

CONTENTS

- The Southern Grounds Story
- About Southern Grounds: Our Mission
- What makes Southern Grounds Different
- The Southern Grounds Space
- Southern Ground Interior Design
- Southern Grounds Partnerships
- Southern Grounds Food
- Southern Grounds Drinks
- Southern Grounds Franchisee Program and Franchisor Support
- Blueberry Bakery
- Why is Southern Grounds Franchising
- Southern Grounds Menu

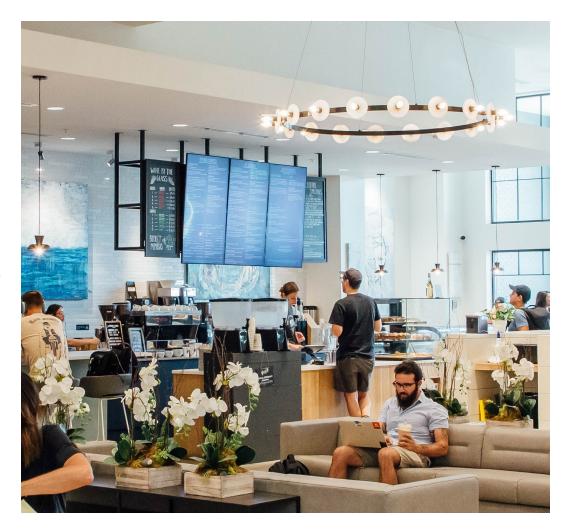


SOUTHERN GROUNDS:

Chef-Driven and Design-Enhanced

Recent years have taught all of us the importance of connection and community. We have all realized the need for a "sense of place" and the importance of quality space and how it makes us feel. This sense of place is established by connection among people and a strong role within the community. Finding the ideal site that meets the mission of Southern Grounds equals implementing architecture and design to prioritize connection among individuals and community.

As a result, we developed our chef-driven and design-enhanced coffee house: Southern Grounds.





OUR MISSION

Our core mission is to nourish, nurture and inspire healthy communities by giving back and creating value. We are a chef-driven coffee house, offering an array of products to conscious consumers beyond the standard cup of joe. Our brand thrives on providing healthy food and beverages while fostering community. We are not only passionate about bringing whole, nutritious, and sustainably sourced food and beverage offerings, we care deeply about the environment and reducing waste. We feel our brand has changed not only the "quality" conversation about coffee and sustainable foods but also our purpose as restaurateurs.

Our brand challenges the industry's standard supply chain for coffee houses by reducing plastic product consumption in our model. We have demanded sustainable farming practices of our suppliers, reduced environmental impact of vendors we used, and implemented green building products in our building and interior design. While these changes might only make small dents in the current status quo, we believe that as we expand, they will become significant.

WHAT MAKES SOUTHERN GROUNDS DIFFERENT

We believe there is something absolutely magical about founding a business that aspires to bring people together. GATHER TOGETHER: those two words inspire everything we do.

At Southern Grounds, friends, neighbors and colleagues can sit down over coffee or tea, enjoy wholesome foods and connect with each other. But it doesn't happen without the right factors – nutritious food, quality beverages and an environment that prioritizes connection are all part of the puzzle.

We are a fourth wave coffee shop, which disrupts the more commodity-focused trade of coffee and prioritizes taste, quality, unique flavors, and equitable relationships over low prices and standardizations in flavor. Increased coffee quality, more direct trade, a greater emphasis on sustainability, lighter roasts, innovative brewing methods – these are all intrinsic to fourth wave coffee. Fourth wave coffee is a marriage between stellar coffee products and truly worthwhile social consciousness.

Our model provides a tried-and-tested concept that has a high AUV compared to other coffee brands. We subscribe to the 'buy local' concept, which supports both jobs and the local community. In addition to serving simple, whole, unprocessed food, we have also expanded our definition of "healthy" to a larger philosophy, encompassing things like giving back to the community, cultivating a culture of kindness, and supporting farms who are mindful of our environment.







THE SOUTHERN GROUNDS SPACE

With a belief that restaurants are the key to a community's vibrancy, economic development, and social infrastructure, we designed each Southern Grounds as a modern coffee house that acts as a community focal point. At its core, architecture is designing spaces that create community.

To illustrate our passion about this, we hired interior designers and architects at Group 4 Design and Cronk Duch to help us create our community coffee house.

We aim to create a vibrant, light-filled and inviting environment that provides positive energy to support and uplift the community. Our coffee houses are distinct, unique, and supportive of each specific location. We use preservation architects and interior designers to honor the buildings and communities we move into. The renovation of a historic property is often a starting point and anchor for the redevelopment of a block, street, or district. A historic building or district can be tangible proof of a community's interest in honoring its heritage, valuing its character, getting the most out of infrastructure and development, and encouraging growth in already-developed areas.





















SOUTHERN GROUNDS INTERIOR DESIGN

Working with the nationally recognized, award-winning design team Group 4 Design Inc., we are able to perfect the interior design, look and feel of every Southern Grounds Coffee House. Providing a warm welcoming place for people to "Gather Together" was the driving design concept for Southern Grounds. It was important to keep the floor plan open and inviting while creating pockets of intimate meeting space for the various reasons people choose a neighborhood coffee shop as their go-to place. Whether meeting with friends for a weekly catch-up, establishing a location for a business meeting or working quietly on a solo project, we provide an intentional place for those purposes.

The flow within the coffee shop allows the front façade to be a bustle of activity with quieter zones tucked into back areas and lots of outdoor spaces to connect to the activity of the neighborhood. Custom metalwork creates airy dividers, balanced with banquettes that introduce softness and color. In a departure from the typical dark moody coffee shop, Southern Grounds is fresh, modern, bright and friendly. The interior color scheme has a backdrop of crisp white, allowing sunny yellows and calming aquas to accent the space, with shades of gray mixed in for contrast. This neutral base allows our rotating display of artwork to add visual interest and support local artists showcasing their talents. Using classic materials and minimalist design details, the team designed an expansive coffee shop that is grand in scale yet still allows for intimate moments, becoming the goton eighborhood gathering spot.

SOUTHERN GROUNDS DESIGN













SOUTHERN GROUNDS LICENSING

Southern Grounds received international recognition through a licensing agreement with HMSHOST, the world's largest concessionaire. We are incredibly proud to partner with HMSHOST and meet the demands of international airport travelers. Our Southern Grounds brand resonates with HMSHOST, as our brand gives the International Airport system the opportunity to create a sense of place and showcase a regional brand that serves great coffee and has healthy, sustainable food offerings.













blueberry

artisan • bakery

Blueberry Bakery is Southern Grounds' very own bakery. Years of struggling to find a gourmet bakery in Florida to fit our needs led us to the creation of Blueberry Bakery. We're proud to have a boutique, artisan bakery that was built on a simple premise: scratch-made is better. Everything is made by hand with care and the freshest possible ingredients.

We have designed the Southern Grounds Franchising Program so that every 3 Southern Grounds Coffee Houses will have a designated Blueberry Bakery. As our commitment to high quality resonates throughout, the Blueberry Bakery will deliver cakes, baked goods and treats, made from fresh ingredients, to Southern Grounds locations multiple times a week.

Whether clients are planning an intimate dinner party, black-tie gala or corporate gathering, our team works to design delicious, customized desserts for any occasion.

The Blueberry Bakery also offers vegan and gluten- free products, in addition to specialty items. A visit to the Blueberry Bakery will result in the option of everything, from cakes and cheesecakes to cookies, muffins, tarts, eclairs, bite-sized treats and seasonal favorites.













"From artisan breads to delectable desserts, Blueberry Bakery has something for everyone. Come try our goods at any Southern Grounds and be amazed by the freshness and seasonal flavors."

SOUTHERN GROUNDS FOOD

We are the proud recipients of the Slow Food Movement award. In the first few years of building Southern Grounds, we were looking everywhere for our identity — books, magazines, the internet. We believed that by looking around, we could understand who we are and who we aren't. We started looking at the products: stone ground grits, seasonal produce, fresh avocados, sustainable salmon, heirloom tomatoes, local jam, grass fed beef, open blue cobia, organic coffee, European butter, Belgium chocolate ...and the delicious list goes on!

Those ingredients took us to the markets, the markets took us to the farmers, and the farmers eventually took us to our roots. This is how we became passionate about our food quality for each and every guest.

Today, we take extraordinary pride in creating a culinary memory every time a guest visits one of our coffee shops.

Over the past 6 years, Southern Grounds has refined and elevated the guests experience through unwavering commitment to the highest quality food and hospitality available.

- Southern Grounds salmon is the highest quality available: Verlasso Salmon from Patagonia.
- We use Logans Turnpike Mill fresh-ground grains from local farmers in the Southeast.
- Our oatmeal and organic prized flour is from Bob's Red Mill. Organic lettuce by Trader Hill Aquaponics Farm
- We use the highest quality European butter, Plugra Premium Butter, in our baked goods.
- Southern Grounds sources all seasonal offerings directly from Saturiwa Trading Company, including local berries, mushrooms, beef, honeycomb, microgreens, black figs, purple broccoli and more.
- Our ground beef is sourced from Brasstown Beef in North Carolina, where cattle are grass-fed and humanely raised to third party Global Animal Partnership (GAP) standards.









SOUTHERN GROUNDS FOOD

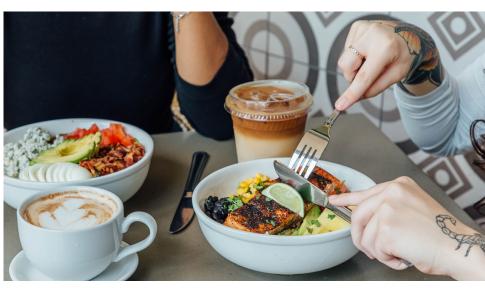




















SOUTHERN GROUNDS DRINKS

Whether you are looking for a fancy latte, morning cup of joe, a smoothie, a craft beer, a mimosa or a nice glass of wine, Southern Grounds has you covered.

At Southern Grounds, we serve the finest quality coffee, locally sourced Kefir, Kombucha, craft beer and wine favorites.

- Our Coffee beans are direct trade from Intelligentsia. There is no higher standard for our coffee procurement. At Southern Grounds, we pride ourselves on bringing the most exquisite, highest quality direct-trade coffee offerings to our guests. We take pride in our coffee beans, which are hand-picked and evaluated from bean genetics through the meticulous post-harvest roasting process at Intelligentsia. The idea of serving the best cup of coffee every time is our primary focus. As a result of our dedication to perfection, we proudly pour a desirable, balanced, dynamic cup of coffee every time.
- Our Matcha Tea is shade grown Japanese Matcha.
- Our Kefir is crafted by a local manufacturer, using only the highest quality ingredients.
- Our Kombucha, Gnarbucha, is made locally in Jacksonville, Florida.
- A variety of Southern Grounds beer is crafted from a partnership with King Maker Brewing Company.

SOUTHERN GROUNDS COFFEE

Our coffee is sourced from Intelligentsia Coffee, offering direct trade coffee. Intelligentsia has more direct farming relationships than any other roaster, nationwide. Thanks to direct trade, baristas and roasters can tell consumers the story behind thecoffee beans. Direct trade coffee relies on sourcing only the highest-quality beans insmall batches for a truly artisan coffee experience.

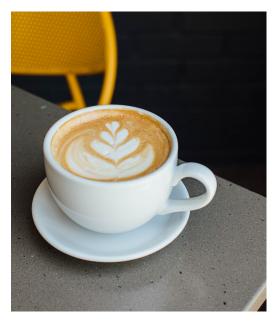
Intelligentsia considers coffee an artisanal food, like wine, with a consumption experience to be enhanced with greater education, connoisseurship, and sensory exploration beyond just a cup of coffee.

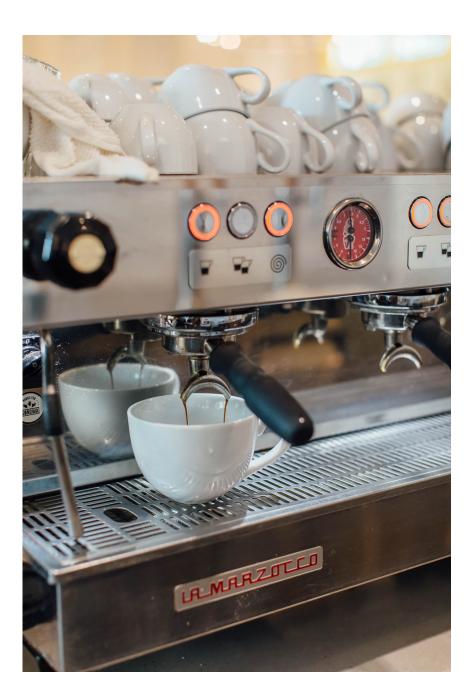
While all coffee comes through a similar value stream, we seek to highlight the unique characteristics that result from the diversity of coffee bean cultivars, growing and culti-vation methods, processing methods, roasting techniques and more. For these reasons,we opted to work with Intelligentsia, the creator of the artisan coffee movement.











OUR PARTNERSHIP WITH LA MARZOCCO

We have used La Marzocco machines since our inception in all our cafes and our homes. In the first quarter of the last century, several attempts at manufacturing machines to make "espresso" coffee were carried out in Italy. They may rightfully be considered the progenitors of espresso machines in production today. They were equipped with hot water and steam generators, and tall vertical boilers.

The manufacturers, in addition to being skilled craftsmen, were pioneers considering the difficulties they faced at the time. Giuseppe Bambi was a member of this small group of pioneers. His strong personality and desire to create something of his own eventually led to establishing a small workshop and business.

FRANCHISEE PROGRAM SUPPORT

We are creating a boutique franchise offering of curated community coffee houses. Upon becoming a Franchisee of Southern Grounds, our network of highly trained, experienced, award-winning professionals is available to help you succeed.

Franchising Southern Grounds has always been part of our growth strategy. We have a leadership team that has ensured we built the resources and processes necessary to support ALL franchisees. Before launching the franchising initiative, we wanted our brand to be successful in numerous communities. From our humble beginning in Neptune Beach, Florida, to our stores in San Marco, Florida and the Avondale community in Jacksonville, we have built a great customer base and a history of strong financial performance. This provides new franchisees a much-needed boost of confidence and ensures their own success in each respective community.

Upon partnering with the very mature global restaurateur HMSHOST (Autogrill Group), we grew tremendously as a company. The process of licensing and training with HMSHOST provided the Southern Grounds leadership team the knowledge and confidence to roll out our Southern Grounds franchise program. We are now in the process of opening 2 more corporate locations, as well as our second International Airport location with HMSHOST. Finally, we awarded our first Franchise Territory of 9 units and anticipate the opening of 6-7 more stores in the next year. Our franchisees have access to all our designers, so each Southern Grounds location will be unique and memorable.



WHY SOUTHERN GROUNDS FRANCHISING?

Food is culture, community, and life. It is hospitality, kindness, and warmth. It is what binds us, even when we are divided. It is the glue, the fabric, the how and the why people come together. Food is one of the reasons we travel to other places. Think about your hometown, your city and your community — we believe you will agree restaurants are the key to a community's vibrancy, its economic development, and its social infrastructure.

For all these reasons, we feel there is no better time than to launch our new modern coffee house as a franchise and community model to other aspiring restaurateurs.

We have selected 12 Southern states and select markets in Florida as our initial franchising areas, including: Georgia, North Carolina, South Carolina, Virginia**, Texas, Louisiana, Maryland**, Tennessee, Kentucky, Alabama, Mississippi and select markets in Florida (including Orlando, the panhandle and the West coast).

We are looking for experienced franchise partners with a track record of success. This includes multi-unit operators who already have franchises or proven independents who want to diversify their portfolio with a proven concept. We look forward to working with operators who have been in the business and understand the nuances of running a hospitality company.