

## Special Risks to Consider About *This* Franchise

Certain states require that the following risk(s) be highlighted:

1. **Out-of-State Dispute Resolution.** The franchise agreement requires you to resolve disputes with the franchisor by litigation only in Nebraska. Out-of-state mediation, arbitration, or litigation may force you to accept a less favorable settlement for disputes. It may also cost more to litigate with the franchisor in Nebraska than in your own state.
2. **Mandatory Minimum Payments.** You must make minimum royalty or advertising fund payments, regardless of your sales levels. Your inability to make these payments may result in termination of your franchise and loss of your investment.

Certain states may require other risks to be highlighted. Check the “State Specific Addenda” (if any) to see whether your state requires other risks to be highlighted.

## **ITEM 1. THE FRANCHISOR, AND ANY PARENTS, PREDECESSORS AND AFFILIATES**

The Franchisor is Valentino's of America, Inc., and will be referred to as "we", "us" or "VOA" throughout this Franchise Disclosure Document. "You" means the person or entity who buys the franchise from VOA. If a corporation, partnership, or other entity buys the franchise, then "you" may also include your owners. VOA is a Nebraska corporation formed in ~~1981~~1980 with a current principal business address of 2601 South 70<sup>th</sup> Street, Lincoln, Nebraska 68506, telephone 402-434-9350. VOA's agent for service of process in Nebraska and agents and addresses for service of process in other states are disclosed in Exhibit 1.

The original Valentino's restaurant started as a proprietorship in Lincoln, Nebraska in 1957 and did business under the name Valentino's. In February 1966, the business was incorporated under the name of Valentino's, Inc. Valentino's, Inc. divided into Valentino's of Lincoln, Inc. and Valentino's of Omaha, Inc. in 1997. In 2008 all assets of Valentino's of Lincoln, Inc. and Valentino's of Omaha, Inc. were transferred to Val Limited, Inc. ("Val Limited"). Currently Val Limited owns and operates all of the non-franchised Valentino's restaurants. VOA currently neither owns a restaurant, nor operates a restaurant.

Val Limited and its subsidiary presently own and operate one full-service restaurant and sixteen (16) To-Go Locations. One (1) full-service restaurant and ten (10) of the To-Go Locations are located in Lincoln, Nebraska. Five (5) of the To-Go Locations are located in Omaha, Nebraska. To-Go locations vary as to offering seating and alcohol.

Val Limited, a Nebraska corporation, is a holding company that was incorporated in ~~1979~~1977. Val Limited formed VOA in ~~1981~~1980 and owns all of the stock of VOA, Valentino's of Lincoln, Inc., and Valentino's of Omaha, Inc. Except for VOA and Valentino's, Inc., neither Val Limited nor any other entity identified in this Item 1 has ever offered franchises in any line of business.

Valentino's, Inc. offered franchises for Valentino's restaurants from 1979 to 1981. VOA has offered franchises for Valentino's restaurants since 1981 and has not offered franchises in any other line of business. Currently there are seventeen (17) Valentino's franchises, all of which operate under a Franchise Agreement with VOA. VOA franchised restaurants feature pizza, a full range of Italian pasta dishes, selected other Italian entrees, specialty salads, dessert items, and other products. As of December 31, 2023, seventeen (17) VOA franchises offer or will offer take-out and/or delivery, five (5) VOA franchises offer some form of buffet dining, seven (7) VOA franchises operate as To-Go Locations offering take-out and delivery only, and five (5) VOA franchises operate a Valentino's Express Location.

VOA franchises the operation of a restaurant (the "Restaurant") using the Valentino's system for the preparation of pizza, Italian food, broasted chicken including bone-in and tenders products, salads, desserts and other related food items to the ultimate consumer. The franchises described in this disclosure document will be for either: (1) a take-out and delivery location, which in some instances may have limited dine-in seating ("To-Go Location"); or (2) a Valentino's Express location operating from a non-traditional location, such as a convenience store, and

Valentino's Of America, Inc.

about these laws. For example, food handling is regulated and hood and ventilation systems, grease traps, and fire safety systems are generally required.

You must operate your Restaurant according to the “Valentino’s System.” The Valentino’s System includes proprietary rights in certain valuable trade names, service marks and trademarks (the “Marks”), designs and color schemes for Restaurant buildings, signs, equipment, equipment layouts, methods of management and training, formulas and specifications for certain food products, operation control, and manuals covering the business practices and policies.

Val Limited and its predecessors and subsidiaries have collectively operated full-service Restaurants since 1957, introducing the buffet style in the early 1980’s. To-Go restaurants have been in service since 1990. Franchises for a Valentino’s Restaurant have been operated since 1979. In 2004, VOA licensed three Valentino’s Express units that were subsequently discontinued in 2007 due to the sale of the licensee. VOA again licensed an Express Location in December 2009.

## **ITEM 2. BUSINESS EXPERIENCE**

President of VOA and Vice President for Val Limited: **Anthony J. Messineo**

**Anthony Messineo** is President and a Member of the Board of VOA in Lincoln, Nebraska. He has served in that role since March 2024. He previously served as Vice President of Operations for VOA from October 1996 until he became President. Anthony Messineo is also a Member of the Board and Vice President of Val Limited in Lincoln, Nebraska. He oversaw the Valentino’s Omaha Market between March 2006 and July 2011. He currently helps oversee the Lincoln market. Anthony Messineo is the Director of Marketing for the corporate locations and coordinates all marketing efforts for corporate stores and the franchise system.

Executive Vice President and Director of VOA and Val Limited: **A. Michael Alesio**

**Mike Alesio** has served as Executive Vice President and a Member of the Board of [VOA since May 1980 and as Executive Vice President and a Member of the Board of Val Limited and VOA since November 1977, both](#) in Lincoln, Nebraska ~~since their inceptions~~. Mike Alesio has served in various capacities for Valentino’s, including corporate counsel from 1973 to the present. Mike Alesio is also a partial owner of The Amazing Pizza Machine, an Omaha, Nebraska concept that combines arcade games with a pizza buffet.

Field Representative: **Matthew Alesio**

**Matt Alesio** has been a Field Representative for VOA in Lincoln, Nebraska since July 2019. He provides support to Valentino’s franchisees, conducts inspections of franchised locations, and serves as a principal liaison between VOA and its franchisees. He also is a principal person involved in the sale of franchises for VOA.

President of Val Limited: **Michael Messineo**

**Michael Messineo** is a Member of the Board and President of Val Limited in Lincoln, Nebraska. He has served in that role since March 2024. Prior to that, he served as Vice President of

Valentino’s Of America, Inc.

**EXHIBIT 1**  
**LIST OF STATE AGENCIES AND AGENTS FOR**  
**SERVICE OF PROCESS**

A. List of state agencies.

California Commissioner of Financial  
Protection and Innovation  
Department of Financial  
Protection and Innovation  
320 West 4th Street, Suite 750  
Los Angeles, California 90013-2344  
(213) 576-7500 / Toll Free: 1-866-275-2677

Florida Department of Agricultural &  
Consumer Services  
Division of Consumer Services  
P.O. Box 6700  
The Rhodes Building  
2005 Apalachee Parkway  
Tallahassee, Florida 32399-6500  
(850) 410-3800-2966

Department of Commerce and Consumer  
Affairs  
Business Registration Division  
Commissioner of Securities of the State of  
Hawaii  
King Kalakaua Building  
335 Merchant Street, Room 203  
Honolulu, Hawaii 96813  
(808) 586-2744

Office of Illinois Attorney General  
Franchise Division  
500 South Second Street  
Springfield, Illinois 62706  
(217) 782-4465

Indiana Securities Division (Administrator)  
302 West Washington Street, Room E-111  
Indianapolis, Indiana 46204  
(317) 232-6681

Indiana Secretary of State (Agent for Service)  
201 State House  
200 West Washington Street  
Indianapolis, Indiana 46204

Office of Kentucky Attorney General  
Consumer Protection Division  
1024 Capital Center Drive, Suite 200  
Frankfort, Kentucky 40601-8204  
(502) 696-5389

Office of Maryland Attorney General  
Securities Division  
200 St. Paul Place  
Baltimore, Maryland 21202-2020  
(410) 576-6360

Maryland Securities Commissioner (Agent for  
Service)  
200 St. Paul Place  
Baltimore, Maryland 21202-2020

Michigan Attorney General's Office  
Consumer Protection Division, Franchise  
Section  
P.O. Box 30213  
Lansing, Michigan 48909  
(517) 335-7567

Minnesota Dept. of Commerce  
Market Assurance Division  
85 - 7th Place East, Suite 280  
St. Paul, Minnesota 55101-2198  
(651) ~~539-1638~~[539-1600](tel:539-1600)

Nebraska Department of Banking and Finance  
1526 K Street, Suite 300  
P.O. Box 95006  
Lincoln, Nebraska 68508  
(402) 471-3445

**RECEIPT (your copy)**

This disclosure document summarizes certain provisions of the franchise agreement and other information in plain language. Please read this disclosure document and all agreements carefully.

If VOA offers you a franchise, it must provide this disclosure document to you 14 calendar days before you sign a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale or grant. New York requires that VOA give you this disclosure document at the earlier of the first personal meeting or 10 business days before the execution of the franchise agreement or other agreement or 10 days before the payment of any consideration that relates to the franchise relationship. Iowa requires that VOA give you this disclosure document at least ten 10 business days before the earlier of your execution of a contract imposing a binding legal obligation on the purchaser or your payment of any consideration in connection with the offer or sale of the franchise. Michigan requires that VOA give you this disclosure document at least 10 business days before the execution of any binding franchise agreement or other agreement or the payment of any consideration, whichever occurs first.

If VOA does not deliver this disclosure document on time or it if contains a false or misleading statement, or a material omission, a violation of federal law and state law may have occurred and should be reported to the Federal Trade Commission, Washington, D.C. 20580 and to the applicable state agency listed in Exhibit 1.

Issuance date: April 24, 2024

The franchise sellers for this offering are: Anthony J. Messineo, ~~Vice~~ President of VOA, A. Michael Alesio, Executive Vice President of VOA, and Matthew Alesio, Field Representative of VOA, all at 2601 South 70th Street, Lincoln, NE 68506, telephone number is (402) 434-9350.

VOA authorizes the respective state agencies identified on Exhibit 1 to receive service of process for it in the particular state.

I received a Franchise Disclosure Document dated April 24, 2024 that included the following Exhibits:

- Exhibit 1: List of State Agencies and Agents for Service of Process
- Exhibit 2: Franchise Agreement
- Exhibit 3: Operations Manual - Table of Contents
- Exhibit 4: List of Franchisees
- Exhibit 5: List of Franchisees Who Have Left the System
- Exhibit 6: Financial Statements
- Exhibit 7: List of Trademarks
- Exhibit 8: State Addendums

\_\_\_\_\_  
Date (Do not leave blank)

\_\_\_\_\_  
Name

This Receipt is for your records. The next page is an identical Receipt to be signed and returned to Valentino's of America, Inc.

**RECEIPT (Return Copy)**

This disclosure document summarizes certain provisions of the franchise agreement and other information in plain language. Please read this disclosure document and all agreements carefully.

If VOA offers you a franchise, it must provide this disclosure document to you 14 calendar days before you sign a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale or grant. New York requires that VOA give you this disclosure document at the earlier of the first personal meeting or 10 business days before the execution of the franchise agreement or other agreement or 10 days before the payment of any consideration that relates to the franchise relationship. Iowa requires that VOA give you this disclosure document at least ten 10 business days before the earlier of your execution of a contract imposing a binding legal obligation on the purchaser or your payment of any consideration in connection with the offer or sale of the franchise. Michigan requires that VOA give you this disclosure document at least 10 business days before the execution of any binding franchise agreement or other agreement or the payment of any consideration, whichever occurs first.

If VOA does not deliver this disclosure document on time or it if contains a false or misleading statement, or a material omission, a violation of federal law and state law may have occurred and should be reported to the Federal Trade Commission, Washington, D.C. 20580 and to the applicable state agency listed in Exhibit 1.

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\_\_\_\_\_  
Date (Do not leave blank)

\_\_\_\_\_  
Name

You may return the signed receipt either by signing, dating, and mailing it to Valentino’s of America, Inc. at 2601 S. 70<sup>th</sup> St, Lincoln, NE 68506, or by faxing a copy of the signed and dated receipt to VOA at (402) 434-9325.

[4887-4435-3470, v. 1](#) [4856-9469-5117, v. 1](#)