



85 7th Place East, Suite 500
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651.296.4026 FAX 651.297.1959
An equal opportunity employer

October 3, 2011

WILL WOODS
BAKER BOTTS LLP
2001 ROSS AVENUE SUITE 600
DALLAS, TX 75201-2980

Re: F-3451
BRINKER INTERNATIONAL INC
CHILI'S GRILL & BAR FRANCHISE AGREEMENT

Dear Mr. Woods:

The Annual Report has been reviewed and is in compliance with Minnesota Statute Chapter 80C and Minnesota Rules Chapter 2860.

This means that there continues to be an effective registration statement on file and that the franchisor may offer and sell the above-referenced franchise in Minnesota.

The franchisor is not required to escrow franchise fees, post a Franchise Surety Bond or defer receipt of franchise fees during this registration period.

As a reminder, the next annual report is due within 120 days after the franchisor's fiscal year end, which is June 30, 2011.

Sincerely,

MIKE ROTHMAN
Commissioner

By:

Daniel Sexton
Commerce Analyst Supervisor
Registration Division
(651) 296-4520

MR:DES:dlw

F-3451

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 296-6328

IN THE MATTER OF THE REGISTRATION OF:
CHILI'S GRILL & BAR FRANCHISE AGREEMENT
By BRINKER INTERNATIONAL INC

ORDER AMENDING
REGISTRATION

WHEREAS, an application to amend the registration and amendment fee have been filed,

IT IS HEREBY ORDERED that the registration dated February 10, 1998, is amended as of the date set forth below.



MIKE ROTHMAN
Commissioner
Department of Commerce
85.7th Place East, Suite 500
St Paul, MN 55101

Date: October 3, 2011

UNIFORM FRANCHISE REGISTRATION APPLICATION

State: Minnesota

State of Minnesota
Dept. of Commerce

File No.: F-3451

Fee: \$300

SEP 30 2011
Rec'd \$ 3004011
4012

APPLICATION FOR (check only one):

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

1. Full legal name of Franchisor: Brinker International Payroll Company, L.P.
2. Name of the franchise offering: "Chili's®", "Chili's Southwest Grill & Bar®", "Chili's® Grill & Bar", "Chili's Hamburger Grill & Bar" and "Chili's Too®"
3. Franchisor's principal business address: 6820 LBJ Freeway
Dallas, TX 75240
4. Name and address of Franchisor's agent in this State authorized to receive service of process:

Commissioner of Commerce
Department 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 (or in which Franchisor is exempt):

California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, and Wisconsin.

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

Will Woods
Baker Botts L.L.P.
2001 Ross Avenue, Suite 600
Dallas, Texas 75201-2980
214-953-6996 (telephone)
214-661-4996 (facsimile)
will.woods@bakerbotts.com10-3-11
A/R Amos
6/30 2-10-98DAL01:1073940.5
079701.0109**MINNESOTA ANNUAL REPORT**

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