



FOCUS Brands At-A-Glance

Business	FOCUS Brands Inc. is the franchisor and operator of over 2,200 ice cream shops, bakeries, restaurants, and cafes in the United States, the District of Columbia, Puerto Rico, and 38 foreign countries under the brand names Carvel® , Cinnabon® , Schlotzsky's® , Moe's Southwest Grill® , and the franchisor of Seattle's Best Coffee® on certain military bases and in certain international markets. Based in Atlanta, the primary objective of FOCUS Brands is to "FOCUS on making people happy." Please visit www.focusbrands.com to learn more.
Location	200 Glenridge Point Parkway Suite #200 Atlanta, GA 30342 P: 404-255-3250 F: 404-255-4978
Website	www.focusbrands.com www.carvel.com www.cinnabon.com www.schlotzskys.com www.moes.com
Markets	<p>Carvel franchise locations can be found in Aruba, Egypt, Jordan, Puerto Rico, South Africa, Saudi Arabia and 25 states: AL, AZ, CA, CT, FL, GA, IL, MA, MD, MI, MO, NC, NH, NJ, NV, NY, OH, OK, PA, SC, TN, TX, VA, VT, and WV. The famous Carvel ice cream cakes are manufactured by Celebration Foods and sold in over 10,000 supermarkets nationwide.</p> <p>Cinnabon franchise locations can be found in Washington, D.C. and 40 states: AK, AL, AR, AZ, CA, CO, CT, DE, FL, GA, HI, IA, IL, IN, KS, KY, MA, MD, MI, MN, MO, NC, NE, NH, NJ, NM, NV, NY, OH, OK, OR, PA, SC, SD, TN, TX, UT, VA, WA, and WI. International Cinnabon franchise locations can be found in Aruba, Austria, Bahrain, Canada, Colombia, Costa Rica, Curaçao, Cyprus, Dominican Republic, Ecuador, Egypt, El Salvador, Germany, Guam, Guatemala, Honduras, India, Iraq, Italy, Japan, Jordan, Korea, Kuwait, Malaysia, Mexico, Pakistan, Panama, Philippines, Oman, Puerto Rico, Qatar, Romania, Russia, Saudi Arabia, South Africa, Turkey, United Arab Emirates, United Kingdom, and Venezuela.</p> <p>Schlotzsky's franchise and company owned locations can be found in Washington, D.C. and 34 states: AK, AL, AR, AZ, CA, CO, FL, GA, ID, IL, IN, KS, KY, LA, MI, MN, MO, NC, ND, NE, NM, NV, OH, OK, OR, SC, SD, TN, TX, UT, VA, WA, WI, and WV. International Schlotzsky's franchise locations can be found in China, Costa Rica, Kuwait, Saudi Arabia, South Africa, and Turkey.</p> <p>Moe's franchise locations can be found in Canada, Washington, D.C. and 34 states: AL, AR, AZ, CO, CT, DE, FL, GA, HI, IL, IN, KS, KY, LA, MA, MD, MI, MN, MO, NC, ND, NJ, NV, NY, OH, OK, OR, PA, SC, TN, TX, VA, VT, and WI.</p>
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CARVEL – Company Overview

The nation's first retail ice cream franchise, Carvel is the leading manufacturer of uniquely shaped ice cream cakes, and a leading provider of premium soft serve and hand-dipped ice cream products. Since the company's founding in 1934, Carvel has become one of the best-loved and most recognized names in its industry. With products made fresh daily in the ice cream shop, the company has more than 490 franchised and foodservice locations serving delicious, high-quality cakes, novelties, cups, cones, sundaes and shakes. In addition, the company sells its famous ice cream cakes through over 10,000 supermarket outlets.

Carvel was established in Hartsdale, N.Y., by a young Greek immigrant named Thomas Carvel. After borrowing \$15 from his future wife Agnes, Tom began his company by selling ice cream from the back of his mobile truck. Memorial Day weekend of 1934, Tom's truck suffered a flat tire so he pulled his trailer into the parking lot next to a pottery store. As the hot sun began melting his product, Tom was thrilled as droves of cars began pulling off the road at the site of his truck. Within two days, Tom had sold his entire supply of melting ice cream, and realized that he could make a lot more money working from a fixed location. With no money to repair the tire, the generous potter allowed Tom to hook into his store's electricity, plant a few shrubs around the trailer and open for business. Two years later, Tom bought the pottery store, converted it into a roadside stand, and permanently established himself as the first retailer to develop and market soft ice cream.

Considered by many as the "father of franchising", Tom was passionate about creating and selling one of the country's favorite ice cream brands. By developing equipment, perfecting manufacturing processes and creating innovative marketing tools, Carvel was a pioneer for today's ice cream and franchise industries. In 1936, he created and patented a "no air pump" ice cream machine and, over the next five decades, introduced over 540 other patents, trademarks and copyright registrations from mechanical and product designs to methods and technical developments of food equipment. A marketing genius, Carvel also set the franchise world on fire with his "Buy One Get One Free" concept (1936) and gift certificates (1954), as well as blazed the paths for Chrysler's Lee Iacocca and other outspoken CEOs by doing his own radio and TV commercials (1955).

In 1947, Carvel became the first retail ice cream shop to franchise its brand, four years before his friend Ray Kroc began to franchise McDonalds. With fervor for perfection, Tom was committed to his franchisees and worked with them daily to help each one effectively and efficiently run their operations. In support of this commitment, Carvel opened its first training school in 1949 for storeowners, known as the Carvel College of Ice Cream Knowledge, but affectionately referred to as "Sundae School".

After more than 75 years, Carvel enjoys brand awareness of over 90% in its core markets and continues to build upon its rich heritage. This sweet success has earned the company a place in the nation's American History Museum in the Smithsonian Institute. In addition, Carvel holds the Guinness World Record™ for the Largest Ice Cream Pyramid (2002) and the Largest Ice Cream Cake (2004 – January 2006).



Profile of Tom Carvel

Tom Carvel was the personification of the American dream. Once known as the “patriarch of the world’s biggest mom and pop ice cream empire,” he was a man who wasn’t afraid of hard work and did what it took to make his “rags to riches” story come true. He had an engaging manner, twinkling blue eyes, neatly trimmed handlebar mustache, and a friendly face. But he was a tough and honest businessman who demanded only the best from those who worked with him.

Tomas A. Carvelas (1906-1990) was brought to the United States as a child from his native Greece. At the age of 26, after a variety of careers that ranged from a drummer in a Dixieland band to an auto test driver for Studebakers, Carvel was incorrectly diagnosed with fatal tuberculosis and fled to the country air of Westchester, New York. Borrowing \$15 from his future wife Agnes, Tom began selling ice cream from his battered truck. Memorial Day weekend of 1934, Tom’s truck suffered a flat tire so he pulled his trailer into a parking lot next to a pottery store and began selling his melting ice cream to vacationers driving by. Within two days, Tom had sold his entire supply of ice cream, and realized that he could make a lot more money working from a fixed location. The generous potter allowed Tom to hook into his store’s electricity, and Tom opened for business. Two years later, Tom bought the pottery store, converted it into a roadside stand, and permanently established himself as the first retailer to develop and market soft ice cream.

With the coming of World War II, Carvel was sent to Fort Bragg, N.C. where he served as a refrigeration consultant and concessionaire. This experience allowed Carvel to improve his ice cream freezer and team it with a specially formulated liquid ice cream made with the freshest ingredients to create the high quality product that we know today.

As Carvel began selling his patented machinery to other stores, he quickly realized that he could sell not only his machinery, but his expertise as well. For a flat fee and a percentage of the profits, Carvel began teaching independent storeowners the ropes and allowed them to market ice cream under the Carvel name. In 1947, Carvel cultivated this relatively unknown idea called franchising, and opened 25 ice cream shops by the early 1950’s.

Often referred to as the “father of franchising,” many of Carvel’s marketing concepts have been emulated not only in franchising, but in almost every industry. Perhaps he is most famous for his voice as heard in many unrehearsed television and radio spots. Advertising historians agree this voice, once described as a cross between the marble-mouthed gravel of Marlon Brando’s character in the Godfather and the lovable, cowardly lion in the Wizard of Oz, was key to both the growth of the company as well as the brand’s loyal following. The ads attained him regional celebrity status and his golfing buddies included Bob Hope, Perry Como and Jackie Gleason. Even with his celebrity status, Tom Carvel remained down-to-earth, personable and ultimately became one of our country’s most beloved icons, representing the all-American dream with the most all-American of foods.



CARVEL Timeline of Events

- 1906** Thomas A. Carvel was born in Athens, Greece on July 14th
- 1910** Tom Carvel was brought to New York City by his parents
- 1929** Tom Carvel began selling ice cream from his vending truck
- 1934** *Nation's first retail ice cream company starts when Tom Carvel's vending truck suffers a flat tire in Hartsdale, NY during Memorial Day weekend, and he begins selling his melting ice cream from his broken down truck*
- 1935** Begins manufacturing equipment for sale to the ice cream industry
- 1936** Forms Carvel Corporation
- 1936** Patents "no air pump" super-low temperature ice cream machine
- 1936** Develops secret soft serve ice cream formula
- 1936** *First with marketing concept "Buy One Get One Free"*
- 1937** Tom Carvel marries Agnes Stewart
- 1939** *Tom Carvel builds the first soft serve ice cream machine*
- 1947** Patents all-glass front building with pitched roof; later copied by McDonalds
- 1947** *First to franchise a retail ice cream shop in the U.S.*
- 1949** Begins franchisee training seminar, Carvel College of Ice Cream Knowledge
- 1950** Tom Carvel creates most complete franchise contract in industry; only franchise contract to survive the FTC and the US Supreme Court
- 1950** *First in the industry to use plastic packaging*
- 1951** Celebrates 100th ice cream shop opening
- 1951** *First in the industry with a round ice cream sandwich, the Flying Saucer*
- 1954** *First in the industry with the gift certificate concept*
- 1954** *Holds the first annual "Little Miss Half Pint" beauty pageant for children under the age of six; 15,000 entries received annually*
- 1955** *First to use CEO in radio and TV commercials*
- 1956** *Introduces the first ice cream supermarket on the site of original Hartsdale, NY store*
- 1969** *First in industry to develop complete line of all-Kosher products*
- 1972** *First in industry to introduce Lo-Yo frozen yogurt and Thinny-Thin frozen dietary desserts*
- 1989** Sells to Investcorp, an international investment bank
- 1990** Tom Carvel passes away in his sleep
- 1991** Relocates to Farmington, Connecticut
- 1992** Begins Direct Sales Delivery (DSD) Supermarket Branded Freezer Market Program
- 1998** Introduces Lil' Love cakes
- 2001** Sells to affiliates of Roark Capital Group, a private equity firm
- 2002** Relocates franchise headquarters to Atlanta, GA
- 2002** Sets Guinness World Record for Largest Ice Cream Scoop Pyramid
- 2003** Introduces 98% Fat Free Flying Saucers, Uptown Smoothies, and Slice Mmm's
- 2004** Celebrates 70th birthday by setting Guinness World Record for Largest Ice Cream Cake
- 2004** FOCUS Brands is created; Carvel joins Cinnabon and Seattle's Best Coffee International to form new food service company
- 2005** Introduces Sundae Dashers
- 2007** Celebrates Fudgie the Whale's 30th birthday
- 2008** Introduces new Arctic Blenders and Blended Coffee drinks; ranked #212 in *Restaurants & Institutions* magazine's Top 400 Chains list
- 2009** Celebrates 75th Anniversary
- 2010** Introduces Thick, Rich & Dreamy Low Fat Ice Cream; ranked #280 in *Entrepreneur* magazine's Franchise 500 list



CINNABON – Company Overview

In 1985, father and son team Rich and Greg Komen of Restaurants Unlimited wanted to create “the world’s greatest cinnamon roll” for a new concept they were developing. They hired local food maven Jerilyn Brusseau, and after three months, several trips to Indonesia, and hundreds of kitchen experiments, the team perfected the Cinnabon® recipe. In just two decades, the Cinnabon brand has grown into a worldwide phenomenon with unparalleled crave appeal.

Cinnabon, Inc. opened its first bakery on December 4, 1985 at Sea Tac Mall in Seattle and served Cinnabon Classic cinnamon rolls to thousands of guests eagerly waiting to indulge themselves. In order to make the world’s greatest cinnamon rolls, Cinnabon buyers traveled the spice-growing regions of the globe to find the best, most flavorful cinnamon. They finally discovered cassia tree high in the mountains of Indonesia and used the bark to create the legendary Makara® Cinnamon.

Guests fell in love with the smell and flavor of the Cinnabon Classic cinnamon roll, and the company began expanding its menu in late 1987 with the Minibon®, a smaller version of the Classic roll. In 1988, Cinnabon launched its first proprietary beverage, the MochaLatta Chill®, which remains one of the most popular products on the menu. Following the success of these items, Cinnabon continued to broaden its offerings by introducing the Caramel Pecanbon®, the award-winning CinnabonStix®, CinnaPacks®, and most recently, the Chillattas™ line of frozen blended beverages and the Cinnabon Bites™, a bite-size version of the Classic roll.

As product lines expanded, so did the company’s domestic and international presence. The first franchised bakery opened in August 1986 in a suburb of Philadelphia, Pennsylvania at King of Prussia Mall. On the coattails of that bakery, the brand expanded internationally, to Vancouver, British Columbia, Canada in April 1987. Cinnabon’s rapid expansion and diversification efforts also led to opportunities in non-mall venues, beginning in 1991 with the company’s first airport bakery, located at Detroit’s Wayne County Airport. Entry onto military bases (Elmendorf Air Force Base - September 1999), theme parks (Universal Studios Florida - June 2001), casinos (Harrah’s Laughlin - August 2001) and universities (Virginia Tech University - August 2002) soon followed.

Today, Cinnabon operates more than 770 franchised bakeries in 35 countries worldwide, primarily in high traffic venues such as shopping malls, airports, train stations, and travel plazas.

Affiliates of Roark Capital Group purchased Cinnabon in November 2004, and combined this brand with Carvel Corporation and segments of Seattle’s Best Coffee to form FOCUS Brands. Playing on its strong history and mystique, Cinnabon plans to capitalize on its outstanding brand recognition and customer loyalty, and continue expanding its following beyond the walls of the mall. In a world of passing fads, a fresh-baked Cinnabon cinnamon roll is an old-fashioned reward that, along with the company’s other indulgences, remains one of life’s greatest pleasures.



CINNABON – The Legend of Makara Cinnamon

From its humble beginnings high in the mountains of West Sumatra, Indonesia, Makara Cinnamon has become the signature ingredient of Cinnabon's world famous cinnamon rolls. Considered the "Gold Standard" of cinnamons, Makara's aroma and flavor are inimitable. Cinnabon has preserved its quality by using the same source material, processing equipment, and testing protocol throughout its 23-year history.

Makara Cinnamon comes from the cinnamomum cassia division of Laurel trees near Mount Korintji, and is classified as Korintji Cassia cinnamon. Typically reddish brown in color with a strong characteristic flavor, cassia bark is harvested from trees at heights above 6,000 feet. Bark from trees grown at higher elevations yields the highest concentrations of volatile oils, which are primarily responsible for cinnamon's pungent flavor and characteristic aroma.

At harvest, bark is split and stripped from the trunks, branches, and tops of the trees to extract various levels of volatile oils. Indonesian technicians and outside laboratories conduct volatile oil testing to verify Makara's consistent high quality. Grinding takes place domestically at the Kerry plant in Kent, Washington to ensure freshness. Both milling and packaging operations are well monitored to assure consistency, and several times during the course of the process, the cinnamon is tested for sensory attributes.

Because it must meet basic FDA standards for cleanliness as well as American Spice Trade Association and Cinnabon specifications, Makara Cinnamon is indicative of the finest quality Korintji Cassia cinnamon available.



CINNABON Timeline of Events

- 1985** Opens first bakery, located at Sea Tac Mall in Seattle, WA on December 4, and sells Cinnabon Classic cinnamon rolls for \$1.29
- 1986** Opens first franchised bakery, located at King of Prussia Mall in suburb of Philadelphia, PA
- 1987** Introduces Minibons, miniature versions of the Cinnabon Classic cinnamon roll; Launches CinnaPacks, a to-go box of six Classic rolls; Opens first international bakery, located in Vancouver, British Columbia
- 1988** Launches MochaLatta Chills, an indulgent chocolate coffee beverage
- 1989** Opens 50th bakery, located in Trumbull, CT
- 1990** Donates rolls to Desert Storm troops and workers
- 1991** Opens first non-mall bakery, located at Wayne County Airport in Detroit, MI
- 1992** Opens 100th bakery, located in Staten Island, NY
- 1996** Opens 200th bakery, located in Westlake Hills, TX
- 1997** Introduces Caramel Pecanbons, Cinnabon Classic cinnamon rolls topped with caramel cream cheese frosting and candied pecans
- 1998** Acquired by AFC Enterprises Inc.
- 1999** Makes World's Tallest Cinnabon wedding cake in Rock Hill, SC; Opens first military base bakery, located at Elmendorf Air Force Base in Anchorage, AK; Sells 500 millionth roll; Moves headquarters to Atlanta, GA
- 2000** Introduces CinnabonStix, dough dusted with sugar and Makara Cinnamon and dipped in cream cheese frosting
- 2001** Opens first theme park bakery, located at Universal Studios in Orlando, FL; Opens first casino bakery, located at Harrah's Casino in Laughlin, NV; Opens 500th bakery, located in Tokyo, Japan, which is featured in *Time Magazine, U.S.A.* and *Time Magazine, Asia*; Donates rolls to volunteers at World Trade Center Ground Zero in New York, NY
- 2002** Opens first academic institution bakery, located at Virginia Tech University in Blacksburg, VA
- 2004** Acquired by affiliates of Roark Capital Group; Joins Carvel Corporation and Seattle's Best Coffee International to form new food service company – FOCUS Brands
- 2005** Opens first bakery in Iraq, located at Camp Victory North in Baghdad; Launches Chillattas, a line of blended frozen beverages available in fruit and non-fruit flavors; Launches Cinnabon Bites, a bite-sized version of the Classic roll; Celebrates 20th anniversary
- 2006** Launches new blend of richer, more aromatic, and more flavorful blend of coffee; Launches domestic gift card program
- 2007** Launches online store featuring a variety of licensed products and gift sets
- 2008** Kicks off official partnership with corporate cause partner The DAISY Foundation by offering free Classic Rolls to nurses during National Nurses Week
- 2009** Ranked #114 in *Entrepreneur* magazine's 2009 Franchise 500; ranked #136 in *Restaurant & Institutions* magazine's Top 400 Chains list
- 2010** Launches new bakery prototype



Schlotzsky's – Company Overview

In 1971, a small shop on South Congress Avenue in Austin, Texas was home to a single, one-of-a-kind sandwich. Don and Dolores Dissman opened the first Schlotzsky's with only one product – an 8-inch muffuletta stuffed with three meats, cheeses, lettuce, tomato, olives, and dressing served on hot freshly-made sourdough bread. Modeled after the muffulettas they discovered in an Italian grocery store in New Orleans' French Quarter, the Original® sandwich (at the low price of \$2.95) was an instant hit!

The uniquely named company – called Schlotzsky's for no particular reason – quickly became a favorite in South Austin. Targeting hungry college students, the Dissmans decided to open their second restaurant in Dobie Mall just a few years later. In 1977, the couple began franchising their unique concept, and Schlotzsky's quickly became a Southeastern favorite.

By 1981, the company had 100 franchise restaurants. That same year, the Dissmans decided to retire from the sandwich business, so they sold the company to Austin real estate investors, John and Jeff Wooley and Gary Bradley. A year later, Bradley split with the Wooleys when he took the real estate business and the Wooleys kept Schlotzsky's.

Under the Wooleys' direction, Schlotzsky's menu expanded to include specialty pizzas, toasted wraps, freshly tossed salads, gourmet soups, Panini, and other items. In 1988, Schlotzsky's introduced their Fresh-from-Scratch® products to Canada – the first restaurant outside the U.S. In 1995, the Wooleys took the company public on December 15, 1995, trading as BUNZ on NASDAQ until 2004, the same year that Bobby Cox Companies came on board. Under new ownership and management, Schlotzsky's spent two years strengthening its franchise operations and reinvigorating the brand. On November 17, 2006, the company was purchased by FOCUS Brands, which has brought stability and continued efforts to expand the brand and clearly define the concept's niche and overall identity.

Today, Schlotzsky's operates more than 350 franchised and corporate restaurants domestically and abroad as end-cap, drive-thru, stand-alone, in-line, and co-branded locations in high traffic venues such as shopping plazas, malls, food courts and airports. From Texas to Turkey and plenty of places in between, the aroma, quality, and freshness of Schlotzsky's products never change. And thanks to the brand's extensive variety of goods and services, the brand continues to earn well-deserved attention:

- Ranked #138 by *Restaurants & Institutions* magazine in the Top 400 Chains for 2009;
- Proclaimed #75 in *Fast Casual* magazine's Top 100 Movers & Shakers list for 2007;
- Has sponsored the Annual Bun Run®, Austin's longest-running 5K that hosts a current average of 5,000 competitive runners and an average of \$50,000 annually for the YMBL Austin Sunshine Camps, since 1982.



Schlotzsky's – Timeline of Events

- 1971** Don and Delores Dissman open first restaurant, located on South Congress Avenue in Austin, Texas, with only one menu item, a sandwich of three deli meats, three cheeses, lettuce, tomato, onion, black olives, mustard, and garlic butter on a signature, 8 inch diameter sourdough bun, for \$2.95 -- "Just One Sandwich ... It's That Good!"
- 1974** Menu expands to three sandwiches – The Original, Ham & Cheese, and Cheese
- 1977** First Schlotzsky's restaurant franchised in Bryan/College Station, Texas
- 1979** Introduces new "medium" 6 inch sandwich
- 1980** 158 restaurants operating in 14 states
- 1981** John C. Wooley and investors acquire Schlotzsky's from the Dissmans; systemwide sales of \$19 million
- 1982** Wheat bun introduced; redesign of logo and signs; first annual Bun Run® 5K Race in Austin, Texas
- 1984** Introduces two new sandwiches – Roast Beef and Turkey Breast; adopted use of steam-injected baking ovens
- 1985** First prototype restaurant opens in San Antonio
- 1986** Two-pass cheese melter heating system introduced
- 1987** Philly sandwich is introduced
- 1988** First international restaurant opens in Canada
- 1991** Deli concept introduced, menu expands to 15 sandwiches, 10 sourdough crust pizzas, and five salads; Jalapeno and Dark Rye buns introduced
- 1992** Schlotzsky's Deli Style Potato Chips introduced; 234 restaurants
- 1995** Begins trading on NASDAQ under the symbol BUNZ; franchisess open in Turkey
- 1996** 25th Anniversary; one-pass cheese melter designated as the conveyor heating system of the future for Schlotzsky's Deli
- 1997** New prototype free-standing restaurant design introduced; grilled chicken breast sandwich and pizzas introduced
- 2005** Acquired by Bobby Cox Companies
- 2006** Celebrates 35th anniversary; purchased by FOCUS Brands
- 2007** Company enjoys stability and launch of new expansion efforts under FOCUS Brands; hosts 25th Annual Schlotzsky's Bun Run, Austin's longest-running 5k; launches first 3-in-1 product promotion, Angus Beef Round-Up; opens locations co-branded with sister companies Carvel Ice Cream and Cinnabon; runs first online Winning Combination promotion and rewards one lucky winner with \$25,000 a year for life; ranked #75 in *Fast Casual* magazine's Top 100 Movers & Shakers list
- 2008** Holds first-ever online t-shirt design contest for Annual Schlotzsky's Bun Run and awards \$1,000 to winning artist; ranked #142 in *Restaurants & Institutions* magazine's Top 400 Chains list; ranked #94 in *Fast Casual* magazine's Top 100 Movers & Shakers list
- 2009** Ranked #181 in *Entrepreneur* magazine's 2009 Franchise 500; ranked #98 in DiversityBusiness.com's Top 100 Privately-Held Businesses in Texas; ranked #138 in *Restaurant & Institutions* magazine's Top 400 Chains list
- 2010** Launches "All 'Round 'Lotz Better" brand position and restaurant prototype; introduces hand-delivered food service model



Moe's Overview

Home of the popular “Welcome to Moe’s!” greeting, Moe’s Southwest Grill is a fun and engaging fast-casual concept serving a wide variety of fresh, made-to-order southwest fare.

The first Moe’s restaurant opened in Atlanta, Georgia on December 1, 2000, and offered burritos, tacos, quesadillas, nachos, salads and fajitas. Guests could choose from over 25 fresh ingredients including handmade pico de gallo and guacamole. There were meals just for kids, beverages just for adults, and free chips and salsa for all guests to enjoy with every meal. To demonstrate their commitment to freshness, Moe’s has never used freezers, microwaves, animal fat, lard, or MSG.

Food quality, safety and customer service are no joke, but aside from that, Moe’s tries not to take itself too seriously. The atmosphere is fun, laid-back and family-friendly.

And the music at Moe’s is a good conversation starter. If you listen closely to the tunes playing at any Moe’s restaurant, you’ll notice all of the songs are performed by dead musicians. Songs from Barry White, Johnny Cash, and most recently, Michael Jackson, have been added to the original play list to honor the sweet sounds of the artists who left us too soon.

Thanks to the wild popularity of the brand and its extensive line of southwest fare, the brand has earned some well-deserved industry attention as well:

- Named the Next ‘It’ Brand by *AOL Money* in 2009
- A Gold winner of the 2008 Consumers’ Choice in Chains Awards
- Named one of the Top 100 Movers & Shakers of 2008 by *Fast Casual* magazine
- Ranked #5 in the 2007 list of Top 10 Growth Chains by *Restaurant Hospitality Magazine*

In August 2007, Moe’s Southwest Grill joined Atlanta-based FOCUS Brands. Moe’s currently serves the most awesome southwest fare at 400 locations in the United States and Canada.



Moe's Timeline of Events

- 2000** Opens first location at 2915 Peachtree Road in Atlanta, GA on December 1 and sells first burrito for \$4.69
- 2001** Opens first franchised restaurant, located in Atlanta, GA;
Opens first drive-thru restaurant, located in Dunwoody, GA;
- 2004** Opens first restaurant outside Georgia, located in Charlotte, NC;
Opens 100th restaurant, located in Knoxville, TN;
Named "Hot Concept" award winner by *Nation's Restaurant News Magazine*;
Named "Emerging Chain of the Year" by *Restaurants & Institutions Magazine* and ranked #322 in the publication's Top 400 Chains;
Ranked #3 in the Top 50 Growth Chains by *Restaurant Business Magazine*;
- 2005** Opens 200th restaurant, located in Bloomington, IN;
Hosts first "Cinco de Moe's" celebrations across the United States;
Ranked #5 in the Fast Growing Private Companies and #72 in the Top 100 Private Companies by *Atlanta Business Chronicle Newspaper*;
Ranked #6 in the Top New Franchises, #42 in the Fastest Growing Franchises, and #148 in the Franchise 500 by *Entrepreneur Magazine*;
Ranked #11 in *Inc. Magazine's* Top 500 ranking of the fastest-growing private companies;
Ranked #34 in the Fast 55 by *Franchise Times Magazine*
- 2006** Opens first stadium restaurant, located at Turner Field in Atlanta, GA;
Opens first airport venue, located at Hartsfield-Jackson International Airport in Atlanta, GA;
Opens 300th restaurant, located in Lakeland, FL;
Launches online promotion to solicit customer-made advertising videos;
Hosts final round of first national burrito eating contest and awards winner burritos for life and a custom Roger Bourget Python motorcycle
- 2007** Ranked the #1 fast-casual chain based on change in system-wide sales according to *QSR Magazine* and the #2 fast-casual chain under 300 units;
Ranked #5 in the list of Top 10 Growth Chains by *Restaurant Hospitality Magazine*;
Ranked the 6th fastest-growing restaurant brand among the Top 400 Concepts by *Restaurants & Institutions Magazine*;
Purchased by FOCUS Brands
- 2008** Hires new brand president Paul Damico;
Receives a Gold Award for the Mexican segment for the Consumers' Choice in Chains Awards;
Opens 400th location in Plant City, Fla.
- 2009** Ranks #123 of the Top 400 Chains by *Restaurants & Institutions*
Opens first green restaurant in Williston, VT
Introduces the Junior Burrito line to the menu
- 2010** Celebrates 10th Anniversary
Adds Whole Grain Tortilla and Rice Bowls to the menu
Launches first ever Dead Ringer Contest



FOCUS Brands Corporate Governance

Steve Romaniello, CFE

Chairman of the Board, FOCUS Brands Managing Director, Roark Capital Group

Steve Romaniello was named Chairman of the Board in November 2008 after serving as president and CEO of FOCUS Brands, majority owner of Carvel, Cinnabon, Schlotzsky's, Moe's, and Seattle's Best Coffee International. Previously, Steve was president and chief operating officer of US Franchise Systems (USFS). Before joining USFS, he was Holiday Inn Worldwide's youngest vice president, responsible for franchise sales in the U.S., Canada and the Caribbean, as well as for the franchise services, support and training for 1,700 hotels in the region operating under the Holiday Inn and Crowne Plaza brands. From 1988 to 1991, he held various positions with Days Inn of America. A native of Stamford, CT and a Tufts University graduate, he is a member of the Board of Directors of Fast Signs, the leading franchisor in the sign and graphics industry; the International Franchise Association (IFA); the IFA's Diversity Institute; the Atlanta Franchise Alliance; and the Elliot Leadership Institute.

Russ Umphenour

President and CEO, FOCUS Brands

Russ Umphenour was named president and CEO of FOCUS Brands in November 2008. With over 40 years in the restaurant business, Russ was the founder and CEO of Atlanta-based RTM (*Results Through Motivation*) Restaurant Group from 1973 until 2005. Growing his company from 11 under-performing Arby's restaurants in Georgia and Alabama to 775 locations in 22 states with several different concepts, RTM was sold to Triarc Companies, Inc. (Arby's Restaurant Group) in July 2005. In 1967, Russ began working as a part-time counterperson at Arby's in Flint, MI, and after three months, he was promoted to Night Manager and chose to make Arby's his full-time career. Serving in a variety of positions for various Arby's franchisees, including Area Supervisor, Director of Operations, and Executive Vice President, Russ ventured out on his own in June 1973 and founded RTM. In addition, RTM was also the owner and franchisor of Mrs. Winner's Chicken & Biscuits and Lee's Famous Recipe Chicken with over 250 restaurants. A native of Nebraska, Russ attended Evangel University in Springfield, MO.

Gary Bales

President of Carvel and Cinnabon

A 30-year veteran of the hospitality industry, Gary Bales became the interim president of Cinnabon in 2010, while still serving in the same capacity for sister company Carvel Ice Cream, which he joined in 2002. During his tenure at Carvel, Gary has been a key player in the new store prototype development, yearly ROI (Refresh Our Image) programs, multiple dynamic marketing/advertising campaigns and numerous new menu developments. He joined Carvel from TCBY, a division of Mrs. Fields Famous Brands, where he was vice president of operations, responsible for over 2,000 locations. Prior to Mrs. Fields, Gary owned and operated 21 franchise Zuka Juice smoothie locations. He has served in various roles, including executive vice president of marketing and new concept development for the Summit Family Restaurant Group, as well as roles with Ponderosa and Bob's Big Boy.



Kelly Roddy

President of Schlotzsky's

Kelly Roddy was named president of Schlotzsky's in December 2007 and joined the company from H-E-B® Grocery Company, a 102-year-old retailer with over 300 locations throughout Texas and Mexico. While at H-E-B, Kelly served as director of sales and marketing and later became director of retail operations. Before his tenure at H-E-B, he was vice president and executive director of new business development for Scholastic Corporation, the renowned national book publisher, distributor, and retailer. Prior to that, he spent eight years with Wal-Mart Stores, Inc. in a variety of positions. Kelly currently serves on several boards of directors, including Baylor's Marketing Board, Hankamer School of Business Board, and the Caritas Board, among others.

Paul Damico

President of Moe's Southwest Grill

Paul Damico was named president of Moe's Southwest Grill in May of 2008. Damico joins Moe's from SSP America, formerly known as Creative Host Services, Inc., where he was the chief operating officer responsible for the operations of 42 airport properties in North America, Canada and the Caribbean for this 170 unit restaurant concessions company. Prior to that Damico was co-founder and vice president of operations and concept development for FoodBrand, LLC, a leading foodservice operator focused on restaurants and food courts. Damico spent 13 years in various roles with Host Marriott Service Corporation prior to joining FoodBrand.

Mike Shattuck

President of International, FOCUS Brands

A native of Terre Haute, IN, Mike Shattuck has nearly 35 years of foodservice experience with multiple brands, with emphasis on the development and expansion of international operations for the last 25 years. Between launching concepts in over 40 markets and having lived overseas for seven years, Mike has firsthand knowledge of the challenges involved with taking domestic brands international, as well as the successes that can result from concerted efforts to do so. Mike's foodservice career started with Burger Chef in 1974 as a Crew Member, followed by Assistant Restaurant Manager, Restaurant Manager and District Manager. He later worked with Hardee's Food Systems as International Franchise Service Representative, International Franchise Service Consultant, Director of International Operations and Director of New Business Development. Subsequently, he became Director of International Operations for Popeye's Fried Chicken, followed by Director of International Operations for Cinnabon in 2000. He was promoted to Vice President of International Operations in 2002, Senior Vice President of International Operations in 2007 and President of FOCUS Brands International in 2009.

Lenore Krentz

Chief Administrative Officer and CFO, FOCUS Brands

Lenore Krentz joined FOCUS Brands in November 2004 with the acquisition of Cinnabon and was immediately charged with leading the development of a fully integrated ERP architecture, as well as the transition and conversion of the accounting, finance, and information systems functions. A 20-year veteran of Cinnabon, she was named Chief Administrative Officer and CFO in November 2006; in this role, she oversees the finance, accounting, information systems, legal, franchise administration, and purchasing shared services departments. Prior to joining FOCUS Brands, Lenore was CFO of Cinnabon and led the organization through an era of high leverage, structural reorganizations, and the sale of its founding restaurant division. A native of Vancouver, British Columbia, Lenore holds a Masters of Business Administration degree from the University of Washington. She has been a member of the Georgia Restaurant Association Executive Committee since 2004 and currently serves as the Chair of the GRA. She is also an active member of the Women's Foodservice Forum.



Jocelyn Blain

Senior Vice President of Development, FOCUS Brands

Jocelyn Blain leads the franchise sales, real estate, store development, and concept development teams that are responsible for growing the Carvel Ice Cream, Cinnabon, Schlotzsky's and Moe's Southwest Grill brands domestically. Since joining FOCUS Brands in 2004, Jocelyn has led the Development Services team to record accomplishments that include significant above-plan store openings growth; dramatic improvement of franchisee satisfaction levels; development of four new prototype plans of single-concept stores and new concepts such as co-brands; and strategic real estate site selection. Prior to joining FOCUS, Jocelyn was Vice President of Development Services of Cinnabon from 2000 to 2004, where she led her team in developing corporate and franchise-owned units in malls, airports, universities, train stations, casinos and amusement parks. From 1997 to 2000, Jocelyn served as Director of Architecture & Engineering with Atlanta-based Church's Chicken, and prior to that, she held various design and multi-unit construction project management positions with Taco Bell Corp., then a restaurant division of PepsiCo. An architect by profession, Jocelyn has over 20 years' experience in the design-build industry and holds dual graduate degrees in Architecture and Business Administration from the University of Illinois at Urbana-Champaign.

Jean Boland

Vice President of Human Resources and Leadership Development, FOCUS Brands

As Vice President of Human Resources and Leadership Development, Jean Boland has spearheaded a number of associate and franchise partner enrichment, satisfaction and leadership initiatives at FOCUS Brands, as well as served on varying committees with associations such as the Elliot Leadership Institute, the Multicultural Foodservice & Hospitality Alliance and the Women's Foodservice Forum. In 2007 she received the Elliot Leadership Group's Motivator of the Year Award for her pioneering efforts to set new standards of excellence in the field of human resources. Jean joined the Cinnabon team as Human Resources and Recruiting Specialist in 2001 and has greatly contributed to the brand's steady growth and success, as well as to the continual development of FOCUS Brands as a key player in the foodservice and franchising industries. Prior to Cinnabon, she served as a training manager at Rare Hospitality and a search consultant for Elliot Associates. Outside the office, Jean regularly motivates members of the Atlanta community by volunteering with Hands On Atlanta, Project Open Hand, the Atlanta Humane Society and other organizations.