

S. Modification of the Franchise Agreement	Articles VII and XX	You must comply with the Confidential Operating Manual as amended from time to time. The Franchise Agreement may not be modified unless mutually agreed to in writing, except to the extent that we may reduce the scope of covenants as provided by the Franchise Agreement.
T. Integration/merger clause	Article XX	Only the terms of the Franchise Agreement and other related written agreements are binding (subject to applicable state law and FTC regulations). No other representations or promises will be binding unless mutually agreed to. However, nothing in the Franchise Agreement or in any related agreement is intended to disclaim the Franchisor's representations made in this disclosure document.
u. Dispute resolution by arbitration or mediation	Article XXIII	Except for certain claims brought by us, all disputes must be submitted to arbitration in New York, New York, subject to state law.
v. Choice of forum	Article XXIII	Arbitration must be at the American Arbitration Association located in New York, New York. We may initiate certain litigation in a court of competent jurisdiction, which is either a New York state court in New York, New York or in the United States District Court for the Southern District of New York in New York, New York. See the State Addendums attached as Exhibit G for more information. All depositions in connection with any litigation between the parties will be held in the jurisdiction and venue indicated above. Choice of forum may be subject to applicable state law.
w. Choice of law	Article XXIII	Subject to applicable state law, the laws of the State of New York govern the Franchise Agreement. However, if the Franchised Business is located outside of New York and a provision of the Franchise Agreement is not enforceable under the laws of New York but is enforceable under the laws of the state in which the Franchised Business is located, then that provision (and only that provision) will be interpreted and construed under the laws of the state where the Franchised Business is located.

ITEM 18. PUBLIC FIGURES

We do not use any other public figure to promote our franchise.

ITEM 19. FINANCIAL PERFORMANCE REPRESENTATIONS

The FTC's Franchise Rule permits a franchisor to provide information about the actual

or potential financial performance of its franchised and/or franchisor-owned outlets, if there is a reasonable basis for the information, and if the information is included in the disclosure document. Financial performance information that differs from that included in Item 19 may be given only if: (1) a franchisor provides the actual records of an existing outlet you are considering buying; or (2) a franchisor supplements the information provided in this Item 19, for example, by providing information about possible performance at a particular location or under particular circumstances.

The following information represents the “Gross Revenues” of six (6) affiliated-owned Soccer Stars outlets, for the time period of January 1, 2024 to December 31, 2024. This information includes only outlets that have been operating for at least one (1) year (the “Reporting Soccer Stars Outlets”). “Gross Revenues” is defined as the gross revenue generated by the Reporting Soccer Stars Outlets for all of the products and services provided. Gross Revenues does not account for any deduction of fees and costs paid to us (Items 5, 6, 7 and 8), of wages, fees, taxes, or costs paid to any employee or independent contractor, for the payment of taxes, or for any other operating expenses, fees, costs, or deductions that the outlet staff may decide to subtract from Gross Revenues. The profit and loss statements for both corporate units and franchisees provide for equipment expenses that were amortized over three (3) years. The address and opening dates of the Reporting Soccer Stars Outlets is listed below in the General Notes to Item 19.

TABLE 1: Profit and Loss for 2024 for each Affiliated Soccer Stars Outlet

A. The following is a Profit and Loss Statement for our Outlet in the Manhattan, Brooklyn, New York, and Hoboken, New Jersey for our 2024 Fiscal Year.

New York City, NY	\$ Amount	% of Revenue
Revenue		
Operating Revenue	\$ 7,319,325	98.9%
Other Revenue	78,877	1.1%
Revenue, Total	7,398,202	100.0%
Direct Expenses		
Coaching Payroll	2,054,400	27.8%
Payroll Taxes - Coaching	209,024	2.8%
Equipment & Apparel	18,373	0.2%
Location Rent/Fees	1,191,060	16.1%
Direct Expenses (COGS)	3,472,857	46.9%
Gross Profit	3,925,344	53.1%
Marketing	130,082	1.8%
Personnel Expenses		
Admin Salaries (excludes owners)	1,237,366	16.7%
Admin Salaries - Payroll Taxes & Fees	142,911	1.9%
Recruitment/Background Checks	33,413	0.5%
Workers Compensation	26,523	0.4%
Personnel Expenses, Total	1,440,213	19.5%
G&A Expenses		
Credit Card Processing Fees	97,640	1.3%
Accounting & Professional Fees	6,705	0.1%
Insurance	62,192	0.8%
Office Supplies	5,334	0.1%
Other G&A Expenses	69,750	0.9%
G&A Expenses, Total	241,621	3.3%
Operating Expenses, Total	1,811,916	24.5%
Net Operating Income	2,113,428	28.6%
Royalties	684,363	9.3%
Net Income After Royalties	1,429,066	19.3%

B. The following is a Profit and Loss Statement for our Outlet operating in Los Angeles, California for our 2024 Fiscal Year.

Los Angeles/Orange County, CA	\$ Amount	% of Revenue
Revenue		
Operating Revenue	\$ 1,661,572	95.6%
Other Revenue	77,355	4.4%
Revenue, Total	1,738,927	100.0%
Direct Expenses		
Coaching Payroll	507,010	29.2%
Payroll Taxes - Coaching	53,174	3.1%
Equipment & Apparel	10,357	0.6%
Location Rent/Fees	135,144	7.8%
Direct Expenses (COGS)	705,685	40.6%
Gross Profit	1,033,243	59.4%
Marketing	29,739	1.7%
Personnel Expenses		
Admin Salaries (excludes owners)	332,038	19.1%
Admin Salaries - Payroll Taxes & Fees	43,652	2.5%
Recruitment/Background Checks	3,323	0.2%
Workers Compensation	7,478	0.4%
Personnel Expenses, Total	386,491	22.2%
G&A Expenses		
Credit Card Processing Fees	18,986	1.1%
Accounting & Professional Fees	796	0.0%
Insurance	18,716	1.1%
Office Supplies	4,781	0.3%
Other G&A Expenses	48,336	2.8%
G&A Expenses, Total	91,614	5.3%
Operating Expenses, Total	507,844	29.2%
Net Operating Income	525,399	30.2%
Royalties	155,609	8.9%
Net Income After Royalties	369,790	21.3%

C. The following is a Profit and Loss Statement for our Outlet in San Francisco, California for our 2024 Fiscal Year.

San Francisco, CA	\$ Amount	% of Revenue
Revenue		
Operating Revenue	\$ 842,402	94.9%
Other Revenue	45,569	5.1%
Revenue, Total	887,971	100.0%
Direct Expenses		
Coaching Payroll	235,269	26.5%
Payroll Taxes - Coaching	23,648	2.7%
Equipment & Apparel	2,912	0.3%
Location Rent/Fees	46,179	5.2%
Direct Expenses (COGS)	308,008	34.7%
Gross Profit	579,963	65.3%
Marketing		
	9,832	1.1%
Personnel Expenses		
Admin Salaries (excludes owners)	81,320	9.2%
Admin Salaries - Payroll Taxes & Fees	16,153	1.8%
Recruitment/Background Checks	12,097	1.4%
Workers Compensation	3,341	0.4%
Personnel Expenses, Total	112,911	12.7%
G&A Expenses		
Credit Card Processing Fees	5,364	0.6%
Accounting & Professional Fees	107	0.0%
Insurance	20,740	2.3%
Office Supplies	130	0.0%
Other G&A Expenses	1,636	0.2%
G&A Expenses, Total	27,977	3.2%
Operating Expenses, Total	150,719	17.0%
Net Operating Income	429,244	48.3%
Royalties	78,041	8.8%
Net Income After Royalties	351,203	39.6%

D. The following is a Profit and Loss Statement for our Outlet in Boston, Massachusetts for our 2024 Fiscal Year.

Boston, MA	\$ Amount	% of Revenue
Revenue		
Operating Revenue	\$ 1,059,389	99.6%
Other Revenue	4,338	0.4%
Revenue, Total	1,063,727	100.0%
Direct Expenses		
Coaching Payroll	280,194	26.3%
Payroll Taxes - Coaching	25,850	2.4%
Equipment & Apparel	2,417	0.2%
Location Rent/Fees	54,743	5.1%
Direct Expenses (COGS)	363,204	34.1%
Gross Profit	700,523	65.9%
Marketing		
	15,006	1.4%
Personnel Expenses		
Admin Salaries (excludes owners)	98,616	9.3%
Admin Salaries - Payroll Taxes & Fees	19,460	1.8%
Recruitment/Background Checks	3,500	0.3%
Workers Compensation	3,769	0.4%
Personnel Expenses, Total	125,345	11.8%
G&A Expenses		
Credit Card Processing Fees	7,040	0.7%
Accounting & Professional Fees	1,464	0.1%
Insurance	4,021	0.4%
Office Supplies	813	0.1%
Other G&A Expenses	3,201	0.3%
G&A Expenses, Total	16,538	1.6%
Operating Expenses, Total	156,889	14.7%
Net Operating Income	543,634	51.1%
Royalties	97,148	9.1%
Net Income After Royalties	446,486	42.0%

TABLE 2: Consolidated Profit and Loss for 2024 for Reporting Franchise Outlets

The following is a table summary of each market for 2024. The tables present the following unaudited information concerning the Reporting Soccer Stars owners: (1) Table 3A:Gross Revenues, Gross Profit, and Net Income After Royalties, for the reporting Soccer Stars ownersfor the 2024

reporting period; () (2) Table 3B: Gross Revenues, Gross Profit, and Net Income After Royalties for the reporting Soccer Stars owner with three units for the 2024 reporting period; (3) Table 3C: Gross Revenues, Gross Profit, and Net Income After Royalties for the reporting Soccer Stars owners with two units for the 2024 reporting period; and (4) Table 3D: Gross Revenues, Gross Profit, and Net Income After Royalties for the reporting Soccer Stars owners with one unit for the 2024 reporting period. The reporting period corresponds to the twelve-month period from January 1, 2024 to December 31, 2024.A: The following is a consolidated Profit and Loss Statement for all reporting franchise outlets.

	\$ Amount	Number of Franchisees Who Exceeded the Median	Number of Franchisees Who Did Not Exceeded the Median	High	Low
Revenue					
Operating Revenue	\$ 155,348	13	17	\$ 449,717	\$ 33,028
Other Revenue	3,281	2	28	73,605	-
Revenue, Total (excluding DTC)	158,628	12	18	449,717	33,028
DTC Revenue	8,432	5	25	33,024	-
Revenue, Total	167,060	12	18	482,741	39,441
Direct Expenses					
Coaching Payroll	49,142	17	13	144,497	1,131
Payroll Taxes- Coaching	4,261	11	19	21,729	-
Equipment & Apparel	5,739	12	18	26,581	-
Location Rent/Fees	4,448	10	20	20,587	-
Direct Expenses (COGS)	63,589	16	14	180,434	5,944
Gross Profit	95,039	13	17	312,087	12,500
Marketing	5,026	11	19	23,031	375
Personnel Expenses					
Admin Salaries (exclude owners)	20,470	11	19	156,644	-
Admin Salaries- Payroll Taxes & Fees	4,835	9	21	62,132	-
Recruitment/Background Checks	670	9	21	5,435	-
Employee Benefits- Health Exclude Onwers	920	4	26	18,734	-
Workers Compensation	455	9	21	2,747	-
Personnel Expenses, Total	27,350	11	19	183,151	-
G&A Expenses					
Credit Card Processing Fees	4,158	11	19	10,714	-
Accounting & Professional Fees	2,475	12	18	8,797	-
Liability Insurance	1,723	9	21	5,066	-
Software licenses	1,615	13	17	6,296	-
Office Supplies	962	9	21	4,759	-
Other G&A Expenses	3,794	9	21	20,017	-
G&A Expenses, Total	14,727	14	16	33,409	3,880
Operating Expenses, Total	47,104	13	17	215,946	5,879
Net Operating Income	47,935	16	14	136,789	(31,578)
Royalties	14,793	15	15	35,918	-
Net Income After Royalties	33,142	15	15	114,544	(45,556)

Table B: The following is a consolidated Profit and Loss Statement for all reporting three-unit franchise outlets.

	\$ Amount	% of Revenue
Revenue		
Operating Revenue	\$ 449,717	100.0%
Other Revenue	-	0.0%
Revenue, Total {excluding DTC}	449,717	100.0%
DTC Revenue	33,024	
Revenue, Total	482,741	
Direct Expenses		
Coaching Payroll	99,976	22.2%
Payroll Taxes - Coaching	12,135	2.7%
Equipment & Apparel	7,795	1.7%
Location Rent/Fees	17,725	3.9%
Direct Expenses (COGS)	137,630	30.6%
Gross Profit	312,087	69.4%
Marketing	7,801	1.7%
Personnel Expenses		
Admin Salaries (exclude owners)	156,644	34.8%
Admin Salaries - Payroll Taxes & Fees	16,045	3.6%
Recruitment/Background Checks	2,077	0.5%
Employee Benefits - Health Exclude Onwers	5,779	1.3%
Workers Compensation	2,606	0.6%
Personnel Expenses, Total	183,151	40.7%
G&A Expenses		
Credit Card Processing Fees	10,714	2.4%
Accounting & Professional Fees	3,879	0.9%
Liability Insurance	4,905	1.1%
Software licenses	2,598	0.6%
Office Supplies	72	0.0%
Other G&A Expenses	2,826	0.6%
G&A Expenses, Total	24,994	5.6%
Operating Expenses, Total	215,946	48.0%
Net Operating Income	96,140	21.4%
Royalties	31,684	7.0%
Net Income After Royalties	64,457	14.3%

Table C: The following is a consolidated Profit and Loss Statement for all reporting two-unit franchise outlets.

	\$ Amount	Number of Franchisees Who Exceeded the Median	Number of Franchisees Who Did Not Exceeded the Median	High	Low
Revenue					
Operating Revenue	\$ 176,945	5	5	\$ 280,844	\$ 33,028
Other Revenue	1,698	1	9	15,778	-
Revenue, Total (excluding DTC)	178,643	5	5	280,844	33,028
DTC Revenue	17,745	1	10		
Revenue, Total	196,388	3	8	280,844	33,028
Direct Expenses					
Coaching Payroll	54,033	5	5	84,253	5,989
Payroll Taxes - Coaching	4,577	3	7	21,729	-
Equipment & Apparel	6,410	3	7	26,581	-
Location Rent/Fees	4,625	4	6	14,644	-
Direct Expenses (COGS)	69,645	6	4	109,127	7,256
Gross Profit	108,998	5	5	178,101	25,772
Marketing	4,089	5	5	10,348	452
Personnel Expenses					
Admin Salaries (exclude owners)	22,509	5	5	65,000	-
Admin Salaries - Payroll Taxes & Fees	3,378	4	6	13,854	-
Recruitment/Background Checks	1,205	3	7	5,435	-
Employee Benefits - Health Exclude Owners	2,034	1	9	18,734	-
Workers Compensation	628	4	6	2,747	-
Personnel Expenses, Total	29,755	5	5	68,995	-
G&A Expenses					
Credit Card Processing Fees	4,037	4	6	10,431	-
Accounting & Professional Fees	3,874	4	6	8,797	346
Liability Insurance	1,355	5	5	4,397	-
Software Licenses	1,994	3	7	6,296	-
Office Supplies	1,527	4	6	4,636	-
Other G&A Expenses	3,787	3	7	10,588	1,304
G&A Expenses, Total	16,573	4	6	33,409	8,328
Operating Expenses, Total	50,416	5	5	95,970	10,821
Net Operating Income	58,582	6	4	98,185	9,733
Royalties	16,446	7	3	35,918	-
Net Income After Royalties	42,136	4	6	93,646	(12,003)

Table D: The following is a consolidated Profit and Loss Statement for all reporting single-unit franchise outlets.

	\$ Amount	Number of Franchisees Who Exceeded the Median	Number of Franchisees Who Did Not Exceed the Median	High	Low
Revenue					
Operating Revenue	\$ 128,488	8	11	\$ 271,052	\$ 34,487
Other Revenue	4,286	1	18	73,605	-
Revenue, Total (excluding DTC)	132,774	6	13	309,335	34,487
DTC Revenue	5,811	4	15	11,075	-
Revenue, Total	138,585	7	12	320,410	34,487
Direct Expenses					
Coaching Payroll	43,892	9	10	144,497	1,131
Payroll Taxes - Coaching	3,680	7	12	14,078	-
Equipment & Apparel	5,278	7	12	22,339	-
Location Rent/Fees	3,656	6	13	20,587	-
Direct Expenses (COGS)	56,506	9	10	180,434	5,944
Gross Profit	76,269	6	13	170,654	12,500
Marketing	5,374	6	13	23,031	375
Personnel Expenses					
Admin Salaries (exclude owners)	12,231	5	14	68,464	-
Admin Salaries - Payroll Taxes & Fees	5,011	4	15	62,132	-
Recruitment/Background Checks	315	6	13	1,876	-
Employee Benefits - Health Exclude Owners	78	2	17	1,031	-
Workers Compensation	250	4	15	1,574	-
Personnel Expenses, Total	17,884	6	13	78,161	-
G&A Expenses					
Credit Card Processing Fees	3,877	7	12	8,310	1,069
Accounting & Professional Fees	1,665	6	13	5,533	-
Liability Insurance	1,749	7	12	5,066	-
Software Licenses	1,364	9	10	3,976	-
Office Supplies	712	6	13	4,759	-
Other G&A Expenses	3,849	5	14	20,017	-
G&A Expenses, Total	13,216	8	11	32,137	3,880
Operating Expenses, Total	36,474	8	11	96,666	5,879
Net Operating Income	39,795	9	10	136,789	(31,578)
Royalties	13,034	9	10	22,245	-
Net Income After Royalties	26,761	10	9	114,544	(45,556)

Table 3: SUMMARY OF GROSS REVENUE, GROSS PROFIT, AND NET INCOME AFTER ROYALTIES FOR ALL FRANCHISE OWNERS FOR 2024