SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-Q

(Mark One)

[x] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 8, 2002

OR

[_] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from: ___________ to ___________

Commission file number: 333-74797

Domino's, Inc.
(Exact name of registrant as specified in its charter)

Delaware	38-3025165
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

30 Frank Lloyd Wright Drive
Ann Arbor, Michigan 48106
(Address of principal executive offices)

(734) 930-3030
(Registrant's telephone number, including area code)

Indicate by check mark whether registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes [X] No [_]

The number of shares outstanding of the registrant's common stock as of October 14, 2002 was 10 shares.

Domino's, Inc.

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PART I. FINANCIAL INFORMATION
Item 1. Financial Statements

Domino's, Inc. and Subsidiaries
Condensed Consolidated Balance Sheets

(In thousands) Assets	September 8, 2002 (Unaudited)	December 30, 2001 (Note)
Current assets:		
Cash and cash equivalents	$ 5,020	$ 34,842
Accounts receivable	53,689	54,225
Notes receivable	4,572	4,024
Inventories	23,874	22,088
Prepaid expenses and other	6,196	4,892
Deferred income taxes	11,302	11,302
Total current assets	104,653	131,373
Property, plant and equipment:		
Land and buildings	15,813	15,983
Leasehold and other improvements	55,837	50,684
Equipment	138,740	114,904
Construction in progress	6,391	5,837
	216,781	187,408
Accumulated depreciation and amortization	102,874	99,763
Property, plant and equipment, net	113,907	87,645
Other assets:		
Deferred financing costs	19,289	24,594
Goodwill	27,315	12,673
Capitalized software	28,029	34,408
Deferred income taxes	61,318	66,270
Other	21,713	25,330
Total other assets	157,664	163,275
Total assets	$ 376,224	$ 382,293
Liabilities and stockholder's deficit		
Current liabilities:		
Current portion of long-term debt	$ 4,034	$ 43,157
Accounts payable	49,277	30,125
Insurance reserves	8,098	7,365
Other accrued liabilities	65,431	73,487
Total current liabilities	126,840	154,134
Long-term liabilities:		
Long-term debt, less current portion	606,790	611,532
Insurance reserves	11,926	6,334
Other accrued liabilities	29,479	35,167
Total long-term liabilities	648,195	653,033
Stockholder's deficit:		
Common stock	-	-
Additional paid-in capital	120,723	120,202
Retained deficit	(515,216)	(542,540)
Accumulated other comprehensive loss	(4,318)	(2,536)
Total stockholder's deficit	(398,811)	(424,874)
Total liabilities and stockholder's deficit	$ 376,224	$ 382,293

Note: The balance sheet at December 30, 2001 has been derived from the audited consolidated financial statements at that date but does not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements.

See accompanying notes.

Domino's, Inc. and Subsidiaries
Condensed Consolidated Statements of Income
(Unaudited)

(In thousands)	Fiscal Quarter Ended September 8, 2002	Fiscal Quarter Ended September 9, 2001	Three Fiscal Quarters Ended September 8, 2002	Three Fiscal Quarters Ended September 9, 2001
Revenues:				
Domestic corporate stores	$ 84,436	$ 80,555	$ 262,824	$ 253,324
Domestic franchise	30,623	30,373	97,219	91,042
Domestic distribution	143,614	163,223	464,080	470,055
International	18,387	15,305	55,055	46,418
Total revenues	277,060	289,456	879,178	860,839
Operating expenses:				
Cost of sales	203,450	218,823	644,578	643,034
General and administrative	39,412	42,100	131,056	130,621
Total operating expenses	242,862	260,923	775,634	773,655
Income from operations	34,198	28,533	103,544	87,184
Interest income	47	418	315	1,433
Interest expense	17,099	15,947	44,312	48,227
Income before provision for income taxes	17,146	13,004	59,547	40,390
Provision for income taxes	6,345	5,072	22,032	15,773
Net income	$ 10,801	$ 7,932	$ 37,515	$ 24,617

See accompanying notes.

Domino's, Inc. and Subsidiaries
Condensed Consolidated Statements of Cash Flows
(Unaudited)

(In thousands)	Three Fiscal Quarters Ended September 8, 2002	Three Fiscal Quarters Ended September 9, 2001
Cash flows from operating activities:		
Net cash provided by operating activities	$ 86,337	$ 54,465
Cash flows from investing activities:		
Capital expenditures	(38,361)	(26,863)
Acquisitions of franchise operations	(21,850)	(263)
Other	1,123	5,978
Net cash used in investing activities	(59,088)	(21,148)
Cash flows from financing activities:		
Proceeds from issuance of long-term debt	365,000	-
Repayments of long-term debt	(408,911)	(21,617)
Cash paid for financing costs	(3,609)	-
Capital contribution	521	-
Distributions to Parent	(10,191)	-
Net cash used in financing activities	(57,190)	(21,617)
Effect of exchange rate changes on cash and cash equivalents	119	(47)
Increase (decrease) in cash and cash equivalents	(29,822)	11,653
Cash and cash equivalents, at beginning of period	34,842	25,136
Cash and cash equivalents, at end of period	$ 5,020	$ 36,789

See accompanying notes.

Domino's, Inc. and Subsidiaries
Notes to Condensed Consolidated Financial Statements
(Unaudited; tabular amounts in thousands)

September 8, 2002

1. Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements. In the opinion of management, all adjustments, consisting of normal recurring items, considered necessary for a fair presentation have been included. Operating results for the fiscal quarter and three fiscal quarters ended September 8, 2002 are not necessarily indicative of the results that may be expected for the year ending December 29, 2002. For further information, refer to the consolidated financial statements and footnotes thereto for the year ended December 30, 2001 included in our Form 10-K.

2. Comprehensive Income

	Fiscal Quarter Ended		Three Fiscal Quarters Ended	
	September 8, 2002	September 9, 2001	September 8, 2002	September 9, 2001
Net income	$ 10,801	$ 7,932	$ 37,515	$ 24,617
Cumulative effect of change in accounting principle, net of tax	-	-	-	1,692
Unrealized loss on derivative instruments, net of tax	(1,821)	(2,494)	(4,719)	(4,584)
Reclassification adjustment for losses included in net income, net of tax	779	435	2,244	132
Currency translation adjustment	213	78	693	(151)
Comprehensive income	$ 9,972	$ 5,951	$ 35,733	$ 21,706

3. Segment Information

The following table summarizes revenues and earnings before interest, taxes, depreciation and amortization (EBITDA) for each of the Company's reportable segments. During the first quarter of 2002, the Company purchased 83 stores from a former franchisee in Arizona. This acquisition resulted in an approximately $22.4 million increase in Domestic Store assets.

Fiscal Quarter Ended September 8, 2002 and September 9, 2001

	Domestic Stores	Domestic Distribution	International	Intersegment Revenues	Other	Total
Revenues -						
2002	$ 115,059	$ 166,924	$ 18,387	$(23,310)	$ -	$ 277,060
2001	110,928	187,978	15,305	(24,755)	-	289,456
EBITDA -						
2002	$ 33,482	$ 10,631	$ 5,068	$ -	$ (9,385)	$ 39,796
2001	30,489	9,816	4,272	-	(8,539)	36,038

Three Fiscal Quarters Ended September 8, 2002 and September 9, 2001

	Domestic Stores	Domestic Distribution	International	Intersegment Revenues	Other	Total
Revenues -						
2002	$ 360,043	$ 535,989	$ 55,055	$(71,909)	$ -	$ 879,178
2001	344,366	543,128	46,418	(73,073)	-	860,839
EBITDA -						
2002	$ 108,166	$ 33,860	$ 15,054	$ -	$ (29,896)	$ 127,184
2001	94,425	29,390	12,176	-	(26,623)	109,368

The following table reconciles total EBITDA to consolidated income before provision for income taxes.

	Fiscal Quarter Ended		Three Fiscal Quarters Ended	
	September 8, 2002	September 9, 2001	September 8, 2002	September 9, 2001
Total EBITDA	$ 39,796	$ 36,038	$ 127,184	$ 109,368
Depreciation and amortization	(5,737)	(7,166)	(19,560)	(21,160)
Interest expense	(17,099)	(15,947)	(44,312)	(48,227)
Interest income	47	418	315	1,433
Loss on debt extinguishment	(301)	(146)	(1,217)	(146)
Gain (loss) on sale/disposal of assets	440	(193)	(2,863)	(878)
Income before provision for income taxes	$ 17,146	$ 13,004	$ 59,547	$ 40,390

4. Financing Arrangements

The Company retired approximately $3.3 million and $13.6 million of outstanding senior subordinated notes during the third quarter and first three quarters of 2002, respectively. The Company recognized losses of approximately $301,000 and $1.2 million for the third quarter and first three quarters of 2002, respectively, reflecting the differences between the carrying value of the notes and the open market purchase price.

In connection with the consummation of the 2002 Senior Credit Facility in the third quarter of 2002, the Company expensed financing costs of approximately $4.5 million.

5. Advertising

The Company's advertising fund subsidiary received national advertising contributions from franchisees of approximately $53 million and $50 million during the first three quarters of 2002 and 2001, respectively. These contributions and offsetting expenses are presented net in the statements of income.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The 2002 and 2001 third quarters referenced herein represent the twelve-week periods ended September 8, 2002 and September 9, 2001, respectively. The 2002 and 2001 first three quarters referenced herein represent the thirty-six week periods ended September 8, 2002 and September 9, 2001, respectively.

Store Growth Activity

The following is a summary of the Company's store growth activity for the third quarter and first three quarters of 2002.

	Third Quarter of 2002				
	Beginning Of Period	Opened	Closed	Transfers	End of Period
Domestic Corporate Stores	583	1	-	-	584
Domestic Franchise	4,223	25	(21)	-	4,227
Domestic Stores	4,806	26	(21)	-	4,811
International	2,290	50	(13)	-	2,327
Total	7,096	76	(34)	-	7,138

	First Three Quarters of 2002				
	Beginning Of Period	Opened	Closed	Transfers	End of Period
Domestic Corporate Stores	519	3	(8)	70	584
Domestic Franchise	4,294	63	(60)	(70)	4,227
Domestic Stores	4,813	66	(68)	-	4,811
International	2,259	126	(58)	-	2,327
Total	7,072	192	(126)	-	7,138

Revenues

General. Revenues include retail sales by Company-owned stores, royalties and fees from domestic and international franchise stores, and sales of food, equipment and supplies by our distribution centers to domestic and international franchise stores.

Total revenues decreased 4.3% to $277.1 million in the third quarter of 2002, from $289.5 million for the comparable period in 2001, and increased 2.1% to $879.2 million for the first three quarters of 2002, from $860.8 million for the comparable period in 2001. These changes in total revenues were primarily driven by increases in domestic store and international revenues, offset in part by decreases in domestic distribution revenues. These results are more fully described below.

Domestic Stores

Domestic Corporate Stores. Revenues from domestic corporate store operations increased 4.8% to $84.4 million in the third quarter of 2002, from $80.6 million for the comparable period in 2001, and increased 3.8% to $262.8 million for the first three quarters of 2002, from $253.3 million for the comparable period in 2001.

This increase in revenues in the third quarter of 2002 is due primarily to an increase in the average number of domestic Company-owned stores open during 2002, due in part to the Arizona acquisition completed during the first quarter of 2002, offset in part by a decrease in same store sales. Same store sales for domestic Company-owned stores decreased 1.4% in the third quarter of 2002, compared to the same period in 2001.

This increase in revenues for the first three quarters of 2002 is due primarily to an increase in same store sales. Same store sales for domestic Company-owned stores increased 1.8% for the first three quarters of 2002, compared to the same period in 2001.

Domestic Franchise. Revenues from domestic franchise operations increased 0.8% to $30.6 million in the third quarter of 2002, from $30.4 million for the comparable period in 2001, and increased 6.8% to $97.2 million for the first three quarters of 2002, from $91.0 million for the comparable period in 2001.

This increase in revenues for the first three quarters of 2002 is due primarily to an increase in same store sales offset in part by a decrease in the average number of domestic franchise stores open during 2002, due in part to the Arizona acquisition. Same store sales for domestic franchise stores increased 4.1% for the first three quarters of 2002, compared to the same period in 2001. Same store sales for domestic franchise stores decreased 0.4% in the third quarter of 2002, compared to the same period in 2001.

Domestic Distribution

Revenues from domestic distribution operations decreased 12.0% to $143.6 million in the third quarter of 2002, from $163.2 million for the comparable period in 2001, and decreased 1.3% to $464.1 million for the first three quarters of 2002, from $470.1 million for the comparable period in 2001.

These decreases in revenues are due primarily to a market decrease in overall food basket prices, including lower cheese prices, in the third quarter and first three quarters of 2002. The decrease in revenues for the first three quarters of 2002 was offset in part by an increase in volumes resulting from increases in domestic franchise same store sales. The average cheese block price decreased to approximately $1.12 per pound and $1.20 per pound in the third quarter and first three quarters of 2002, respectively, from approximately $1.67 per pound and $1.42 per pound for the comparable periods in 2001.

International

Revenues from international operations increased 20.1% to $18.4 million in the third quarter of 2002, from $15.3 million for the comparable period in 2001, and increased 18.6% to $55.1 million in the first three quarters of 2002, from $46.4 million for the comparable period in 2001.

These increases in revenues are due primarily to increases resulting from the acquisition of the Netherlands franchise operations in the fourth quarter of 2001, as well as increases in same store sales and in the average number of international stores open during 2002. On a constant dollar basis, same store sales increased 4.0% and 4.1% for the third quarter and first three quarters of 2002, respectively, compared to the same periods in 2001. On a historical dollar basis, same store sales increased 4.3% and 2.8% for the third quarter and first three quarters of 2002, respectively, compared to the same periods in 2001. The third quarter figures indicate that the U.S. Dollar was generally weaker against the currencies of those countries in which we compete.

Operating Expenses

Cost of sales decreased 7.0% to $203.5 million in the third quarter of 2002, from $218.8 million for the comparable period in 2001, and increased 0.2% to $644.6 million for the first three quarters of 2002, from $643.0 million for the comparable period in 2001. Gross profit increased 4.2% to $73.6 million in the third quarter of 2002, from $70.6 million for the comparable period in 2001, and increased 7.7% to $234.6 million for the first three quarters of 2002, from $217.8 million for the comparable period in 2001. As a percentage of total revenues, gross profit increased 2.2% to 26.6% in the third quarter of 2002, from 24.4% for the comparable period in 2001, and increased 1.4% to 26.7% for the first three quarters of 2002, from 25.3% for the comparable period in 2001.

The increase in gross profit for the third quarter of 2002 is due primarily to a decrease in food basket costs, including lower cheese costs, at our Company-owned stores. The increase in gross profit was offset in part by a Company-wide increase in insurance costs and same store sales declines at our domestic stores.

The increase in gross profit for the first three quarters of 2002 is due primarily to increases in domestic store revenues, primarily due to increases in domestic Company-owned and franchise same store sales, and related increases in distribution volumes. Additionally, the gross profit improvement was positively impacted by a decrease in food basket costs, including lower cheese costs. The increase in gross profit was offset in part by a Company-wide increase in insurance and labor costs.

General and administrative expenses decreased 6.4% to $39.4 million in the third quarter of 2002, from $42.1 million for the comparable period in 2001, and increased 0.3% to $131.1 million for the first three quarters of 2002, from $130.6 million for the comparable period in 2001. As a percentage of total revenues, general and administrative expenses decreased 0.3% to 14.2% in the third quarter of 2002, from 14.5% for the comparable period in 2001, and decreased 0.3% to 14.9% for the first three quarters of 2002, from 15.2% for the comparable period in 2001.

The decrease in total general and administrative expenses in the third quarter of 2002 is due in part to the favorable impact of no longer amortizing goodwill and the absence of certain covenant not-to-compete amortization expenses related to an asset that was fully amortized by the end of 2001. Goodwill amortization expense in the third quarter of 2001 was approximately $464,000 and the aforementioned covenant not-to-compete amortization expense was approximately $1.3 million in the third quarter of 2001.

The increase in total general and administrative expenses for the first three quarters of 2002 is due primarily to the write-off of approximately $5.3 million of certain capitalized software costs during the second quarter of 2002 offset in part by the favorable impacts related to the aforementioned goodwill and covenant not-to-compete amortization expenses. Goodwill amortization expense for the first three quarters of 2001 was approximately $1.4 million and the aforementioned covenant not-to-compete amortization expense was approximately $3.8 million for the first three quarters of 2001.

Total revenues continued to outpace the growth of total general and administrative expenses for the first three quarters of 2002, reflecting management's commitment to continuous process improvements throughout the Company.

Interest Expense

Interest expense increased 7.2% to $17.1 million in the third quarter of 2002, from $15.9 million for the comparable period in 2001, and decreased 8.1% to $44.3 million for the first three quarters of 2002, from $48.2 million for the comparable period in 2001. The increase in interest expense in the third quarter of 2002 is due primarily to a $4.5 million write-off of financing fees through interest expense related to the Company's refinancing of its senior credit facility. The decrease in interest expense in the first three quarters of 2002 is due primarily to decreases in related variable interest rates on our senior credit facility and reduced debt levels, offset in part by the aforementioned financing fee write-off.

Provision for Income Taxes

Provision for income taxes increased $1.2 to $6.3 million in the third quarter of 2002, from $5.1 million for the comparable period in 2001, and increased $6.2 million to $22.0 million for the first three quarters of 2002, from $15.8 million for the comparable period in 2001. These increases are due primarily to increases in pre-tax income.

Liquidity and Capital Resources

We had negative working capital of $22.2 million and cash and cash equivalents of $5.0 million at September 8, 2002. Working capital was positively impacted during the third quarter of 2002 as a result of a change in the Company's senior credit facility amortization payment schedule. Historically, we have operated with minimal positive working capital or negative working capital primarily because our receivable collection periods and inventory turn rates are faster than the normal payment terms on our current liabilities. In addition, our sales are not typically seasonal, which further limits our working capital requirements. Our primary sources of liquidity are cash flows from operations and availability of borrowings under our revolving credit facility. We expect to fund planned capital expenditures and debt repayments from these sources.

As of September 8, 2002, we had $610.8 million of long-term debt, of which $4.0 million was classified as a current liability. There were no borrowings under our $100 million revolving credit facility. Letters of credit issued under the revolving credit facility were $15.9 million. Borrowings under the revolving credit facility are available to fund our working capital requirements, capital expenditures and other general corporate purposes.

Cash provided by operating activities was $86.3 million and $54.5 million in the first three quarters of 2002 and 2001, respectively. The $31.8 million increase is due primarily to a $12.9 million increase in net income, a $4.7 million increase in amortization of deferred financing costs, due primarily to a $4.5 million write-off of financing fees related to the Company's refinancing of its senior credit facility, and a $12.2 million net change in operating assets and liabilities.

Cash used in investing activities was $59.1 million and $21.1 million in the first three quarters of 2002 and 2001, respectively. The $38.0 million increase is due primarily to a $21.6 million increase in acquisitions of franchise operations and an $11.5 million increase in capital expenditures. The increase in acquisitions of franchise operations is due primarily to the Company's purchase of 83 domestic franchise stores in Arizona during the first quarter of 2002.

Cash used in financing activities was $57.2 million and $21.6 million in the first three quarters of 2002 and 2001, respectively. The $35.6 million increase is due primarily to a $387.3 million increase in repayments of long-term debt, including repayment of $364.3 million in connection with the Company's refinancing of its senior credit facility, a $10.2 million increase in distributions to parent, and a $3.6 million increase in cash paid for financing fees. These increases were offset in part by a $365.0 million increase in proceeds from issuance of long-term debt in connection with the Company's refinancing of its senior credit facility.

Based upon the current level of operations and anticipated growth, we believe that the cash generated from operations and amounts available under the revolving credit facility will be adequate to meet our anticipated debt service requirements, capital expenditures and working capital needs for the next several years. There can be no assurance, however, that our business will generate sufficient cash flows from operations or that future borrowings will be available under the senior credit facilities or otherwise to enable us to service our indebtedness, including the senior credit facilities and the Senior Subordinated Notes, to redeem or refinance TISM's, our Parent company, Cumulative Preferred Stock or to make anticipated capital expenditures. Our future operating performance and our ability to service or refinance the Senior Subordinated Notes and to service, extend or refinance the senior credit facilities will be subject to future economic conditions and to financial, business and other factors, many of which are beyond our control.

Forward-Looking Statements

Certain statements contained in this filing relating to capital spending levels and the adequacy of our capital resources are forward-looking. Also, statements that contain words such as "believes," "expects," "anticipates," "intends," "estimates" or similar expressions are forward-looking statements. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Among these risks and uncertainties are competitive factors, increases in our operating costs, ability to retain our key personnel, our substantial leverage, ability to implement our growth and cost-saving strategies, industry trends and general economic conditions, adequacy of insurance coverage and other factors, all of which are described in the Form 10-K for the year ended December 30, 2001 and our other filings with the Securities and Exchange Commission. We do not undertake to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Market Risk

The Company is exposed to market risks primarily from interest rate changes on our variable rate debt. Management actively monitors this exposure. The Company does not engage in speculative transactions nor does it hold or issue financial instruments for trading purposes.

Interest Rate Derivatives

The Company may enter into interest rate swaps, collars or similar instruments with the objective of reducing volatility relating to our borrowing costs.

During 2001, we entered into an interest rate collar and three interest rate swap agreements to effectively convert the variable Eurodollar component of the effective interest rate on a portion of the Company's debt to various fixed rates over various terms. These agreements are summarized below.

During the third quarter of 2002, we entered into an interest rate swap agreement to effectively convert the variable Eurodollar component of the effective interest rate on a portion of the Company's debt to a fixed rate over specified terms. This agreement is summarized below.

Derivative	Total Notional Amount	Term	Rate
Interest Rate Collar	$70.0 million	June 2001 - June 2003	3.86% - Floor 6.00% - Ceiling
Interest Rate Swap	$70.0 million	June 2001 - June 2004	4.90%
Interest Rate Swap	$37.5 million	September 2001 - September 2003	3.645%
Interest Rate Swap	$37.5 million	September 2001 - September 2004	3.69%
Interest Rate Swap	$75.0 million	August 2002 - June 2005	3.25%

Interest Rate Risk

The Company's variable interest expense is sensitive to changes in the general level of interest rates. As of September 8, 2002, a portion of the Company's debt is borrowed at Eurodollar rates plus a blended margin rate of 2.5%. At September 8, 2002, the weighted average interest rate on our $75.0 million of variable interest debt was approximately 4.4%.

The Company had total interest expense of approximately $44.3 million in the first three quarters of 2002. The estimated increase in interest expense from a hypothetical 200 basis point adverse change in applicable variable interest rates would be approximately $1.8 million.

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

None.

Item 2. Changes in Securities and Use of Proceeds

None.

Item 3. Defaults Under Senior Securities

None.

Item 4. Submission of Matters to a Vote of Security Holders

None.

Item 5. Other Information

Thomas S. Monaghan voluntarily submitted his resignation from the board of directors on July 29, 2002. Mr. Monaghan's resignation was not due to a disagreement with the Company.

The Chief Executive Officer and Chief Financial Officer reviewed the Company's system of internal controls and concluded that they are effective. There have been no significant changes in internal controls.

Item 6. Exhibits and Reports on Form 8-K

a. Exhibits

Exhibit Number	Description
99.1	Certification by David A. Brandon pursuant to Section 1350, Chapter 63 of Title 18, United States Code, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
99.2	Certification by Harry J. Silverman pursuant to Section 1350, Chapter 63 of Title 18, United States Code, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

b. Current Reports on Form 8-K

The Company filed a Current Report on Form 8-K on August 2, 2002 which included the Company's new senior credit agreement, dated as of July 29, 2002.

The Company filed a Current Report on Form 8-K on October 22, 2002 which included sworn statements from the Company's Chief Executive Officer and Chief Financial Officer as required by the Securities and Exchange Commission (Order No. 4-460, dated June 27, 2002).

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DOMINO'S, INC.
(Registrant)

Date: October 23, 2002

/s/ Harry J. Silverman

Chief Financial Officer

CERTIFICATION OF CHIEF EXECUTIVE OFFICER, DOMINO'S, INC.

I, David A. Brandon, Chief Executive Officer, Domino's, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q of Domino's, Inc.
2. Based on my knowledge, this quarterly report does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:
    a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
    b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
    c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):
    a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
    b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and
6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

October 23, 2002	/s/ David A. Brandon
Date	David A. Brandon Chief Executive Officer

CERTIFICATION OF CHIEF FINANCIAL OFFICER, DOMINO'S, INC.

I, Harry J. Silverman, Chief Financial Officer, Domino's, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q of Domino's, Inc.
2. Based on my knowledge, this quarterly report does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:
    a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
    b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
    c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):
    a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
    b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and
6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

October 23, 2002	/s/ Harry J. Silverman
Date	Harry J. Silverman Chief Financial Officer

Exhibit 99.1

CERTIFICATION PURSUANT TO
SECTION 1350, CHAPTER 63 OF TITLE 18, UNITED STATES CODE,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Pursuant to Section 1350, Chapter 63 of Title 18, United States Code, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned, as Chief Executive Officer of Domino's, Inc. (the "Company"), does hereby certify that to the undersigned's knowledge:

1) the Company's Quarterly Report on Form 10-Q for the quarter ending September 8, 2002 (the "Report"), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2) the information contained in the Company's Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ David A. Brandon

David A. Brandon
Chief Executive Officer

Dated: October 23, 2002

Exhibit 99.2

CERTIFICATION PURSUANT TO
SECTION 1350, CHAPTER 63 OF TITLE 18, UNITED STATES CODE,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Pursuant to Section 1350, Chapter 63 of Title 18, United States Code, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned, as Chief Financial Officer of Domino's, Inc. (the "Company"), does hereby certify that to the undersigned's knowledge:

1) the Company's Quarterly Report on Form 10-Q for the quarter ending September 8, 2002 (the "Report"), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2) the information contained in the Company's Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Harry J. Silverman

Harry J. Silverman
Chief Financial Officer

Dated: October 23, 2002