT TAKES MONEY TO MAKE MONEY.

That's why we're sponsoring THOMAS FRANCHISE SOLUTIONS FUND #1 (TFS#1), a \$10 million franchise investment fund created specifically to invest in and support franchising concepts through services, equity participation and upfront financing with available lines of credit.

FOR MORE INFORMATION, PLEASE CONTACT:

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CHAIRMAN AND CEO

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OR

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PRESIDENT
GLOBAL BUSINESS DEVELOPMENT

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CORPORATE OFFICES

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EXECUTIVE BIOGRAPHIES



PETER H. THOMAS

CHAIRMAN OF THE BOARD AND CEO



PETER THOMAS has been a serial entrepreneur for more than four decades, specializing in franchising and real estate. Peter is recognized as one of the leading developers and lenders of his time in North America. He has developed billions of dollars in real estate projects, from shopping centers, apartments and condominiums to golf courses. He is

the past Chairman and Founder of CENTURY 21 REAL ESTATE CANADA LTD., founded SAMOTH CAPITAL CORPORATION, a Canadian public real estate company (now known as STERLING CENTRECORP INC.), and developed the Four Seasons Resort in Scottsdale, Arizona. For his philanthropic contributions to society, Peter was recognized with the prestigious 2010 NATIONAL CARING AWARD, an honour shared by Lance Armstrong, General Colin Powell, and Laura Bush. He's the best selling author of two Canadian books: "Never Fight with a Pig" and "Be Great." For further information please visit www.lifepilot.org.

Peter will serve as Chairman and CEO of THOMAS FRANCHISE SOLUTIONS LTD. and as a Director for the TFS Fund.

JAMES W. ROWE

PRESIDENT
GLOBAL BUSINESS DEVELOPMENT



JIM has been an entrepreneur for 25 years. He founded his first company in 1990, SIMCAL PROPERTIES INC., which grew in excess of 350% in just four years. He has experience as a franchisee, an area developer and a master franchisor. In 1999, Jim bought into HELP-U-SELL as a "sub" master franchisor for San Diego and Imperial Counties and was an integral

member of the HELP-U-SELL team, growing the company from 80+ franchisees to more than 850+ franchisees in less than five years. Jim has seen and experienced the "tipping point," and knows what it takes to grow that fast with a sound foundation, proven programs and systems, with quality franchisees. He is currently a member of the YOUNG ENTREPRENEURS ORGANIZATION (YPO). Jim continues to advise franchisors on business and exit strategies.

EDWARD (NED) LEVITT

DIRECTOR AND CHAIR OF THE AIRD & BERLIS FRANCHISE AND DISTRIBUTION LAW GROUP IN CANADA



NED is one of Canada's leading authorities in franchising and distribution law. He has represented some of the world's foremost franchises, and provides legal services to Canadian and international clients on all aspects of Canadian franchise law. Additionally, from 2000-2007, Ned was the General Council to the CANADIAN FRANCHISE ASSOCIATION.

Recognized in the "Best Lawyers in Canada" in the field of Franchise Law (2008-2011).

BONNIE J. ADDARIO

DIRECTOR OF CHARITABLE
CONTRIBUTIONS



BONNIE is an accomplished business leader with spirited determination to make the world a better place. She's been the President of both the COMMERCIAL FUELING NETWORK and OLYMPIAN OIL companies, and became the first female President of the CALIFORNIA INDEPENDENT OIL MARKETERS ASSOCIATION. A seven-year Lung

Cancer survivor, Bonnie is Founder and Chair of the BONNIE J. ADDARIO LUNG CANCER FOUNDATION (BJALCF), an international nonprofit organization. This work, along with a lengthy list of other charitable affiliations, garnered her a JEFFERSON AWARD for Public Service in San Francisco.

DEANNA DELYEA

CONTROLLER



DEANNA is the Controller of several Canadian for-profit, not-for-profit and charitable organizations. She has a wide range of experience including large manufacturing, small business, agriculture, lending, government agencies and non-profit organizations. Her experience in financial management, administration and human resources is an asset to her role

as Controller for THOMAS FRANCHISE SOLUTIONS LTD.

TFS FUND DIRECTORS

DAVID T. HUMPHREY

PRESIDENT AND MANAGING DIRECTOR



DAVID is a CEO with an exceptional record of strengthening businesses, creating new ventures, building brands, and establishing sustained profitable growth. He has a proven track record in dramatically improving revenues and profits, and successfully positioning brands for long-term growth. Documented successes include growth companies, turnarounds,

start-ups, franchise networks, and acquisitions and exit strategies. He offers extensive international experience as well. David led **MESSAGE ENVY**, the world's largest spa chain, as CEO from 2008 to 2011. During his tenure, **MESSAGE ENVY** delivered professional therapeutic massage and spa services at more than 670 locations, with one million members and franchise network revenue of more than \$600 million.

MICHAEL O'BRIAN

DIRECTOR



MICHAEL is a self-made capital investor. After starting in the banking world in 1958, he transitioned to securities where he remained until 2000, when he retired as the President and CEO of Canada's oldest brokerage firm, **C.M. OLIVER**. Today Michael is known as an international investor. He is a director of numerous private and public companies and travels

extensively throughout the world seeking a variety of investment opportunities. Michael and his wife Inna are also active in social philanthropy. In addition to numerous charity and community positions held, Michael served as the President of the **VANCOUVER ART GALLERY**, and has been active with the Vancouver Symphony for many years.

TIM PICKWELL

DIRECTOR AND CERTIFIED SPECIALIST,
FRANCHISE AND DISTRIBUTION
LAWYER IN THE UNITED STATES



Over the course of a 20+ year career, TIM has represented some of the biggest names in the franchise and restaurant industry — and advised some of the smallest. His unique in-house background enables him to provide practical, business-oriented solutions to franchisors and franchisees. Tim's expertise includes intellectual property licensing and trademark matters, international franchising, retail lease drafting and negotiations, franchise registration and compliance, litigation advice, and general corporate and business matters.

MICHAEL ZERVAS

DIRECTOR



In 1987 MICHAEL ZERVAS took out a five thousand dollar line of credit and launched an award winning advertising/marketing agency that grew to \$20 million in annual revenue. Today he consults on start-up business projects all over the world. He's a regular guest lecturer on the subjects of entrepreneurialism and value integration, and his writings on sales, advertising and marketing have appeared in numerous publications. In addition to cultivating next-generation business leaders, Michael sits on the board of several charitable organizations in Canada and the U.S.

ALFREDO MOLINA

DIRECTOR



ALFREDO is an international jeweller and an entrepreneur at heart. He is the Founder, President and CEO of **THE MOLINA GROUP** in Phoenix, Arizona. In 2006 he acquired the **BLACK, STARR & FROST**, America's first premiere jeweller, established in 1810. Alfredo is a capital investor in many international

business ventures, and has an established international network not to be matched. Alfredo and his wife Lisa have dedicated their lives to the service of others through generous sponsorship and national charities.

TONY HARTL

DIRECTOR



In 1995, Tony founded **PLANET TAN** in Dallas-Fort Worth, Texas, with three locations and a vision "to provide an affordable luxury where everybody can feel better about themselves." The company grew into one of the most recognizable brands in the area. By 2008, **PLANET TAN** had 17 locations, 160 employees, and average per unit sales of

\$1 million. Tony sits on the board of the **NATIONAL FOUNDATION FOR TEACHING ENTREPRENEURSHIP (NFTE)**, an organization dedicated to helping young people from low-income communities build skills and unlock their entrepreneurial creativity. He's also a well-known contributing author in **INC MAGAZINE**, **FORTUNE SMALL BUSINESS**, and the **DALLAS MORNING NEWS**.

RON HRYNYK

DIRECTOR



With more than 30 years of experience in the financial services sector, **RON HRYNYK** is well qualified to serve the strategic needs of financial service companies with dynamic growth, especially as pertains to business strategy, business governance and in the design of asset management programs. He's Chairman of **ARGENTUM MORTGAGE & FINANCE**

CORP., a senior partner of **QUANTUS INVESTMENT CORP.**, and CEO of **PROPHET FUND INC.**, a successful Canadian private investment company. Prior to co-founding **ARGENTUM**, **QUANTUS** and **PROPHET FUND INC.**, Ron spent several years with **MIDLAND DOHERTY** in both the investment management and Senior Executive groups, and was ranked as one of Canada's leading brokers by **CANADIAN BUSINESS MAGAZINE**.

TFS FRANCHISE OPPORTUNITIES FUND: DESCRIPTION OF THE BUSINESS AND OPERATIONS

OUR BUSINESS

THOMAS FRANCHISE SOLUTIONS LTD. (TFS) offers investors a unique approach to capital deployment in a rapidly growing industry: franchising. While traditional markets are in disarray, entrepreneurship is still a strong force for growth in North America and beyond. Increasingly, entrepreneurs in industries like retail, lodging, restaurants, health care, technology, real estate, personal services, automotive, and business services see franchising as the fastest path to nationwide and international growth. The TFS FRANCHISE OPPORTUNITIES FUND has been created to invest in the best of these growing franchisors.

While there are risks in any attractive investment, the recurring revenues created by franchisors' ongoing royalty streams can provide a stable projectable return to investors. They also have the ability to ramp very quickly, and actually faster than almost any other start up. They are less affected by regional economic downturns because they are spread across North America and sometimes all over the world. By cherry picking the industries TFS chooses to invest in they can be a hedge when most markets are down. Franchise growth is not correlated with the volatility of stock markets, making investment in franchising an attractive tool for portfolio diversification. One of the most famous portfolio investments of WARREN BUFFETT'S BERKSHIRE HATHAWAY is a franchise company — DAIRY QUEEN — reflecting Buffett's belief that high-quality franchisors can deliver a rare combination of security and income growth. TFS has the opportunity to create return for investors from several revenue streams.

OUR PHILOSOPHY

Successful franchise companies combine an entrepreneurial mindset and drive for growth with the stability of disciplined corporate governance. The TFS FRANCHISE OPPORTUNITIES FUND aims to invest in franchise companies whose management has a proven track record of unquestioned integrity and exceptional performance.

The TFS team includes respected franchise industry leaders like PETER THOMAS, who founded and built CENTURY 21 REAL ESTATE CANADA into one of the largest and most successful franchises in North America, and DAVID HUMPHREY, who built MASSAGE ENVY into the largest spa chain in the world, with over 675 locations and one million members. By taking Board seats in many of our portfolio companies, we can provide real industry expertise and guidance to company management while simultaneously overseeing our investments. To growing franchisors, we can provide not only the capital they need to expand and improve, but the benefit of our experience and access to our network of resources for growth.

OUR GROWTH STRATEGY

Like Private Equity firms, the TFS fund is able to invest significantly in well-established franchisors to provide predictable continued growth on a large scale, driven by their recurring royalty streams. Like Venture Capital firms, the TFS fund will reserve up to 15% of its capital for small strategic investments in emerging franchisors — early-stage opportunities with maximum growth potential. Companies with closely related structures, including licensing and distributorship formats, may also be considered when these present strong prospective returns.

OUR PATH FORWARD

The TFS FRANCHISE OPPORTUNITIES FUND operates in a high-growth industry, guided by proven investment principles and driven by an exceptional management and advisory team. We leverage our combined franchise expertise, financial resources, and values to stimulate corporate and personal growth, cultivate success, and generate wealth. To share in our vision, please contact us for more information.



PROVEN
UNIQUE
ATTITUDE
MOTIVATION
COMMITTED
PASSION
HARD WORK
DYNAMIC
PARAMOUNT
ACCOMPLISH
INTEGRITY
AMBITION

DRIVE
IMAGINATION
INSPIRATION
PRIDE
CONFIDENCE
DREAMS
TRUSTWORTHY
VALUE
SUCCESS
OPPORTUNITY
COURAGE

ENTERPRISING
DEDICATION
PLAN
POSSIBILITIES
WISDOM



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