

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

IN THE MATTER OF THE REGISTRATION OF: SUN TAN CITY FRANCHISE AGREEMENT By STC FRANCHISING LLC

ORDER AMENDING REGISTRATION

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

IT IS HEREBY ORDERED that the registration dated August 17, 2011, 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 19, 2012



Form A - Facing Page

UNIFORM FRANCHISE REGISTRATION APPLICATION

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FILE: F-6694
FEE: \$100.00
(Enclosed when application is initially filed)

State: Minnesota

APPLICATION FOR (check only one):

____ INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES

RENEWAL APPLICATION OF ANNUAL REPORT

PRE-EFFECTIVE AMENDMENT

x POST-EFFECTIVE MATERIAL AMENDMENT

1. Full legal name of Franchisor:

STC Franchising, LLC

2. Name of the franchise offering:

Sun Tan City

3. Franchisor's principal business address:

101 Catalog Drive Elizabethtown, KY 42701

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

Commissioner of Commerce Department of Commerce Securities Division 85 7th Place East, Suite 500 St. Paul, MN 55101

10-19-12 Ames 8-17-11



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

> Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Wisconsin

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

Sarah Clark Hannah Frost Brown Todd, LLC The Pinnacle at Symphony Place 150 3rd Avenue South, Suite 1900 Nashville, TN 37201

Phone: (615) 251-5584 Fax: (615) 251-5551 sclark@fbtlaw.com

With a copy to: STC Franchising, LLC Attn: General Counsel

445 East Market Street

Suite 310

Louisville, KY 40202

Certification

I certify 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 October 1, 2012, 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 Lauisville, Kentucky, October 16, 2012

STC Franchising, LLC

Title: President

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