

STATE OF MINNESOTA  
DEPARTMENT OF COMMERCE  
REGISTRATION DIVISION  
(651) 296-2211

IN THE MATTER OF THE REGISTRATION OF:  
BARRE3 FRANCHISE AGREEMENT  
By B3 FRANCHISING LLC

ORDER OF  
REGISTRATION

WHEREAS, an application has been filed pursuant to Minn.  
Stat. §80C.04; and

WHEREAS, the applicant has complied with the requirements  
of registration,

NOW, THEREFORE, IT IS ORDERED, that the registration be  
declared effective as of the date set forth below.



MIKE ROTHMAN  
Commissioner  
Department of Commerce  
85 7th Place East, Suite 500  
St Paul, MN 55101

Date: June 3, 2011  
diw

APR 20 2011  
Rec'd \$400  
FW**UNIFORM FRANCHISE REGISTRATION APPLICATION**FILE NO. None Assigned Yet  
(Insert file number of immediately preceding filing of Applicant)STATE: MinnesotaFEE:  \$400  \$300  \$100  NONE

APPLICATION FOR (Check one only):

F-6629

- INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES
- RENEWAL APPLICATION OR ANNUAL REPORT
- POST-EFFECTIVE AMENDMENT
- PRE-EFFECTIVE MATERIAL AMENDMENT

FYE

1. Full legal name of Franchisor:

12/31/11

B3 Franchising, LLC

2. Name of the franchise offering:

E F F

barre3

6/3/11

3. Franchisor's principal business address:

N

1000 NW Marshall Street  
Portland, OR 97209

4. Name and address of Franchisor's agent in this State authorized to receive service of process:

Minnesota Commissioner of Commerce  
85 Seventh Place East, Suite 500  
St. Paul, MN 55101

5. The states in which this application is or will be shortly on file:

California, Illinois, Minnesota, New York, and Washington

6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

Rebecca Savage, Esq.  
Savage Law LLC  
2444 9<sup>th</sup> Street, Unit 8  
Boulder, CO 80304  
Phone: 970-390-1776  
Fax: 303-253-9213

### Certification

I certify and swear under penalty of law that I have read and know the contents of this Application, including the Franchise Disclosure Document with an issuance date of April 8, 2011 attached as an exhibit, and that all material facts stated in all those documents are accurate and those documents do not contain any material omissions. I further certify that I am duly authorized to make this certification on behalf of the Franchisor and that I do so upon my personal knowledge.

Signed at Portland, Oregon on April 13, 2011

Franchisor:

B3 Franchising, LLC

By: Chris Lincoln

Name: Chris Lincoln

Title: Managing Member

### Corporate Acknowledgement

STATE OF OREGON                    )  
  ) ss.  
COUNTY OF Clackamas         )

On this 13<sup>th</sup> day of April, 2011, before me, the undersigned Notary Public, personally appeared Chris Lincoln, known personally to me to be the Managing Member of B3 Franchising, LLC, and that he, as such officer, being authorized so to do, executed the foregoing Application for the purposes therein contained, by signing the name of the limited liability company by himself as such officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Suanne M Moon  
Notary Public

My commission expires: 11/20/2013

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